



PUBLIC DISCLOSURE

December 31, 2013

COMMUNITY REINVESTMENT ACT PERFORMANCE EVALUATION

BMO Harris Bank N.A.
Charter Number: 14583

111 West Monroe Street
Chicago, Illinois 60603

Office of the Comptroller of the Currency

Large Bank Supervision
400 7th Street SW
Washington, DC 20219

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

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General Information and Overall CRA Rating

General Information

The 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 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 BMO Harris Bank N.A. issued by the OCC, the institution's supervisory agency as of December 31, 2013. The agency rates the CRA performance of an institution consistent with the provisions set forth in Appendix A to 12 CFR part 25.

Overall CRA Rating

Institution's CRA Rating: This institution is rated **Satisfactory**.

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

Performance Levels	BMO Harris Bank N.A. 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:

- While the bank's performance under the Lending Test, Investment Test and Service Test as noted in the above table would have been an outstanding rating, the overall CRA rating was lowered from outstanding to satisfactory as discussed within the Fair Lending and Other Illegal Credit Practices section of this document.
- Excellent level of lending activity;
- Adequate distribution of home mortgage loan by income level of geography;

- Good distribution of small loans to businesses by income level of geography;
- Good distribution of home mortgage loans by income level of the borrower and small loans to businesses of different sizes;
- Excellent level of community development lending that had a significantly positive impact on the bank's overall lending test rating;
- Excellent level and responsiveness of qualified investment activity;
- Accessible office locations;
- Relatively high level of community development services.

Definitions and Common Abbreviations

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

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

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

Census Tract (CT) (2009 through 2011 evaluation period): A small subdivision of metropolitan and other densely populated counties. Census tract boundaries do not cross county lines; however, they may cross the boundaries of metropolitan areas. Census tracts usually have between 2,500 and 8,000 persons, and their physical size varies widely depending upon population density. Census tracts are designed to be homogeneous with respect to population characteristics, economic status, and living conditions to allow for statistical comparisons.

Census Tract (CT) (2012 through 2013 evaluation period): Small, relatively permanent statistical subdivisions of a county delineated by local participants as part of the U.S. Census Bureau's Participant Statistical Areas Program. The primary purpose of CTs is to provide a stable set of geographic units for the presentation of decennial census data. CTs generally have between 1,500 and 8,000 people, with an optimum size of 4,000 people.

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

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

- (i) Low- or moderate-income geographies;
- (ii) Designated disaster areas; or
- (iii) Distressed or underserved nonmetropolitan middle-income geographies designated by the Board, Federal Deposit Insurance Corporation, and Office of the Comptroller of the Currency, based on-
 - a. Rates of poverty, unemployment, and population loss; or

- b. Population size, density, and dispersion. Activities that revitalize and stabilize geographies designated based on population size, density, and dispersion if they help to meet essential community needs, including needs of low- and moderate-income individuals.

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

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

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

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

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

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

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

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

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

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

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

Median Family Income (MFI) (2009 through 2011 evaluation period): The median income determined by the U.S. Census Bureau every ten years and used to determine the income level category of geographies. Also, the median income determined by the Department of Housing and Urban Development annually that is used to determine the income level category of individuals. For any given area, the median is the point at which half of the families have income above it and half below it.

Median Family Income (MFI) (2012 through 2013 evaluation period): The median income derived from the United States Census Bureau's American Community Survey data every 5 years and used to determine the income level category of geographies. Also, it is the median income determined by the Federal Financial Institutions Examination Council (FFIEC) annually that is used to determine the income level of individuals within a geography. For any given geography, the median is the point at which half of the families have income above it and half below it.

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

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

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

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

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

Multifamily: Refers to a residential structure that contains five or more units.

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

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

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

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

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

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

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

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

Description of Institution

BMO Harris Bank N.A. (BHB), headquartered in Chicago, Illinois, is a full-service interstate bank that is a wholly owned subsidiary of BMO Financial Corporation (BFC). BFC is a wholly owned subsidiary of BMO Financial Group (BFG). BFG is a highly diversified North American financial services provider based in Toronto, Canada with \$593.0 billion (Canadian dollars) in assets as of January 31, 2014.

BHB had total assets of \$91.3 billion as of December 31, 2013. This includes total loans of \$52.2 billion that are comprised of \$22.9 billion in real estate related loans (43.8 percent of total loans), \$15.1 billion (28.9 percent) in commercial loans, \$7.5 billion (14.4 percent) in individual loans, \$769 million (1.4 percent) in agricultural loans, and \$6 billion (11.5 percent) in other loans. Total Tier One Capital is \$9.9 billion.

BHB is the result of several mergers and acquisitions since the previous CRA evaluation. The mergers significantly increased the bank's size and footprint. On April 23, 2010, Harris N.A. (HNA) entered into a purchase and assumption agreement with the FDIC to assume the deposits and purchase the assets of Amcore Bank, N.A. in Rockford, Illinois. On July 5, 2011, BFG completed the acquisition of Marshall & Ilsley Corporation in Milwaukee, Wisconsin. At the time of the acquisition, several bank charters merged. M&I Marshall & Ilsley Bank (M&I), M&I Bank N.A. (successor to M&I Bank FSB), and the bank's affiliate The Harris Bank N.A. (THBNA) merged into HNA. At the same time, HNA changed its name to BMO Harris Bank, N.A. This acquisition almost doubled the size of the bank, as total assets as of June 30, 2011 were \$51.9 billion and Tier One Capital was \$4.3 billion.

As of December 31, 2013, BHB had 655 branch office locations and 1,306 ATMs within its assessment areas (AAs). BHB had 14 rating areas that include 40 AAs in 10 states that include Illinois, Wisconsin, Indiana, Minnesota, Arizona, Missouri, Florida, Kansas, Nevada, and Washington.

BHB provides a broad range of real estate, commercial, and consumer credit products; deposit products and services; and trust and financial advisory services to personal, business, corporate, and institutional clients.

BHB management elected not to include any activities of affiliates in this performance evaluation other than community development loans originated by THBNA. Currently, there are no financial impediments to BHB's ability to help meet the credit needs within its communities. On April 29, 2013, the bank entered into a Formal Agreement with the Office of the Comptroller of the Currency (OCC) that limits its ability to branch or acquire other institutions.

HNA received a Satisfactory rating in its last CRA evaluation by the OCC dated July 1, 2009.

Scope of the Evaluation

Evaluation Period/Products Evaluated

January 1, 2009 through December 31, 2013

This evaluation period applies to those AAs that were part of HNA prior to any merger or acquisition. We evaluated home mortgage loans and small loans to businesses and farms from January 1, 2009 through December 31, 2013 and community development loans; qualified investments; and community development and retail services from July 1, 2009 through December 31, 2013 for AAs that were part of the legacy HNA. We analyzed home mortgage loans and small loans to business data for 2009 through 2011 using 2000-census demographic information, which we discuss only in the narrative section of this performance evaluation (PE). We analyzed home mortgage loans and small loans to business data from January 1, 2012 through December 31, 2013 using 2010-census demographic information, which we discuss in the narrative and include data in the tables in Appendix D.

Significant economic factors during the 2009 through 2011 period decreased loan demand and ability to repay for many home mortgage and small business borrowers. Home purchase and home refinance lending volume was significantly lower. Higher unemployment, lower borrower incomes, and decreases in home values forced many homeowners to become “underwater” in their current mortgages. Small loans to businesses volume declined because lower consumer confidence decreased demand for goods and services. Lending capacity was impeded due to earning constraints of HNA during 2009 through 2011. Economic conditions slowly improved and stabilized towards the end of the evaluation period. This allowed BHB to aggressively expand many mortgage programs, products, staffing and lending efforts in 2012 and 2013. Therefore, we weighted the 2012 and 2013 period more heavily as it is more reflective of BHB’s current business environment and capacity.

The AAs included in this period are the following:

- The Chicago-Joliet-Naperville, IL-IN-WI MMA – all but Dekalb county in the Chicago-Joliet-Naperville, IL MD; Lake county in the Lake County-Kenosha County, IL-WI MD; and Lake and Porter counties in the Gary, IN MD.
- The state of Wisconsin – the Milwaukee-Waukesha-West Allis, WI MSA; Oconto county in the Green Bay, WI MSA; LaCrosse county in the LaCrosse, WI-MN MMA; the entire Sheboygan, WI MSA; and the non-MSA WI counties of Crawford, Sauk, Shawano and Vernon.
- The state of Indiana – Hamilton, Hendrick, Marion and Morgan counties in the Indianapolis-Carmel, IN MSA; the entire Kokomo, IN MSA; Clay, Sullivan and Vigo counties in the Terre Haute, IN MSA; and the non-MSA IN counties of Cass, Grant and Wayne.

April 23, 2010 through December 31, 2013

HNA’s purchase and assumption of Amcore, N.A. on April 23, 2010 added the AAs of the Rockford, IL MSA and Madison, WI MSA. We evaluated home mortgage loans, small loans to

businesses and farms, community development loans; qualified investments; and community development and retail services from April 23, 2010 through December 31, 2013. We analyzed home mortgage loans and small loans to business data from the time of the acquisition to the end of 2011 using 2000-census demographic information. We discuss this performance only in the narrative section of this PE. We analyzed home mortgage loans and small loans to business data from January 1, 2012 through December 31, 2013 using 2010-census demographic information, which we discuss in the narrative and include data in the tables in Appendix D. We weighted the 2012 and 2013 period more heavily as it is more reflective of BHB's current business environment and capacity.

July 5, 2011 through December 31, 2013

BFG's acquisition of M&I and consolidation of affiliated charters added 10 additional rating areas and 26 additional AAs. We evaluated home mortgage loans, small loans to businesses and farms, community development loans; qualified investments; and community development and retail services from July 5, 2011 through December 31, 2013. We analyzed home mortgage loans and small loans to business data from January 1, 2012 through December 31, 2013 using 2010-census demographic information, which we discuss in the narrative and include data in the tables in Appendix D. Because the acquisition and charter consolidation was effective July 5, 2011, we did not analyze 2011 data. We would have analyzed 2011 data using 2000-demographic information, but this would not have provided a meaningful conclusion of lending with less than six months of data.

The AAs added during this period include the following:

- The Chicago-Joliet-Naperville, IL-IN WI MMA – Kenosha county in the Lake County-Kenosha County, IL-WI MD
- The state of Wisconsin – the entire MSAs of Appleton, WI; Eau Claire, WI; Fond du Lac, WI; Janesville, WI; Oshkosh-Neenah, WI; Racine, WI; and Wausau, WI; added Brown and Kewaunee counties in the Green Bay, WI MSA; and all remaining non-MSA WI counties.
- The state of Indiana – Boone, Hancock, Johnson and Shelby counties in the Indianapolis-Carmel, IN MSA; the entire Anderson, IN MSA; and the non-MSA IN county of Rush.
- The entire Minneapolis-St. Paul-Bloomington, MN-WI and Duluth, MN-WI MMAs.
- St. Louis, MO-IL MMA – St. Louis City and the counties of St. Clair, IL; Jefferson, MO; St Charles, MO and St. Louis, MO.
- Kansas City, MO-KS MMA – the counties of Johnson KS; Wyandotte, KS; Clay, MO; Jackson, MO; and Platte, MO.
- The state of Arizona – the entire Phoenix-Mesa-Glendale, AZ; Prescott, AZ; and Tucson, AZ MSAs.
- The state of Florida – the entire North Port-Bradenton-Sarasota, FL; Cape Coral-Fort Myers, FL; Naples-Marco Island, FL; Punta Gorda, FL MSAs; all but Osceola county in the

Orlando-Kissimmee-Sanford, FL MSA; Hillsborough county in the Tampa-St. Petersburg-Clearwater, FL MSA; and the West Palm Beach, FL MD.

- The state of Kansas – Non-MSA counties of Cherokee and Crawford.
- The state of Missouri – Andrew and Buchanan counties in the St. Joseph, MO-KS MMA.
- The state of Washington – the Seattle-Bellevue-Everett, WA MSA.

July 5, 2011 through August 16, 2013

BFG's acquisition of M&I also included a branch in the Las Vegas-Paradise, NV MSA within the state of Nevada. Bank management closed this branch effective August 16, 2013; therefore, the evaluation period for home mortgage loans, small loans to businesses and farms, community development loans; qualified investments; and community development and retail services was from July 5, 2011 through August 16, 2013. We analyzed home mortgage loans and small loans to business data from January 1, 2012 through August 12, 2013 using 2010-census demographic information, which we discuss in the narrative and include data in the tables in Appendix D. Because the acquisition of M&I was effective July 5, 2011, we did not analyze 2011 data. We would have analyzed 2011 data using 2000-demographic information, but this would not have provided a meaningful conclusion of lending with less than six months of data.

All Evaluation Periods

In most markets, BHB makes few, if any, multifamily or small loans to farms. While some of BHB's more urban markets had a sufficient quantity of multifamily loans and some of the more rural markets had a sufficient quantity of small loans to farms to analyze, the majority of markets had very few of either. Therefore, multifamily and small farm lending had no material impact on the Lending Test. If we included an analysis of these loans in a rating area, we noted it in the narrative for the applicable rating area. Tables related to multifamily and farm loans that contained no data were removed from Appendix D.

Our analysis of qualified investments included the investment portfolio as well as donations and grants made during the respective evaluation periods that have community development as its primary purpose. Qualified investments include investments that meet the definition of community development and were made prior to the current evaluation period and are still outstanding or were made during the current evaluation period. Prior period investments are considered at the book value of the investment at the end of the current evaluation period. Current period investments are considered at their original investment amount. Unless otherwise noted, the complexity and innovativeness of investments was typical for an institution of this size and capability.

Our review of services during the respective evaluation periods included analyzing BHB's network of branches and deposit-taking ATMs for the availability and effectiveness of delivering retail banking services. BHB offers other alternative delivery systems; however, we did not place significant weight on these systems, as there is no data concerning the effectiveness of these systems in targeting low- and moderate-income geographies and

individuals. We also considered the extent and innovativeness of the BHB's community development services in meeting the credit needs within its AAs.

Data Integrity

As part of our ongoing supervision of BHB, the OCC tested the accuracy of the bank's small business and small farm lending data, community development loans, qualified investments, and community development services. We determined that the data was accurate as reported and that community development loans, qualified investments and community development services considered during this evaluation met the definition of community development.

The OCC performed data integrity in 2009 and 2010 for HMDA data. For 2011 HMDA data, we relied on the Consumer Financial Protection Bureau (CFPB) evaluation of BHB's data collection systems and internal controls for ensuring the accuracy of the data. For 2012 and 2013, we relied upon BFC's Corporate Audit Division and the Compliance Monitoring department verifications of BHB's HMDA data. Any discrepancies identified were within acceptable tolerances; therefore, we deemed the data reliable.

Selection of Areas for Full-Scope Review

In each state and multistate metropolitan area (MMA) where the bank has an office, we selected one AA within that state or MMA for a full-scope review. The area selected was typically the MSA or MD that contained the largest percentage of BHB's deposits within that state or MMA. Refer to the "Scope" section under each state and Multistate Metropolitan Area Rating section (as applicable) for details regarding how we selected the full-scope areas.

Community Contacts

Refer to the market profiles in Appendix C for community contact information as well as detailed demographics and other performance context information for AAs that received full-scope reviews.

Inside/Outside Ratio

We performed this analysis at the bank level and it does not include any affiliate lending activity. BHB originated or purchased a substantial majority (96.7 percent) of its loans within the combined AAs during the evaluation period. BHB originated or purchased 98.1 percent of their small business and 97.9 percent of small farm loans within the bank's AAs. The bank originated or purchased 95.2 percent of their home mortgage loans within the AAs, including 93.9 percent of home purchase, 98.2 percent of home improvement and 95.7 percent of home refinance loans.

Ratings

The bank's overall rating is a blend of the MMAs and state ratings. The ratings for the Chicago-Joliet-Naperville, IL MMA and the state of Wisconsin carried the greatest weights in our overall conclusions. These areas represent approximately 82 percent of BHB's deposits, with 56 percent and 26 percent of deposits, respectively.

We based the MMA and state ratings primarily on those areas that received full-scope reviews. Refer to the “Scope” section under each state and Multistate Metropolitan Area Rating section for details regarding how we weighted the areas in arriving at the respective ratings.

Fair Lending or Other Illegal Credit Practices Review

Pursuant to 12 CFR 25.28(c) and 195.28(c), in determining a national bank's (bank) or federal savings association's (FSA) CRA rating, respectively, the OCC considers evidence of discriminatory or other illegal credit practices in any geography by the bank or FSA, or in any assessment area by an affiliate whose loans have been considered as part of the bank's or FSA's lending performance. As part of this evaluation process, the OCC consults with other federal agencies with responsibility for compliance with the relevant laws and regulations, including the U.S. Department of Justice, the U.S. Department of Housing and Urban Development, and the Consumer Financial Protection Bureau.

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

As a result of these findings, the CRA Performance Evaluation rating was lowered from outstanding to satisfactory.

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

Multistate Metropolitan Area Rating

Chicago-Joliet-Naperville, IL-IN-WI MMA

CRA rating for the Chicago-Joliet-Naperville, IL-IN-WI MMA¹: Outstanding

The lending test is rated: Outstanding
The investment test is rated: Outstanding
The service test is rated: High Satisfactory

The major factors that support this rating:

- BHB's distribution of loans among geographies is good. Performance for home mortgage loans is good and small loans to businesses is adequate.
- BHB's distribution of loans to individuals and businesses of different income levels is good with good performance for home mortgage loans by income level of the borrower and excellent performance of small loans to businesses of different sizes.
- The bank's excellent level of community development lending had a significantly positive impact on the bank's overall lending test rating considering business environment and capacity.
- BHB's responsiveness to identified needs of the AA and the overall level of qualified community development investments is excellent.
- BHB's branch distribution is good after considering the additional access provided by branches located near low- and moderate-income geographies and the level of community development services are excellent.

Description of Institution's Operations in Chicago-Joliet-Naperville, IL-IN-WI MMA

BHB has delineated a portion of all three MDs within the Chicago-Joliet-Naperville, IL-IN-WI MMA as AAs. BHB included seven of the eight counties that make up the Chicago-Joliet-Naperville, IL MD in its AA. BHB did not include DeKalb county in this AA, as they do not have a branch location in the county. BHB included both Lake county and Kenosha county in the Lake County-Kenosha County, IL-WI MD. In the Gary, IN MD, BHB included only Lake and Porter counties.

Based on June 30, 2013 FDIC summary of deposit information, BHB has over \$39.5 billion in deposits in this MMA, which represents 56.68 percent of the bank's total deposits. The bank made 34.83 percent of its evaluation period lending in this MMA.

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.

BHB has 223 office locations and 303 deposit-taking ATMs within the MMA. The bank ranks second in deposit market share with 12.47 percent. Primary competitors include JPMorgan Chase Bank, N.A., the largest deposit holder with 23.60 percent, Bank of America, N.A. with 8.07 percent, and The Northern Trust Company with 6.59 percent. There are 224 FDIC-insured depository institutions with 3,079 offices within the bank's AAs.

Refer to the market profile for the Chicago-Joliet-Naperville, IL-IN-WI MMA in Appendix C for detailed demographics and other performance context information for the AA that received a full-scope review.

Scope of Evaluation in Chicago-Joliet-Naperville, IL-IN-WI MMA

The Chicago-Joliet-Naperville, IL MD has the significant majority of deposits within this rated area with 94.12 percent. We selected this AA for analysis using full-scope procedures and weighted it the most heavily in our overall conclusions. The Lake County-Kenosha County, IL-WI MD and Gary, IN MD have 3.97 percent and 1.91 percent of deposits, respectively, which we analyzed using limited-scope procedures. We based our ratings primarily on the results of the area that received a full-scope review. Please see the table in Appendix A for more information.

LENDING TEST

Conclusions for Areas Receiving Full-Scope Reviews

The bank's performance under the lending test in Chicago-Joliet-Naperville, IL-IN-WI MMA is outstanding. Based on the full-scope review, the bank's performance in the Chicago-Joliet-Naperville, IL MD is excellent.

Lending Activity

Lending volume is good in the Chicago-Joliet-Naperville, IL-IN-WI MMA. BHB's deposit market share for Chicago-Joliet-Naperville, IL MD is 12.62 percent and the bank is ranked second out of 199 deposit-taking entities (top one percent). For home purchase loans, the bank is ranked tenth out of 643 lenders (top two percent) with a 1.35 percent market share. The top two home purchase lenders have over 40 percent of the market. For home improvement loans, the bank is ranked eighth out of 253 lenders (top three percent) with a 2.43 percent market share. For home refinance loans, the bank is ranked ninth out of 745 lenders (top two percent) with a 2.25 percent market share. The top two home refinance lenders have almost 40 percent of the market. BHB's market share for small loans to business is 1.80 percent and ranked ninth out of 190 lenders (top five percent). The top six small business lenders in the AA have 73.6 percent of the market and are nationwide lenders that have significant small business credit card portfolios with average loan sizes of \$11 thousand or less.

Refer to Table 1 Lending Volume in the Chicago-Joliet-Naperville, IL-IN-WI MMA section of Appendix D for the facts and data used to evaluate the bank's lending activity.

Distribution of Loans by Income Level of the Geography

BHB's overall geographic distribution of loans by income level of geography is good in the Chicago-Joliet-Naperville, IL MD. BHB had good geographic distribution of home mortgage loans and adequate distribution of small loans to businesses.

Home Mortgage Loans

Geographic distribution of home purchase and home refinance loans in the Chicago-Joliet-Naperville, IL MD is good. Geographic distribution of home improvement loans in the Chicago-Joliet-Naperville, IL MD is excellent. We placed more weight on distribution in moderate-income geographies as those geographies make up a larger percentage of the bank's AA. Refer to Tables 2, 3, 4, and 5 in the Chicago-Joliet-Naperville, IL-IN-WI MMA section of Appendix D for the facts and data used to evaluate the geographic distribution of the bank's home mortgage loan originations and purchases.

2012 and 2013

Home Purchase

The bank's geographic distribution of home purchase loans is good. Adequate performance in low-income geographies is enhanced by the good performance for moderate-income geographies. The percentage of home purchase loans originated or purchased in low-income geographies is below the percentage of owner-occupied housing units located in low-income geographies. The percentage of home purchase loans originated or purchased in moderate-income geographies is near to the percentage of owner-occupied housing units located in moderate-income geographies. The bank's market share for home purchase loans in low-income geographies is below and in moderate-income geographies near to the bank's overall home purchase loan market share.

Home Improvement

The bank's geographic distribution of home improvement loans is excellent. The percentage of home improvement loans originated or purchased in low-income geographies meets the percentage of owner-occupied housing units located in low-income geographies. The percentage of home improvement loans originated or purchased in moderate-income geographies exceeds the percentage of owner-occupied housing units located in moderate-income geographies. The bank's market share for home improvement loans in low-income geographies is below and in moderate-income geographies exceeds the bank's overall home improvement loan market share.

Home Refinance

The bank's geographic distribution of home refinance loans is good overall with adequate penetration that was enhanced to a good level because of excellent market share performance. The percentage of home refinance loans originated or purchased in low-income geographies is well below the percentage of owner-occupied housing units located in low-income geographies. The percentage of home refinance loans originated or purchased in

moderate-income geographies is below the percentage of owner-occupied housing units located in moderate-income geographies. The bank's market share for home refinance loans in low-income geographies is near to and in moderate-income geographies exceeds the bank's overall home refinance loan market share.

2009 through 2011

The bank's geographic distribution of home purchase, home improvement, and home refinance loans for 2009, 2010, and 2011 is significantly weaker than the bank's geographic distribution of home purchase, home improvement, and home refinance loans for 2012 and 2013. In 2009, 2010, and 2011 the bank's lending penetration and market share performance in low- and moderate-income geographies was very poor for the Chicago-Joliet-Naperville, IL MD. We took into consideration that this portion of the evaluation period was marked with significant economic factors that affected low- and moderate-income geographies disproportionately more than middle- and upper-income geographies.

Small Loans to Businesses

Geographic distribution of small loans to businesses in the Chicago-Joliet-Naperville, IL MD is adequate. We placed more weight on distribution in moderate-income geographies as those geographies make up a larger percentage of the bank's AA. Refer to Table 6 in the Chicago-Joliet-Naperville, IL-IN-WI MMA section of Appendix D for the facts and data used to evaluate the geographic distribution of the bank's origination and purchase of small loans to businesses.

2012 and 2013

The bank's geographic distribution of small loans to businesses is adequate. Generally good distribution of loans within low- and moderate-income geographies was negatively impacted by poor market share performance. The percentage of small loans to businesses originated or purchased in low-income geographies is below the percentage of small businesses located in low-income geographies. The percentage of small loans to businesses originated or purchased in moderate-income geographies approximates the percentage of small businesses located in moderate-income geographies. The bank's market share for small loans to businesses in low- and moderate-income geographies is well below the bank's overall small loans to businesses market share.

2009 through 2011

The bank's small loans to businesses geographic lending performance for 2009, 2010, and 2011 is weaker than the bank's small loans to businesses geographic lending performance for 2012 and 2013. In 2009, 2010, and 2011 the bank's lending performance in low- and moderate-income geographies was poor for the Chicago-Joliet-Naperville, IL MD. We took into consideration that this portion of the evaluation period was marked with significant economic factors that affected low- and moderate-income geographies disproportionately more than middle- and upper-income geographies.

Lending Gap Analysis

We analyzed BHB's geographic lending patterns throughout the AA and we found no unexplained lending gaps.

Distribution of Loans by Income Level of the Borrower

BHB's overall distribution of loans to borrowers of different income levels is good in the Chicago-Joliet-Naperville, IL-IN-WI MMA. BHB's borrower distribution of home mortgage loans is good and small loans to businesses is excellent.

Home Mortgage Loans

BHB's distribution of home purchase and home improvement loans among individuals of different income levels in the Chicago-Joliet-Naperville, IL MD is excellent. The borrower distribution of home refinance loans is good. Refer to Tables 8, 9 and 10 in the Chicago-Joliet-Naperville, IL-IN-WI MMA section of Appendix D for the facts and data used to evaluate the borrower distribution of the bank's home mortgage loan originations and purchases.

2012 and 2013

Home Purchase

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

Home Improvement

The bank's borrower distribution of home improvement loans is excellent. The percentage of home improvement loans originated or purchased to low-income borrowers approximates and for moderate-income borrowers exceeds the percentage of families defined as such located in the AA. The bank's market share for home improvement loans to low- and moderate-income borrowers exceeds the bank's overall home improvement loan market share.

Home Refinance

The bank's borrower distribution of home refinance loans is good. Adequate distribution to low-income borrowers was offset by the excellent distribution to moderate-income borrowers. The percentage of home refinance loans originated or purchased to low-income borrowers is below the percentage of low-income families located in the AA. The percentage of home refinance loans originated or purchased to moderate-income borrowers exceeds the percentage of moderate-income families located in the AA. The bank's market share for home refinance loans to both low- and moderate-income borrowers exceeds the bank's overall home refinance loan market share.

2009 through 2011

BHB's borrower distribution for home purchase and home refinance loans for 2009, 2010, and 2011 is not inconsistent with the bank's borrower distribution for home purchase and home refinance loans for 2012 and 2013. The bank's borrower distribution for home improvement loans for 2009, 2010, and 2011 was weaker than the bank's borrower distribution performance for home improvement loans for 2012 and 2013. The bank's lending to low-income borrowers was lower in the Chicago-Joliet-Naperville, IL MD in 2009, 2010, and 2011.

Small Loans to Businesses

Borrower distribution of small loans to businesses in the Chicago-Joliet-Naperville, IL MD is excellent. Refer to Table 11 in the Chicago-Joliet-Naperville, IL-IN-WI MMA section of Appendix D for the facts and data used to evaluate the borrower distribution of the bank's origination and purchase of small loans to businesses.

2012 and 2013

BHB's borrower distribution of small loans to businesses is excellent. The percentage of small loans to businesses originated or purchased exceeds the percentage of small businesses located in the AA. The bank's market share for small loans to businesses also exceeds the bank's overall small business loan market share.

2009 through 2011

BHB's borrower distribution of small loans to businesses for 2009, 2010, and 2011 is weaker than the borrower distribution for small loans to businesses for 2012 and 2013. The bank's lending performance in small loans to businesses in 2009, 2010, and 2011 was good.

Community Development Lending

BHB is a leader in making community development loans. The level of community development lending in the Chicago-Joliet-Naperville, IL MD is excellent and had a significantly positive impact on the lending test rating. While community development lending opportunities in the Chicago AA are abundant, there is strong competition for these investments from other banking institutions. As a result, BHB focuses on innovative and complex transactions that are highly visible within the AA. These lending opportunities require lenders with specific expertise because of the nature and size of the projects. We considered the impediments of the business environment and capacity during for the 2009 through 2011 portion of the evaluation period. We also considered it a positive sign of the bank's commitment as BHB's volume of community development loans increased considerably in the 2012 and 2013 period as the economy began to recover and, overall, had a positive trajectory over the exam cycle. BHB originated 46 affordable housing community development loans totaling over \$154.4 million. These loans facilitated the creation or redevelopment of 1,581 affordable housing units. BHB originated 60 loans totaling \$135.0 million to facilitate qualified community development services. In addition, BHB originated 37 economic development loans totaling \$74.6 million.

To provide perspective regarding the relative level of community development lending, we allocated a portion of the bank's Tier One Capital to each AA based on its pro rata share of deposits as a means of comparative analysis. The bank's level of community development lending in the Chicago-Joliet-Naperville, IL MD equaled 7.01 percent of allocated Tier One Capital as of December 31, 2013.

Refer to Table 1 Lending Volume in the Chicago-Joliet-Naperville, IL-IN-WI MMA section of Appendix D for the facts and data used to evaluate the bank's level of community development lending. This table includes all community development loans, including multifamily loans that also qualify as community development loans. In addition, Table 5 includes geographic lending data on all multifamily loans, including those that also qualify as community development loans. Table 5 does not separately list community development loans, however.

Product Innovation and Flexibility

BHB makes limited use of innovative and flexible lending programs. This had a neutral impact on the lending test conclusion.

Conclusions for Areas Receiving Limited-Scope Reviews

Based on limited-scope reviews, the bank's performance under the lending test in the Lake County-Kenosha County, IL-WI MD and Gary, IN MD is not inconsistent with the bank's overall outstanding performance under the lending test in the Chicago-Joliet-Naperville, IL-IN-WI MMA. Refer to Tables 1 through 12 in the Chicago-Joliet-Naperville, IL-IN-WI MMA section of Appendix D for the facts and data that support these conclusions.

INVESTMENT TEST

Conclusions for Areas Receiving Full-Scope Reviews

The bank's performance under the investment test in Chicago-Joliet-Naperville, IL-IN-WI MMA is outstanding. Based on the full-scope review, the bank's performance in the Chicago-Joliet-Naperville, IL MD is excellent. Refer to Table 14 in the Chicago-Joliet-Naperville, IL-IN-WI MMA section of Appendix D for the facts and data used to evaluate the bank's level of qualified investments.

BHB exhibited excellent responsiveness to the community development investment needs in the Chicago-Joliet-Naperville, IL MD. The volume of qualified community development investments is also excellent. While qualified investment opportunities in the Chicago-Joliet-Naperville, IL MD are abundant, especially for affordable housing, community services, and activities benefiting low- or moderate-income geographies and individuals, there is strong competition for these investments from other banking institutions. Current period investments total \$274 million. Sixty-nine prior period investments totaling \$64 million were still outstanding as of December 31, 2013. Investments included the construction, ownership, and operation of affordable senior housing facilities in the AA, preserving affordable housing for families, seniors, and individuals with disabilities, and various economic development activities targeted to low- and moderate-income geographies and individuals. The current period investments

include 880 grants that supported community development service activities used primarily for area educational needs and 121 bonds and securities that directly and positively affect the AA. Both current and prior period qualified investments were very responsive to identified community development needs. In addition, the bank has over \$110 million in unfunded commitments.

To provide perspective regarding the relative level of qualified community development investments, we allocated a portion of the bank's Tier One Capital to each AA based on its pro rata share of deposits as a means of comparative analysis. The dollar amount of the investments, not including unfunded commitments, represents 6.36 percent of the allocated portion of the bank's Tier One Capital in the Chicago-Joliet-Naperville, IL MD.

Conclusions for Areas Receiving Limited-Scope Reviews

Based on limited-scope reviews, the bank's performance under the investment test in the Lake County-Kenosha County, IL-WI MD is not inconsistent with the bank's overall outstanding performance under the investment test in the Chicago-Joliet-Naperville, IL-IN-WI MMA. In the Gary, IN MD, the bank's performance is weaker than the bank's overall performance in the Chicago-Joliet-Naperville, IL-IN-WI MMA. The bank made fewer qualified investments in the Gary, IN MD than the number of investments made in the Chicago-Joliet-Naperville, IL MD. Refer to Table 14 in the Chicago-Joliet-Naperville, IL-IN-WI MMA section of Appendix D for the facts and data that support these conclusions.

SERVICE TEST

Conclusions for Areas Receiving Full-Scope Reviews

The bank's performance under the service test in Chicago-Joliet-Naperville, IL-IN-WI MMA is rated high satisfactory. Based on the full-scope review, the bank's performance in the Chicago-Joliet-Naperville, IL MD is good.

Retail Banking Services

Refer to Table 15 in the Chicago-Joliet-Naperville, IL-IN-WI MMA section of Appendix D for the facts and data used to evaluate the distribution of the bank's branch delivery system and branch openings and closings.

BHB's branches are accessible to essentially all portions of the AA. The bank operates 179 full-service branch offices in the Chicago-Joliet-Naperville, IL MD. The bank's distribution of branches in low-income geographies is well below and moderate-income geographies is near to the percentage of the population living within those geographies. However, 36 branches located in middle- and upper-income geographies are within one mile of low- and middle-income geographies. Taking into account the adjacent serving branches, access to banking services in low- and moderate-income geographies is considered good. The bank's services do not vary in any way that inconveniences the AA, particularly low- and moderate-income individuals or low- and moderate-income geographies.

Banking hours do not vary in a way that negatively affects low- or moderate-income geographies or individuals and provide reasonable accommodation to the bank's entire AA. BHB offers a wide range of traditional deposit and banking products.

BHB makes adequate use of alternative delivery systems through ATMs, telephone and on-line banking, electronic bill pay, and mobile banking options. The bank operates 267 deposit-taking ATMs in the Chicago-Joliet-Naperville, IL MD. The percentage of deposit-taking ATMs in low-income geographies is below and moderate-income geographies is near to the percentage of the population in those geographies.

BHB's record of opening and closing of branches has not adversely affected the accessibility of its delivery systems, particularly in low- and moderate-income geographies or to low- and moderate-income individuals. BHB opened four branches, one of which was in a low-income geography and closed 21 branches, one of which was in a moderate-income geography. Sixteen of the branch closings were former Amcore Bank N.A. branches that were in close proximity to existing BHB branch locations as the result of BHB's 2010 acquisition.

Community Development Services

BHB's level of community development services is excellent in the Chicago-Joliet-Naperville, IL MD.

During the evaluation period, BHB conducted 553 home ownership seminars, including 81 related to foreclosure-prevention. These assemblies were very responsive to community development needs, especially during the recent real estate recession. The bank recorded 10,979 participants in home ownership and foreclosure-prevention seminars targeted to low- and moderate-income individuals. In addition, the bank conducted 208 financial education seminars with various local community and municipal organizations. These classes provided instruction on basic banking functions and small business products and services. Approximately 3,149 individuals participated in these financial education seminars.

Local BHB management members were actively involved in providing leadership to 254 different community organizations. During the evaluation period, bank personnel participated on 230 boards; 355 committees; 41 times in advisory roles; and in 45 different community development volunteer activities.

Conclusions for Areas Receiving Limited-Scope Reviews

Based on limited-scope reviews, the bank's performance under the service test in the Gary, IN MD was stronger than the service test performance in the Chicago-Joliet-Naperville, IL-IN-WI MMA. The percentage of BHB's branch distribution in low- and moderate-income geographies the Gary, IN MD exceeded the percentage of the population in those geographies. The bank's performance under the service test in the Lake County-Kenosha County, IL-WI MD is not inconsistent with the bank's overall performance in the Chicago-Joliet-Naperville, IL-IN-WI MMA. Refer to the Table 15 in the Chicago-Joliet-Naperville, IL-IN-WI MMA section of Appendix D for the facts and data that support these conclusions.

Multistate Metropolitan Area Rating

Minneapolis-St. Paul-Bloomington, MN-WI MMA

CRA Rating for Minneapolis-St. Paul-Bloomington, MN-WI MMA²: Outstanding

The lending test is rated: Outstanding

The investment test is rated: Outstanding

The service test is rated: High Satisfactory

The major factors that support this rating include:

- BHB's distribution of loans among geographies is good. Performance for home mortgage loans is good and small loans to businesses is excellent.
- BHB's distribution of loans by income level of borrower is good. Performance for home mortgage loans is good and small loans to businesses is poor.
- Community development lending in the Minneapolis-St. Paul-Bloomington, MN-WI MMA had a significantly positive impact on the lending test rating.
- BHB's level of qualified community development investments is excellent.
- BHB's branch distribution and level of community development services are good.

Description of Institution's Operations in Minneapolis-St Paul-Bloomington, MN-WI MMA

BHB has delineated the entire Minneapolis-St. Paul-Bloomington, MN-WI MMA as an AA, which includes Anoka, Carver, Chisago, Dakota, Hennepin, Isanti, Ramsey, Scott, Sherburne, Washington and Wright counties in the state of Minnesota and Pierce and St. Croix counties in the state of Wisconsin.

Based on June 30, 2013 FDIC summary of deposit information, BHB has just over \$2.5 billion in deposits in the state, which represents 4.58 percent of the bank's total deposits. The bank made 3.87 percent of its evaluation period lending in this MMA.

BHB has 34 branch office locations and 21 deposit-taking ATMs within the designated AA. BHB ranks fourth in deposit market share with 1.88 percent. Primary competitors include Wells Fargo Bank, N.A. with 50.55 percent and U.S. Bank N.A. with 30.11 percent deposit market share and TCF National Bank with 2.92 percent deposit market share. There are 167 FDIC-insured depository institutions within the bank's AA.

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

Refer to the market profile for the Minneapolis-St. Paul-Bloomington, MN-WI MMA in Appendix C for detailed demographics and other performance context information for AAs that received a full-scope review.

Scope of Evaluation in Minneapolis-St. Paul-Bloomington, MN-WI MMA

We based our rating of the Minneapolis-St. Paul-Bloomington, MN-WI MMA on the area that received a full-scope review. We conducted a full-scope review of the Minneapolis-St. Paul-Bloomington, MN-WI MMA, which is the only AA in the MMA. This MMA became part of BHB's AAs as a result of the M&I acquisition on July 5, 2011. Therefore, the evaluation period covers approximately 2.5 years. Please see the table in Appendix A for more information.

LENDING TEST

Conclusions for Areas Receiving Full-Scope Reviews

The bank's performance under the lending test in Minneapolis-St. Paul-Bloomington, MN-WI MMA is outstanding. Based on the full-scope review, the bank's performance in the Minneapolis-St. Paul-Bloomington, MN-WI MMA is excellent.

Lending Activity

BHB's lending activity reflects adequate responsiveness to the credit need of its AA considering its size, resources, competition, and deposit and lending market activity in the Minneapolis-St. Paul-Bloomington, MN-WI MMA. BHB ranks fourth in deposits out of 167 depository institutions (top two percent). BHB ranks 57th in home mortgage loans and 11th in small loans to businesses (top eight percent in both). There are over 400 non-depository mortgage lenders in the AA and eight of the top ten small business lenders are nationwide lenders that have significant small business credit card portfolios. Refer to Table 1 Lending Volume in the Minneapolis-St. Paul-Bloomington, MN-WI MMA section of Appendix D for the facts and data used to evaluate the bank's lending activity.

Distribution of Loans by Income Level of the Geography

BHB's overall distribution by income level of geography is good in the Minneapolis-St. Paul-Bloomington, MN-WI MMA. BHB's geographic distribution of home mortgage loans is good and small loans to businesses is excellent. We gave more weight to the distribution of home mortgage loans in moderate-income geographies given the relatively low percentage of owner-occupied housing units in low-income geographies in the AA.

Home Mortgage Loans

BHB's geographic distribution of mortgage loans is good. Geographic distribution of home purchase lending in the Minneapolis-St. Paul-Bloomington, MN-WI MMA is excellent. Geographic distribution of home improvement loans and home refinance loans is adequate. Refer to Tables 2, 3, 4, and 5 in the Minneapolis-St. Paul-Bloomington, MN-WI MMA section of

Appendix D for the facts and data used to evaluate the geographic distribution of the bank's home mortgage loan originations and purchases.

Home Purchase

The bank's geographic distribution of home purchase loans is excellent. The percentage of home purchase loans originated or purchased in low-income geographies exceeds the percentage of owner-occupied housing units located in those geographies. The percentage of home purchase loans in moderate-income geographies approximates the percentage of owner-occupied units located in those geographies. An analysis of the bank's market share would not be meaningful as BHB had only 0.23 percent of the geographic home purchase lending market in this AA.

Home Improvement

The bank's geographic distribution of home improvement loans is adequate. Very poor performance for moderate-income geographies was offset the excellent performance in low-income geographies. The percentage of home improvement loans originated or purchased in low-income geographies exceeds the percentage of owner-occupied housing units located in those geographies. The percentage of home improvement loans originated or purchased in moderate-income geographies is significantly below the percentage of owner-occupied housing units located in those geographies. An analysis of the bank's market share would not be meaningful as BHB had only 0.16 percent of the geographic home improvement lending market in this AA.

Home Refinance

The bank's geographic distribution of home refinance loans is adequate. Poor performance in low-income geographies is enhanced by the adequate performance for moderate-income geographies. The percentage of home refinance loans originated or purchased in low-income geographies is well below the percentage of owner-occupied housing units located in those geographies. The percentage of home refinance loans originated or purchased in moderate-income geographies is below the percentage of owner-occupied housing units located in moderate-income geographies. An analysis of the bank's market share would not be meaningful as BHB had only 0.17 percent of the geographic home improvement lending market in this AA.

Small Loans to Businesses

Geographic distribution of small loans to businesses in the Minneapolis-St. Paul-Bloomington, MN-WI MMA is excellent. Refer to Table 6 in the state of Minneapolis-St. Paul-Bloomington, MN MMA section of Appendix D for the facts and data used to evaluate the geographic distribution of the bank's origination and purchase of small loans to businesses.

The bank's geographic distribution of small loans to businesses is excellent. The percentage of small loans to businesses originated or purchased in both low- and moderate-income geographies exceeds the percentage of small businesses located in those geographies. An analysis of the bank's market share would not be meaningful as BHB had only 0.91 percent of the overall small business lending market in this AA.

Lending Gap Analysis

We analyzed BHB geographic lending patterns throughout the AA and we found no unexplained lending gaps.

Distribution of Loans by Income Level of the Borrower

BHB's overall distribution of loans to borrowers of different income levels is good in the Minneapolis-St. Paul-Bloomington, MN-WI MMA. BHB had a good borrower distribution of home mortgage loans and poor borrower distribution of small loans to businesses.

Home Mortgage Loans

BHB's borrower distribution of home purchase loans in the Minneapolis-St. Paul-Bloomington, MN-WI MMA is excellent. The borrower distribution of home improvement loans is adequate. The borrower distribution of home refinance loans is good. Refer to Tables 8, 9 and 10 for the Minneapolis-St. Paul-Bloomington, MN-WI MMA section of Appendix D for the facts and data used to evaluate the borrower distribution of the bank's home mortgage loan originations and purchases.

Home Purchase

The bank's borrower distribution of home purchase loans is excellent. The percentage of home purchase loans originated or purchased to low-income borrowers approximates the percentage of low-income families located in the AA. The percentage of home purchase loans originated or purchased to moderate-income borrowers exceeds the percentage of moderate-income families located in the AA. An analysis of the bank's market share would not be meaningful as BHB had only 0.26 percent of the borrower home purchase lending market in this AA.

Home Improvement

The bank's borrower distribution of home improvement loans is adequate. The poor distribution to moderate-income borrowers was offset by the excellent distribution to low-income borrowers. The percentage of home improvement loans originated or purchased to low-income borrowers exceeds the percentage of low-income families located in the AA. The percentage of home improvement loans originated or purchased to moderate-income borrowers is well below the percentage of moderate-income families located in the AA. An analysis of the bank's market share would not be meaningful as BHB had only 0.17 percent of the borrower home improvement lending market in this AA. Home improvement lending volume is very low for this AA because the bank only made 20 loans.

Home Refinance

The bank's borrower distribution of home refinance loans is good. The poor distribution to low-income borrowers was offset by the excellent distribution to moderate-income borrowers. The percentage of home refinance loans originated or purchased to low-income borrowers is below the percentage of low-income families located in the AA. The percentage of home refinance

loans originated or purchased to moderate-income borrowers exceeds the percentage of moderate-income families located in the AA. An analysis of the bank's market share would not be meaningful as BHB had only 0.17 percent of the borrower home refinance lending market in this AA.

Small Loans to Businesses

Refer to Table 11 in the state of Minneapolis-St. Paul-Bloomington, MN-WI MMA section of Appendix D for the facts and data used to evaluate the borrower distribution of the bank's origination and purchase of small loans to businesses.

Borrower distribution of small loans to businesses in the Minneapolis-St. Paul-Bloomington, MN-WI MMA is poor. BHB's percentage of small loans to businesses originated or purchased to businesses with revenues of \$1 million or less is well below the percentage of those businesses located in the AA. An analysis of the bank's market share would not be meaningful as BHB had only 0.91 percent of the small loans to businesses lending market in this AA.

Community Development Lending

Community development lending in the Minneapolis-St. Paul-Bloomington, MN-WI MMA had a significantly positive impact on the lending test conclusion. BHB originated six affordable housing community development loans totaling almost \$35.3 million. These loans facilitated the creation or redevelopment of 424 affordable housing units. BHB originated nine loans totaling \$4.3 million to facilitate qualified community development services. In addition, BHB originated six economic development loans totaling almost \$14.7 million. The bank's community development lending activity was responsive to the identified community development needs in the AA.

To provide perspective regarding the relative level of community development lending, we allocated a portion of the bank's Tier One Capital to each AA based on its pro rata share of deposits as a means of comparative analysis. BHB's volume of CD lending represents 11.88 percent of Tier One Capital allocated to this AA.

Refer to Table 1 Lending Volume for the Minneapolis-St. Paul-Bloomington, MN-WI MMA section of Appendix D for the facts and data used to evaluate the bank's level of community development lending. This table includes all CD loans, including multifamily loans that also qualify as CD loans.

Product Innovation and Flexibility

BHB makes limited use of innovative and flexible lending programs. This had a neutral impact on the lending test conclusion.

INVESTMENT TEST

Conclusions for Areas Receiving Full-Scope Reviews

The bank's performance under the investment test in the Minneapolis-St. Paul-Bloomington, MN-WI MMA is outstanding. Based on the full-scope review, the bank's performance in the Minneapolis-St. Paul-Bloomington, MN-WI MMA is excellent. Refer to Table 14 in the Minneapolis-St. Paul-Bloomington, MN-WI MMA section of Appendix D for the facts and data used to evaluate the bank's level of qualified investments.

BHB exhibited an excellent responsiveness to the credit and community economic needs in the Minneapolis-St. Paul-Bloomington, MN-WI MMA. The bank made 22 current and prior period investments totaling almost \$24.4 million in the Minneapolis-St. Paul-Bloomington, MN-WI MMA. These included equity equivalent investments in low-income housing tax credit funds and small business investment companies. BHB also made 80 grants to 45 community development organizations totaling \$753 thousand that supported affordable housing, economic development and community service needs within the AA. In addition, the bank has over \$11 million in unfunded commitments.

To provide perspective regarding the relative level of qualified community development investments, we allocated a portion of the bank's Tier One Capital to each AA based on its pro rata share of deposits as a means of comparative analysis. The dollar amount of the investments, not including unfunded commitments, represents 7.20 percent of the allocated portion of the bank's Tier One Capital in the Minneapolis-St. Paul-Bloomington, MN-WI MMA. This is a significant level given the relatively short 2.5 year evaluation period.

SERVICE TEST

Conclusions for Areas Receiving Full-Scope Reviews

The bank's performance under the service test in Minneapolis-St. Paul-Bloomington, MN-WI MMA is high satisfactory. Based on a full-scope review, the bank's performance in the Minneapolis-St. Paul-Bloomington, MN-WI MMA is good.

Retail Banking Services

Refer to Table 15 in the Minneapolis-St. Paul-Bloomington, MN-WI MMA section of Appendix D for the facts and data used to evaluate the distribution of the bank's branch delivery system and branch openings and closings.

BHB's branches are reasonably assessable throughout the AA. BHB operates 34 full-service branch offices within the Minneapolis-St. Paul-Bloomington, MN-WI MMA. The bank's distribution of branches in low-income geographies is well below the percentage of the population living within those geographies. The distribution of branches in moderate-income geographies exceeds the percentage of the population living within those geographies. BHB has five branches that are located in middle- and upper-income geographies that are within one mile of low- and moderate-income geographies that also serve customers living those

geographies. The bank's services do not vary in any way that inconveniences the AA, particularly low- and moderate-income individuals or low- or moderate-income areas.

Banking hours do not vary in a way that inconveniences certain portions of the AA, particularly low- or moderate-income geographies or individuals. BHB offers a wide range of traditional deposit and banking products.

BHB makes adequate use of alternative delivery systems through ATMs, telephone and on-line banking, electronic bill pay, and mobile banking options. The bank operates 21 deposit-taking ATMs in the Minneapolis-St. Paul-Bloomington, MN-WI MMA. The bank did not have any deposit-taking ATMs in low-income geographies. The bank's distribution of deposit-taking ATMs in moderate-income geographies is below the percentage of the population living within those geographies.

BHB's record of opening and closing of branches generally has not adversely affected the accessibility of its delivery systems, particularly in low- and moderate-income geographies or to low- and moderate-income individuals. The bank closed three branches during the evaluation period, all of which were in middle- or upper-income geographies

Community Development Services

BHB's performance in providing community development services that were responsive to the community development needs in the Minneapolis-St. Paul-Bloomington, MN-WI MMA is good.

During the evaluation period, BHB conducted 31 financial education seminars with 828 attendees at various local community and nonprofit organizations that were targeted to low- and moderate-income individuals. These community educational seminars provided guidance for basic banking and financial management instruction. In addition, 20 local BHB management members were actively involved in providing leadership to 20 different community organizations. These organizations work to increase employment and training opportunities for under and unemployed adults for skilled jobs. During the evaluation period, bank personnel participated on 15 boards and 7 committees.

Multistate Metropolitan Area Rating

St. Louis, MO-IL MMA

CRA rating for the St. Louis, MO-IL MMA³: Outstanding

The lending test is rated: Outstanding

The investment test is rated: Outstanding

The service test is rated: High Satisfactory

The major factors that support this rating include:

- BHB's distribution of loans among geographies is good. Performance for home mortgage loans is adequate and small loans to businesses is excellent.
- BHB's distribution of loans by income level of borrower is good. Performance for home mortgage loans is excellent and small loans to businesses is poor.
- The bank's excellent level of community development lending had a significantly positive impact on the bank's overall lending test rating.
- BHB's level of qualified community development investments is excellent.
- BHB's branch distribution is good and level of community development services is adequate.

Description of Institution's Operations in St. Louis, MO-IL MMA

BHB has delineated a portion of the St. Louis, MO-IL MMA as an AA. The bank's AA includes St. Louis City and the counties of Jefferson, St. Charles, and St. Louis in the state of Missouri and St. Clair County in the state of Illinois.

Based on June 30, 2013 FDIC summary of deposit information, BHB has just over \$1.4 billion in deposits in this MMA, which represents 2.06 percent of the bank's total deposits. The bank made 1.89 percent of its evaluation period lending in this MMA.

BHB has 16 office locations and 14 deposit-taking ATMs within the MMA. The bank ranks tenth in deposit market share with 1.89 percent. Primary competitors include U.S. Bank N.A. with 16.11 percent market share, Bank of America, N.A with 11.95 percent and Commerce Bank with 7.42 percent. Scottrade Bank has the largest market share in the MMA with 22.11 percent; however, they are not a direct competitor as they are an internet-based Federal Savings Bank that does not have any retail branches. There are 91 FDIC-insured depository institutions with 664 offices within the bank's AA.

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.

Refer to the market profile for the St. Louis, MO-IL MMA in Appendix C for detailed demographics and other performance context information for the AA that received a full-scope review.

Scope of Evaluation in St. Louis, MO-IL MMA

We based our rating of the St. Louis, MO-IL MMA on the area that received a full-scope review. We conducted a full-scope review of the St. Louis, MO-IL MMA, which is the only AA in the MMA. This MMA became part of BHB's AAs as a result of the M&I acquisition on July 5, 2011. Therefore, the evaluation period covers approximately 2.5 years. Please see the table in Appendix A for more information.

LENDING TEST

Conclusions for Areas Receiving Full-Scope Reviews

The bank's performance under the lending test in the St. Louis, MO-IL MMA is outstanding. Based on the full-scope review, the bank's performance in the St. Louis, MO-IL MMA is excellent.

Lending Activity

BHB's lending activity represents adequate responsiveness to the credit needs of its AA considering its size, resources and deposit and lending market activity in the St. Louis, MO-IL MMA. Nationwide lenders that maintain no physical presence in the St. Louis, MO-IL MMA dominate the home mortgage market. BHB ranks tenth in deposits out of 91 depository institutions (top 11 percent). BHB ranks 76th in home mortgage loans (top 18 percent) and 15th in small loans to businesses (top 13 percent). There are over 300 non-depository mortgage lenders in the AA and eight of the top ten small business lenders are nationwide lenders that have significant small business credit card portfolios. Refer to Table 1 Lending Volume in the St. Louis, MO-IL MMA section of Appendix D for the facts and data used to evaluate the bank's lending activity.

Distribution of Loans by Income Level of the Geography

BHB's overall geographic distribution of loans by income level of geography is good in the St. Louis, MO-IL MMA. BHB had an adequate geographic distribution of home mortgage loans and excellent geographic distribution of small loans to businesses.

Home Mortgage Loans

Geographic distribution of home purchase loans, home improvement and home refinance loans in the St. Louis, MO-IL MMA is adequate. We placed little weight on home improvement loans as BHB originated or purchased only 14 loans during the evaluation period. Refer to Tables 2, 3, and 4 in the St. Louis, MO-IL MMA section of Appendix D for the facts and data

used to evaluate the geographic distribution of the bank's home mortgage loan originations and purchases.

Home Purchase

The geographic distribution of home purchase loans in both low- and moderate-income geographies is adequate. The percentage of home purchase loans in both low- and moderate-income geographies is below the percentage of owner-occupied units in these geographies. An analysis of the bank's market share would not be meaningful as BHB had only 0.08 percent of the geographic home purchase lending market in this AA. Wells Fargo Bank NA ranks first in home purchase market share with 17.83 percent and they have no physical presence in the AA.

Home Improvement

The geographic distribution of home improvement loans is adequate. Very poor performance in low-income geographies is offset by the excellent performance in moderate-income geographies. The bank originated or purchased no home improvement loans in low-income geographies. The bank's geographic distribution of home improvement loans in moderate-income geographies is excellent as the percentage of home improvement loans exceeds the percentage of owner-occupied units in those geographies. An analysis of the bank's market share would not be meaningful as BHB had only 0.35 percent of the geographic home improvement lending market in this AA.

Home Refinance

The bank's geographic distribution of home refinance loans is adequate. The poor performance in low-income geographies is offset by the excellent performance for moderate-income geographies. The geographic distribution of home refinance loans in low-income geographies is well below and for moderate-income geographies is near to the percentage of owner-occupied housing units located in those geographies. An analysis of the bank's market share would not be meaningful as BHB had only 0.13 percent of the geographic home refinance lending market in this AA. Wells Fargo Bank NA ranks first in home refinance market share with 14.25 percent and they have no physical presence in the AA.

Small Loans to Businesses

BHB's geographic distribution of small loans to businesses in the St. Louis, MO-IL MMA is excellent.

The percentage of small loans to businesses made in both low- and moderate-income geographies exceeds the percentage of small businesses located within those geographies. An analysis of the bank's market share would not be meaningful as BHB had only 0.97 percent of the small loans to business lending market in this AA.

Refer to Table 6 in the St. Louis, MO-IL MMA section of Appendix D for the facts and data used to evaluate the geographic distribution of the bank's origination and purchase of small loans to businesses.

Lending Gap Analysis

We analyzed BHB geographic lending patterns throughout the AA and we found no unexplained lending gaps.

Distribution of Loans by Income Level of the Borrower

BHB's overall distribution of loans to borrowers of different income levels is good in the St. Louis, MO-IL MMA. BHB had excellent distribution of home mortgage loans among individuals of different income levels and poor distribution of small loans to businesses of different revenue sizes.

Home Mortgage Loans

BHB's distribution of home purchase and home refinance loans among individuals of different income levels in the St. Louis, MO-IL MMA is excellent. The borrower distribution of home improvement loans is adequate. We placed little weight on home improvement loans as BHB originated or purchased only 14 loans during the evaluation period. Refer to Tables 8, 9, and 10 in the St. Louis, MO-IL MMA section of Appendix D for the facts and data used to evaluate the borrower distribution of the bank's home mortgage loan originations and purchases.

Home Purchase Loans

BHB's distribution of home purchase loans among individuals of different income levels is excellent. The percentage of home purchase loans originated or purchased to low-income borrowers is excellent when compared to the percentage of low-income families in the AA. The percentage of home purchase loans originated or purchased to moderate-income borrowers exceeds the percentage of moderate-income families in the AA. An analysis of the bank's market share would not be meaningful as BHB had only 0.10 percent of the borrower home purchase lending market in this AA.

Home Improvement Loans

BHB's distribution of home improvement loans among individuals of different income levels is adequate. The poor distribution to low-income borrowers is offset by the good distribution to moderate-income borrowers. BHB's borrower distribution of home improvement loans originated or purchased to low-income borrowers is well below the percentage of low-income families in the AA. BHB's borrower distribution of home improvement loans to moderate-income borrowers good when compared to the percentage of moderate-income borrowers in the AA. An analysis of the bank's market share would not be meaningful as BHB had only 0.39 percent of the borrower home improvement lending market in this AA.

Home Refinance Loans

BHB's borrower distribution of home refinance loans among individuals of different income levels is excellent. The bank's borrower distribution of home refinance loans to low-income borrowers demonstrated excellent performance. The bank's borrower distribution of home refinance loans to moderate-income borrowers exceeds the percentage of moderate-income

families in the AA. An analysis of the bank's market share would not be meaningful as BHB had only 0.14 percent of the borrower home refinance lending market in this AA.

Small Loans to Businesses

BHB's borrower distribution of small loans to businesses in the St. Louis, MO-IL MMA is poor. BHB's percentage of small loans to businesses is well below the percentage of small businesses in the AA. An analysis of the bank's market share would not be meaningful as BHB had only 0.97 percent of the small loans to business lending market in this AA. Refer to Table 11 in the St. Louis, MO-IL MMA section of Appendix D for the facts and data used to evaluate the borrower distribution of the bank's origination and purchase of small loans to businesses.

Community Development Lending

Community development lending had a significantly positive impact on the lending test conclusion in the St. Louis, MO-IL MMA. The level of community development lending in the St. Louis, MO-IL MMA is excellent. Seven loans totaling approximately \$27.9 million were for affordable housing purposes. These loans facilitated the creation or redevelopment of 432 affordable housing units. The bank also originated eight loans totaling approximately \$42.7 million to small businesses related to economic development. The bank originated four loans for approximately \$4.8 million to organizations providing community services to primarily low- and moderate-income individuals and ten loans totaling over \$12.3 million in area revitalization and stabilization. The bank's community development lending activity was responsive to the identified community development needs in the AA.

To provide perspective regarding the relative level of community development lending, we allocated a portion of the bank's Tier One Capital to each AA based on its pro rata share of deposits as a means of comparative analysis. BHB's volume of CD lending represents 47.67 percent of Tier One Capital allocated to this AA.

Refer to Table 1 Lending Volume in the St. Louis, MO-IL MMA section of Appendix D for the facts and data used to evaluate the bank's level of community development lending. This table includes all community development loans, including multifamily loans that also qualify as community development loans.

Product Innovation and Flexibility

BHB makes limited use of innovative and flexible lending programs. This had a neutral impact on the lending test conclusion.

INVESTMENT TEST

Conclusions for Areas Receiving Full-Scope Reviews

The bank's performance under the investment test in St. Louis, MO-IL MMA is outstanding. Based on the full-scope review, the bank's performance in St. Louis, MO-IL MMA is excellent.

BHB exhibited an excellent level of qualified community development investments in the St. Louis, MO-IL MMA. BHB made 72 current and prior period investments totaling \$16.9 million. Investments were made primarily to facilitate affordable housing, an identified community development need within the bank's AA. The bank also made three investments to organizations that support small businesses. Total investments include 35 grants totaling \$201 thousand for community development service activities focused on St. Louis area initiatives. In addition, the bank has over \$4 million in unfunded commitments. The bank's qualified investment activity was responsive to the identified community development needs in the AA.

To provide perspective regarding the relative level of qualified community development investments, we allocated a portion of the bank's Tier One Capital to each AA based on its pro rata share of deposits as a means of comparative analysis. The dollar amount of the investments, not including unfunded commitments, represents 8.26 percent of the allocated portion of the bank's Tier One Capital in the St. Louis, MO-IL MMA.

Refer to Table 14 in the St. Louis, MO-IL MMA section of Appendix D for the facts and data used to evaluate the bank's level of qualified investments.

SERVICE TEST

Conclusions for Areas Receiving Full-Scope Reviews

The bank's performance under the service test in St. Louis, MO-IL MMA is high satisfactory. Based on the full-scope review, the bank's performance in the St. Louis, MO-IL MMA is good.

Retail Banking Services

Refer to Table 15 in the St. Louis, MO-IL MMA section of Appendix D for the facts and data used to evaluate the distribution of the bank's branch delivery system and branch openings and closings.

Branch delivery services are accessible to all portions of the AA, particularly to low- and moderate-income geographies and to low- and moderate-income persons. The bank operates 16 full-service branch offices in the St. Louis, MO-IL MMA. The bank does not have any branches in low-income geographies. Although BHB does not have any branches located in the low- income geographies, one branch located in a middle-income tract is within one mile of low-income geographies and provides additional access to banking services to those areas. The bank's percentage of branches in moderate-income geographies is below the percentage of the population living within the moderate-income geographies. However, three branches located in middle- and upper-income geographies are within one mile of moderate-income geographies which provides additional access to banking services. The bank's services do not vary in any way that inconveniences the AA, particularly low- and moderate-income individuals or low- and moderate-income geographies.

Banking hours do not vary in a way that negatively affects low- and moderate-income geographies or low- and moderate-income persons and provide reasonable accommodation to the bank's entire AA. BHB offers a wide range of traditional deposit and banking products.

BHB makes adequate use of alternative delivery systems through ATMs, telephone and on-line banking, electronic bill pay, and mobile banking options. The bank operates 14 deposit-taking ATMS in the St. Louis, MO-IL MMA. The bank does not have any deposit-taking ATMs in low-income geographies. The distribution of deposit-taking ATMs in moderate-income geographies is below the percentage of the population living within those geographies.

BHB's record of opening and closing of branches generally has not adversely affected the accessibility of its delivery systems, particularly in low- and moderate-income geographies or to low- and moderate-income individuals. BHB closed two branches in the AA, one each in a middle- and upper-income geography.

Community Development Services

BHB's performance in providing community development services in the St. Louis, MO-IL MMA is adequate.

BHB conducted one financial education seminar to an audience of 50 low- and moderate-income students. Additionally, local BHB management were actively involved in providing leadership services to three different community organizations which serve the needs of the community through affordable housing and youth services serving primarily low- and moderate-income individuals. During the evaluation period, personnel participated on two Boards, three committees, served in four advisory roles, and one individual volunteer effort.

Multistate Metropolitan Area Rating

Kansas City, MO-KS MMA

CRA rating for the Kansas City, MO-KS MMA⁴: Outstanding

The lending test is rated: Outstanding

The investment test is rated: Outstanding

The service test is rated: High Satisfactory

The major factors that support this rating include:

- BHB's distribution of loans among geographies is good. Performance for home mortgage loans is adequate and small loans to businesses is excellent.
- BHB's distribution of loans by income level of borrower is good. Performance for home mortgage loans is good and small loans to businesses is poor.
- Community development lending has a significantly positive impact on the overall lending test rating.
- BHB's level of qualified community development investments is excellent.
- BHB's branch distribution is good and the level of community development services is adequate.

Description of Institution's Operations in Kansas City, MO-KS MMA

BHB has delineated a portion of the Kansas City, MO-KS MMA as an AA. The bank's AA includes Johnson and Wyandotte counties in the state of Kansas and Clay, Jackson and Platte counties in the state of Missouri.

Based on June 30, 2013 FDIC summary of deposit information, BHB has just over \$553 million in deposits in this MMA, which represents 0.79 percent of the bank's total deposits. The bank made 1.06 percent of its evaluation period lending in the MMA.

BHB has 11 office locations and seven deposit-taking ATMs within the MSA. The bank ranks 17th in deposit market share with 1.34 percent. Primary competitors include UMB Bank, N.A. with 18.17 percent market share, Commerce Bank with 13.85 percent and Bank of America, N.A with 9.41 percent. There are 99 FDIC-insured depository institutions within the bank's AA.

Refer to the market profile for the Kansas City, MO-KS MMA in Appendix C for detailed demographics and other performance context information for the AA that received a full-scope review.

⁴ 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.

Scope of Evaluation in Kansas City, MO-KS MMA

We based our rating of the Kansas City, MO-KS MMA on the area that received a full-scope review. We conducted a full-scope review of the Kansas City, MO-KS MMA, which is the only AA in the MMA. This MMA became part of BHB's AAs as a result of the M&I acquisition on July 5, 2011. Therefore, the evaluation period covers approximately 2.5 years. Please see the table in Appendix A for more information.

LENDING TEST

Conclusions for Areas Receiving Full-Scope Reviews

The bank's performance under the lending test in Kansas City, MO-KS MMA is outstanding. Based on the full-scope review, the bank's lending performance in the Kansas City, MO-KS MMA is excellent. We weighted home mortgage loans slightly less than small loans to businesses when determining our conclusions because of the relationship in the volume of originations or purchased loans for these types of loans.

Lending Activity

BHB's lending activity reflects an excellent responsiveness to the credit need of its AA considering its size, resources and deposit and lending market activity in the Kansas City, MO-KS MMA. BHB ranks 17th in deposits out of 99 depository institutions (top 17 percent). BHB ranks 46th in home mortgage loans (top 7 percent) and 23rd in small loans to businesses (top 18 percent). There are over 500 non-depository mortgage lenders in the AA and seven of the top ten small business lenders are nationwide lenders that have significant small business credit card portfolios. Refer to Table 1 Lending Volume in the Kansas City, MO-KS MMA section of Appendix D for the facts and data used to evaluate the bank's lending activity.

Distribution of Loans by Income Level of the Geography

BHB's overall geographic distribution of loans by income level of geography is good in the Kansas City, MO-KS MMA. BHB had an adequate distribution of home mortgage loans and excellent distribution of small loans to businesses.

Home Mortgage Loans

BHB's geographic distribution for home purchase loans was good. Geographic distribution of home improvement loans was excellent. Geographic distribution of home refinance loans was poor. We placed little weight on home improvement loans as BHB originated only 10 loans during the evaluation period. Refer to Tables 2, 3, and 4 in the Kansas City, MO-KS MMA section of Appendix D for the facts and data used to evaluate the geographic distribution of the bank's home mortgage loan originations and purchases.

Home Purchase

The geographic distribution of home purchase loans is good. Adequate performance in low-income geographies is offset by the excellent performance in moderate-income geographies. The percentage of home purchase loans originated or purchased in low-income geographies was below the percentage of owner-occupied units located in low-income geographies. The percentage of home purchase loans originated or purchased in moderate-income geographies exceeds the percentage of owner-occupied units in moderate-income geographies. An analysis of the bank's market share would not be meaningful as BHB had only 0.08 percent of the geographic home purchase lending market in this AA.

Home Improvement

The geographic distribution of home improvement loans is excellent. BHB's percentage of home improvement loans originated or purchased in low- and moderate-income geographies exceeds the percentage of owner-occupied units located within those geographies. An analysis of the bank's market share would not be meaningful as BHB had only 0.19 percent of the geographic home improvement purchase lending market in this AA.

Home Refinance

The geographic distribution of home refinance loans is poor. Very poor performance in low-income geographies is offset by the adequate performance in moderate-income geographies. The percentage of home refinance loans originated or purchased in low-income geographies was significantly below the percentage of owner-occupied units located in those geographies. The percentage of home refinance loans in moderate-income geographies was below the percentage of owner-occupied units located in those geographies. An analysis of the bank's market share would not be meaningful as BHB had only 0.10 percent of the geographic home refinance lending market in this AA.

Small Loans to Businesses

BHB's geographic distribution of small loans to businesses in the Kansas City, MO-KS MMA is excellent. The percentage of small loans to businesses originated or purchased in low- and moderate-income geographies exceeded the percentage of small businesses located in those geographies. An analysis of the bank's market share would not be meaningful as BHB had only 0.66 percent of the small loans to businesses market in this AA.

Refer to Table 6 in the Kansas City, MO-KS MMA section of Appendix D for the facts and data used to evaluate the geographic distribution of the bank's origination and purchase of small loans to businesses.

Lending Gap Analysis

We analyzed BHB geographic lending patterns throughout the AA and we found no unexplained lending gaps.

Distribution of Loans by Income Level of the Borrower

BHB's overall distribution of loans to borrowers of different income levels is good in the Kansas City, MO-KS MMA. The bank's borrower distribution of home mortgage loans is good and small loans to businesses is poor.

Home Mortgage Loans

BHB's distribution of home purchase loans among individuals of different income levels in the Kansas City, MO-KS MMA is excellent. The borrower distribution of home improvement loans is adequate. The borrower distribution of home refinance loans is good. We placed little weight on home improvement loans as BHB originated only 10 loans in this AA during the evaluation period. Refer to Tables 8, 9, and 10 in the Kansas City, MO-KS MMA section of Appendix D for the facts and data used to evaluate the borrower distribution of the bank's home mortgage loan originations and purchases.

Home Purchase

BHB's borrower distribution of home purchase loans is excellent. The percentage of home purchase loans originated or purchased to low- and moderate-income borrowers exceeds the percentage of low- and moderate-income families located in the AA. An analysis of the bank's market share would not be meaningful as BHB had only 0.09 percent of the borrower home purchase lending market in this AA.

Home Improvement

BHB's borrower distribution of home improvement loans is adequate. Very poor distribution to low-income borrowers is offset by the excellent distribution to moderate-income borrowers. BHB did not originate or purchase any home improvement loans to low-income borrowers. The percentage of home improvement loans to moderate-income borrowers exceeds the percentage of moderate-income families. An analysis of the bank's market share would not be meaningful as BHB had only 0.20 percent of the borrower home improvement lending market in this AA.

Home Refinance

BHB's borrower distribution of home refinance loans is good. Adequate performance to low-income borrowers is offset by the excellent performance to moderate-income borrowers. The percentage of home refinance loans to low-income borrowers is below the percentage of low-income families. The percentage of home refinance loans to moderate-income borrowers exceeds the percentage of moderate-income families. An analysis of the bank's market share would not be meaningful as BHB had only 0.12 percent of the borrower home refinance lending market in this AA.

Small Loans to Businesses

BHB's borrower distribution of small loans to businesses in the Kansas City, MO-KS MMA is poor. BHB's percentage of small loans to businesses originated or purchased is well below

the percentage of small businesses located in the AA. An analysis of the bank's market share would not be meaningful as BHB had only 0.66 percent of the small loans to businesses market in this AA.

Refer to Table 11 in the Kansas City, MO-KS MMA section of Appendix D for the facts and data used to evaluate the borrower distribution of the bank's origination and purchase of small loans to businesses.

Community Development Lending

Community development lending had a significantly positive impact on the lending test conclusion in the Kansas City, MO-KS MMA. BHB had an excellent level of community development loans in the Kansas City, MO-KS MMA. Two loans totaling approximately \$35.1 million were for affordable housing purposes. These loans facilitated the creation of 300 affordable housing units. The bank also originated three loans totaling approximately \$12.3 million to small businesses related to economic development. The bank originated two loans for approximately \$5.5 million to organizations providing community services to primarily low- and moderate-income individuals and three loans totaling over \$26.4 million in area revitalization and stabilization.

To provide perspective regarding the relative level of community development lending, we allocated a portion of the bank's Tier One Capital to each AA based on its pro rata share of deposits as a means of comparative analysis. BHB's volume of CD lending represents 100.25 percent of Tier One Capital allocated to this AA.

Refer to Table 1 Lending Volume in the Kansas City, MO-KS MMA section of Appendix D for the facts and data used to evaluate the bank's level of community development lending. This table includes all community development loans, including multifamily loans that also qualify as community development loans.

Product Innovation and Flexibility

BHB makes limited use of innovative and flexible lending programs. This had a neutral impact on the lending test conclusion.

INVESTMENT TEST

Conclusions for Areas Receiving Full-Scope Reviews

The bank's performance under the investment test in Kansas City, MO-KS MMA is outstanding. Based on a full-scope review, the bank's performance in the Kansas City, MO-KS AA is excellent.

BHB exhibited an excellent level of responsiveness to the community development needs in the Kansas City, MO-KS MMA. BHB made 40 current and prior period investments totaling almost \$8 million in the Kansas City, MO-KS MMA. The investments were in community development financial institutions, Low-Income Housing Tax Credit (LIHTC) funds and

projects, loan and private equity funds, and investments in bonds and securities, as well as contributions to local nonprofit organizations. In addition, the bank has over \$1 million in unfunded commitments. Both the current and prior period investments were highly responsiveness to identified needs in the AA.

To provide perspective regarding the relative level of qualified community development investments, we allocated a portion of the bank's Tier One Capital to each AA based on its pro rata share of deposits as a means of comparative analysis. The dollar amount of the investments, not including unfunded commitments, represents 10.11 percent of the allocated portion of the bank's Tier One Capital in the Kansas City, MO-KS MMA.

Refer to Table 14 in the Kansas City, MO-KS MMA section of Appendix D for the facts and data used to evaluate the bank's level of qualified investments.

SERVICE TEST

Conclusions for Areas Receiving Full-Scope Reviews

The bank's performance under the service test in the Kansas City, MO-KS MMA is high satisfactory. Based on the full-scope review, the bank's performance in the Kansas City, MO-KS AA is good.

Retail Banking Services

Refer to Table 15 in the Kansas City, MO-KS MMA section of Appendix D for the facts and data used to evaluate the distribution of the bank's branch delivery system and branch openings and closings.

BHB's branches are accessible to essentially all portions of the AA. The bank operates 11 full-service branch offices in the Kansas City, MO-KS, MMA. The percentage of branches in low-income geographies approximates the percentage of the population living within low-income geographies. BHB does not have any branches located in moderate-income geographies. However, four branches located in middle- and upper-income geographies are located within one mile of moderate-income geographies which provides some additional access to banking services to people living in these geographies.

Banking hours and services do not vary in a way that inconveniences certain portions of the AA, particularly low- and moderate-income individuals or geographies.

BHB makes adequate use of alternative delivery systems through ATMs, telephone and on-line banking, electronic bill pay, and mobile banking options. The bank has seven deposit-taking ATMs in the AA; however, none are located in low- or moderate-income geographies.

BHB's record of opening and closing of branches generally has not adversely affected the accessibility of its delivery systems, particularly in low- and moderate-income geographies or to low- and moderate-income individuals. BHB closed one branch in an upper-income geography in the AA during the evaluation period.

Community Development Services

BHB's performance in providing community development services in the Kansas City, MO-KS MMA is adequate. A managing director of BHB volunteers her time as a board member and event chairperson for a not-for-profit that provides access, admittance and residence in a temporary shelter for low- and moderate-income victims of domestic violence and their children.

Multistate Metropolitan Area Rating

Duluth, MN-WI MMA

CRA rating for the Duluth, MN-WI MMA⁵: Satisfactory

The lending test is rated: Outstanding
The investment test is rated: Needs to Improve
The service test is rated: Low Satisfactory

The major factors that support this rating include:

- BHB's distribution of loans among geographies is good. Performance for home mortgage loans is good and small loans to businesses is excellent.
- BHB's distribution of home mortgage loans by income level of borrower and small loans to businesses of different sizes is good.
- The bank's excellent level of community development lending had a significantly positive impact on the bank's overall lending test rating.
- BHB's level of qualified community development investments is poor.
- BHB's branch distribution and level of community development services is adequate.

Description of Institution's Operations in Duluth, MN-WI MMA

BHB has delineated the entire Duluth, MN-WI MMA as an AA. The bank's AA includes Carlton and St. Louis counties in the state of Minnesota and Douglas county in the state of Wisconsin.

Based on June 30, 2013 FDIC summary of deposit information, BHB has just over \$96 million in deposits in this MMA, which represents 0.14 percent of the bank's total deposits. The bank made 0.32 percent of its evaluation period lending in this MMA.

BHB has two office locations and one deposit taking ATM within the MMA. The bank ranks tenth in deposit market share with 2.40 percent. Primary competitors include Wells Fargo Bank, N.A. with 26.99 percent market share, U.S. Bank N.A. with 13.74 and National Bank of Commerce with 10.30 percent. There are 30 FDIC-insured depository institutions within the bank's AA.

Refer to the market profile for the Duluth, MN-WI MMA in Appendix C for detailed demographics and other performance context information for the AA that received a full-scope review.

⁵ 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.

Scope of Evaluation in Duluth, MN-WI MMA

We based our rating of the Duluth, MN-WI MMA on the area that received a full-scope review. We conducted a full-scope review of the Duluth, MN-WI AA, which is the only AA in the MMA. This MMA became part of BHB's AAs as a result of the M&I acquisition on July 5, 2011. Therefore, the evaluation period covers approximately 2.5 years. Please see the table in Appendix A for more information.

LENDING TEST

Conclusions for Areas Receiving Full-Scope Reviews

The bank's performance under the lending test in Duluth, MN-WI MMA is outstanding. Based on the full-scope review, the bank's performance in the Duluth, MN-WI MMA is excellent.

Lending Activity

BHB's lending activity represents excellent responsiveness to the credit needs of its AA considering its size, resources and deposit and lending market activity in the Duluth, MN-WI MMA. BHB ranks tenth in deposits out of 30 depository institutions (top 30 percent). BHB ranks 38th in home mortgage loans (top 11 percent) and 13th in small loans to businesses (top 26 percent). There are over 300 non-depository mortgage lenders in the AA and seven of the top ten small business lenders are nationwide lenders that have significant small business credit card portfolios. Refer to Table 1 Lending Volume in the Duluth, MN-WI MMA section of Appendix D for the facts and data used to evaluate the bank's lending activity.

Distribution of Loans by Income Level of the Geography

BHB's overall geographic distribution of loans by income level of geography is good in the Duluth, MN-WI MMA. BHB had good distribution of home mortgage loans and excellent distribution of small loans to businesses in the Duluth, MN-WI MMA.

Home Mortgage Loans

Geographic distribution of home purchase and home improvement in the Duluth, MN-WI MMA is adequate. Geographic distribution of home refinance loans is good. We gave more weight to the distribution in moderate-income geographies given the lower percentage of owner-occupied housing units in low-income geographies. The low-income geographies contain only 2.93 percent of the owner-occupied housing units within the AA. We placed little weight on home improvement loans as BHB originated only 10 loans during the evaluation period. Refer to Tables 2, 3, and 4 in the Duluth, MN-WI MMA section of Appendix D for the facts and data used to evaluate the geographic distribution of the bank's home mortgage loan originations and purchases.

Home Purchase

The geographic distribution of home purchase loans is adequate. BHB did not originate or purchase any home purchase loans in low-income geographies. This very poor performance is offset by the otherwise excellent performance in moderate-income geographies. The percentage of home purchase loans originated or purchased in moderate-income geographies exceeds the percentage of owner-occupied housing units located in those geographies. An analysis of the bank's market share would not be meaningful as BHB had only 0.45 percent of the geographic home purchase lending market in this AA.

Home Improvement

The geographic distribution of home improvement loans is adequate. BHB did not originate or purchase any home improvement loans in low-income geographies. This very poor performance is offset by the otherwise excellent performance in moderate-income geographies. The percentage of home improvement loans originated or purchased in moderate-income geographies exceeds the percentage of owner-occupied housing units in those geographies. An analysis of the bank's market share would not be meaningful as BHB had only 0.88 percent of the geographic home improvement lending market in this AA.

Home Refinance

The geographic distribution of home refinance loans is good. Adequate performance in low-income geographies is offset by excellent performance in moderate-income geographies. The percentage of home refinance loans originated or purchased in low-income geographies is below the percentage of owner-occupied housing units in those geographies. The percentage of home refinance loans originated or purchased in moderate-income geographies exceeds the percentage of owner-occupied housing units in those geographies. An analysis of the bank's market share would not be meaningful as BHB had only 0.54 percent of the geographic home refinance lending market in this AA.

Small Loans to Businesses

BHB's geographic distribution of small loans to businesses in the Duluth, MN-WI MMA is excellent. The percentage of small loans to businesses originated or purchased in both low- and moderate-income geographies exceed the percentage of businesses with revenues less than \$1 million in those geographies. The bank's market share for small loans to businesses in both low- and moderate-income geographies exceeds the bank's overall small business loan market share.

Refer to Table 6 in the Duluth, MN-WI MMA section of Appendix D for the facts and data used to evaluate the geographic distribution of the bank's origination and purchase of small loans to businesses.

Lending Gap Analysis

We analyzed BHB geographic lending patterns throughout the AA and we found no unexplained lending gaps.

Distribution of Loans by Income Level of the Borrower

BHB's overall distribution of loans to borrowers of different income is good in the Duluth, MN-WI MMA. The bank's borrower distribution of home mortgage loans and small loans to businesses is good.

Home Mortgage Loans

BHB's borrower distribution of home purchase and home improvement lending in the Duluth, MN-WI MMA is excellent. BHB's borrower distribution of home refinance loans in the Duluth, MN-WI MMA is good. We placed little weight on home improvement loans as BHB originated only 10 loans during the evaluation period.

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

Home Purchase

BHB's borrower distribution of home purchase loans is excellent. Good distribution to low-income borrowers is enhanced by the excellent distribution to moderate-income borrowers. The percentage of home purchase loans to low-income borrowers is good when compared to the percentage of low-income families located in the AA. The percentage of home purchase loans to moderate-income borrowers exceeds the percentage of moderate-income families. An analysis of the bank's market share would not be meaningful as BHB had only 0.54 percent of the borrower home refinance lending market in this AA.

Home Improvement

The bank's borrower distribution of home improvement loans is excellent. The percentage of home improvement loans to low- and moderate-income borrowers exceeds the percentage of low- and moderate-income families located in the AA. An analysis of the bank's market share would not be meaningful as BHB had only 0.92 percent of the borrower home improvement lending market in this AA.

Home Refinance

The bank's borrower distribution of home refinance loans is good. Adequate distribution of loans to low-income borrowers is offset by excellent distribution to moderate-income borrowers. The percentage of home refinance loans to low-income borrowers is below the percentage of low-income families located in the AA. The percentage of home refinance loans to moderate-income borrowers exceeds the percentage of moderate-income families located in the AA. An analysis of the bank's market share would not be meaningful as BHB had only 0.61 percent of the borrower home refinance lending market in this AA.

Small Loans to Businesses

Borrower distribution of small loans to businesses in the Duluth, MN-WI MMA is good. BHB's percentage of small loans to businesses originated or purchased to businesses with revenues of \$1 million or less is below the percentage of those small businesses located in the AA. This adequate performance is enhanced by excellent market share performance. The bank's market share for small loans to businesses exceeds the bank's overall small business loan market share. Refer to Table 11 in the Duluth, MN-WI MMA section of Appendix D for the facts and data used to evaluate the borrower distribution of the bank's origination or purchase of small loans to businesses.

Community Development Lending

Community development lending in the Duluth, MN-WI MMA had a significantly positive impact on the lending test conclusion. BHB is a leader in making community development loans. BHB originated two community development loans in the AA during the evaluation period totaling almost \$1.3 million. The bank made a \$250 thousand loan to support an organization that provides affordable housing for low- and moderate-income families in the city of Duluth and surrounding areas. They also made a \$1 million loan to support liquidity for an organization providing affordable housing and economic development opportunities.

To provide perspective regarding the relative level of community development lending, we allocated a portion of the bank's Tier One Capital to each AA based on its pro rata share of deposits as a means of comparative analysis. BHB's volume of CD lending represents 9.06 percent of Tier One Capital allocated to this AA. This is a significant level given the relatively short 2.5 year evaluation period.

Refer to Table 1 Lending Volume in the Duluth, MN-WI MMA section of Appendix D for the facts and data used to evaluate the bank's level of community development lending. This table includes all community development loans, including multifamily loans that also qualify as community development loans.

Product Innovation and Flexibility

BHB makes limited use of innovative and flexible lending programs. This had a neutral impact on the lending test conclusion.

INVESTMENT TEST

Conclusions for Areas Receiving Full-Scope Reviews

The bank's performance under the investment test in Duluth, MN-WI MMA is needs to improve. Based on the full-scope review, the bank's performance in the Duluth, MN-WI AA and responsiveness to the needs of the AA is poor. Refer to Table 14 in the Duluth, MN-WI MMA section of Appendix D for the facts and data used to evaluate the bank's level of qualified investments.

BHB exhibited a poor level of responsiveness to credit and community economic development needs in the Duluth, MN-WI MMA. BHB made eleven qualified investments totaling \$37 thousand within its AA through grants and contributions. The top three financial institutions in the MMA have over 50 percent of the market and compete heavily for the limited community development opportunities that are available in the MMA. One grant provided support for a program that promotes comprehensive neighborhood redevelopment and revitalization. Other grants provided general operating support or supported fundraising events for organizations that primarily serve low- to moderate-income individuals and families

To provide perspective regarding the relative level of qualified community development investments, we allocated a portion of the bank's Tier One Capital to each AA based on its pro rata share of deposits as a means of comparative analysis. The dollar amount of the investments represents only 0.27 percent of the allocated portion of the bank's Tier One Capital in the Duluth, MN-WI MMA.

SERVICE TEST

Conclusions for Areas Receiving Full-Scope Reviews

The bank's performance under the service test in Duluth, MN-WI MMA is low satisfactory. Based on the full-scope review, the bank's performance in the Duluth, MN-WI MMA is adequate.

Retail Banking Services

Refer to Table 15 in the Duluth, MN-WI MMA section of Appendix D for the facts and data used to evaluate the distribution of the bank's branch delivery system and branch openings and closings.

BHB's branches are reasonably assessable to essentially all portions of the AA. The bank has a limited presence in the MMA and operates two full-service branch offices in the AA, one of which is located in a low-income geography; however, only 6.69 percent of the population lives in low-income geographies. The bank's services do not vary in any way that inconveniences certain portions of the AA, particularly low- and moderate-income individuals or geographies.

Banking hours and services do not vary in a way that inconveniences certain portions of the AA, particularly low- or moderate-income geographies or individuals.

BHB makes adequate use of alternative delivery systems through ATMs, telephone and on-line banking, electronic bill pay, and mobile banking options in the Duluth, MN-WI MMA. The bank's distribution of deposit-taking ATMs in low-income geographies exceeds the percentage of the population living within those geographies. The bank does not have any deposit-taking ATMs in moderate-income geographies.

BHB did not open or close any branches in the AA during the evaluation period, resulting in no impact to the overall service test rating.

Community Development Services

BHB's performance in providing community development services in the Duluth, MN-WI MMA is adequate. BHB has a limited presence in this MMA with limited staff. A BHB employee participated on one board, one committee, and one individual volunteer effort for an organization that 97 percent of their clientele consists of low- and moderate-income individuals. The organization's three main initiatives focus on homelessness, at risk youth, and early childhood literacy.

State Rating

State of Wisconsin

CRA Rating for Wisconsin⁶:	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:

- BHB had an excellent level of lending activity;
- BHB's distribution of loans among geographies is adequate. Performance for home mortgage loans is poor and small loans to businesses is good.
- BHB's distribution of home mortgage loans by income level of borrower and small loans to businesses of different sizes is good.
- The bank's excellent level of community development lending had a significantly positive impact on the bank's overall lending test rating.
- BHB's performance in qualified community development investments is good.
- BHB's branch distribution and level of community development services are excellent when taking into account the adjacent serving branches.

Description of Institution's Operations in Wisconsin

BHB has delineated 13 AAs within the state of Wisconsin. They include the Milwaukee-Waukesha-West Allis, Appleton, Eau Claire, Fond du Lac, Green Bay, Janesville, Madison, Oshkosh-Neenah, Racine, Sheboygan and Wausau, WI MSAs, LaCrosse county in the LaCrosse, WI-MN MMA as well as all non-MSA counties. This does not include the counties in the Duluth, MN-WI MMA, Minneapolis-St. Paul-Bloomington, MN-WI MMA and Lake County-Kenosha County, IL-WI MD that are included in multistate MSAs.

Prior to the acquisition of M&I, Harris N.A. had only the following five AAs: the entire Milwaukee-Waukesha-West Allis, WI MSA, Oconto county in the Green Bay, WI MSA, LaCrosse county in the LaCrosse, WI-MN MMA, the entire Sheboygan, WI MSA as well as the non-MSA counties of Crawford, Sauk, Shawano, and Vernon. For these areas, we evaluated

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

home mortgage loans and small loans to businesses and farms from January 1, 2009 through December 31, 2013 and community development loans; qualified investments; and community development and retail services from July 1, 2009 through December 31, 2013 for AAs that were part of the legacy HNA.

HNA's acquisition of M&I added the entire MSAs of Appleton, WI; Eau Claire, WI; Fond du Lac, WI; Janesville, WI; Oshkosh-Neenah, WI; Racine, WI; and Wausau, WI; added Brown and Kewaunee Counties in the Green Bay, WI MSA; and all remaining non-MSA WI counties. We evaluated home mortgage loans, small loans to businesses and farms, community development loans; qualified investments; and community development and retail services from July 5, 2011 through December 31, 2013.

Based on June 30, 2013 FDIC summary of deposit information, BHB has just over \$17.8 billion in deposits in the state, which represents 25.57 percent of the bank's total deposits. The bank made 41.29 percent of its evaluation period lending in this state

BHB has 242 office locations and 118 deposit taking ATMs within the state. The bank ranks second in deposit market share with 14.20 percent. Primary competitors include U.S. Bank N.A. with 19.40 percent, Associated Bank, N.A. with 9.2 percent and JPMorgan Chase Bank, N.A. with 9.22 percent. There are 276 FDIC-insured depository institutions within the bank's AAs.

Refer to the market profiles for the state of Wisconsin in Appendix C for detailed demographics and other performance context information for the AA that received a full-scope review.

Scope of Evaluation in Wisconsin

The Milwaukee-Waukesha-West Allis, WI MSA has 51.5 percent of the deposits within this rated area, which is the AA we selected for analysis using full-scope procedures and weighted most heavily in our overall conclusions. All other AAs were analyzed using limited-scope procedures. This was consistent for both the 2009 through 2011 analysis and the 2012 through 2013 analysis. We based our ratings primarily on the results of the area that received a full-scope review. We also gave greater consideration to the bank's performance in the 2012 through 2013 portion of the evaluation period because it was more reflective of the bank's current business environment and capacity. Please see the table in Appendix A for more information.

LENDING TEST

Conclusions for Areas Receiving Full-Scope Reviews

The bank's performance under the lending test in Wisconsin is outstanding. Based on the full-scope review, the bank's performance in the Milwaukee-Waukesha-West Allis, WI MSA is excellent. We placed more weight on home refinance loans as the bank originated more home refinance loans than the other two product types combined.

Lending Activity

Lending volume is excellent in the state of Wisconsin. BHB's deposit market share for Milwaukee-Waukesha-West Allis, WI MSA is 16.30 percent and the bank is ranked second (out of 56 deposit-taking entities or top 2 percent). For home purchase loans, the bank is ranked seventh (out of 300 lenders or top 2 percent) with a 2.91 percent market share. For home improvement loans, the bank is ranked tenth (out of 112 lenders or top 9 percent) with a 2.78 percent market share. For home refinance loans, the bank is ranked sixth (out of 410 lenders or top 1 percent) with a 2.88 percent market share. BHB's market share for small loans to business is 5.05 percent and ranked fifth (out of 99 lenders or top 5 percent). There are over 380 non-depository mortgage lenders in the AA and seven of the top ten small business lenders are nationwide lenders that have significant small business credit card portfolios. Refer to Table 1 Lending Volume in the state of Wisconsin section of Appendix D for the facts and data used to evaluate the bank's lending activity.

Distribution of Loans by Income Level of the Geography

BHB's overall geographic distribution by income level of geography is adequate in the state of Wisconsin. BHB's geographic distribution of home mortgage loans is poor and small loans to businesses is good.

Home Mortgage Loans

BHB's geographic distribution of home purchase loans and home improvement loans is excellent. Geographic distribution of home refinance loans is very poor.

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

2012 and 2013

Home Purchase

Geographic distribution of home purchase loans is excellent. The percentage of home purchase loans originated or purchased in low-income geographies is near to the percentage of owner-occupied housing units located in low-income geographies. The percentage of home purchase loans originated or purchased in moderate-income geographies exceeds the percentage of owner-occupied housing units located in moderate-income geographies. The bank's market share for home purchase loans in both low- and moderate-income geographies exceeds the bank's overall geographic home purchase loan market share.

Home Improvement

Geographic distribution of home improvement loans is excellent. The percentage of home improvement loans originated or purchased in low-income geographies exceeds the percentage of owner-occupied housing units located in low-income geographies. The

percentage of home improvement loans originated or purchased in moderate-income geographies is near to the percentage of owner-occupied housing units located in moderate-income geographies. The bank's market share for home improvement loans in both low- and moderate-income exceeds the bank's overall geographic home improvement loan market share.

Home Refinance

Geographic distribution of home refinance loans is very poor. The percentage of home refinance loans originated or purchased in both low- and moderate-income geographies is significantly below the percentage of owner-occupied housing units located in those geographies. The bank's market share for home refinance loans in both low- and moderate-income geographies is poor as the bank's market share in those geographies is well below the bank's overall home refinance loan market share.

2009 through 2011

The bank's geographic distribution of home purchase and home improvement loans for 2009, 2010, and 2011 is weaker than the bank's geographic distribution of home purchase and home improvement loans for 2012 and 2013 due to lower lending penetration and market share performance for the Milwaukee-Waukesha-West Allis, WI MSA. The bank's geographic distribution of home refinance loans for 2009, 2010, and 2011 was not inconsistent with the bank's geographic distribution of home refinance loans for 2012 and 2013.

Small Loans to Businesses

Geographic distribution of small loans to businesses in the Milwaukee-Waukesha-West Allis, WI MSA is good. Refer to Table 6 in the state of Wisconsin section of Appendix D for the facts and data used to evaluate the geographic distribution of the bank's origination and purchase of small loans to businesses.

2012 and 2013

BHB's geographic distribution of small loans to businesses is good. The percentage of small loans to businesses originated or purchased in low- and moderate-income geographies is below the percentage of small loans to businesses located in low- and moderate-income geographies. Excellent market share performance elevated otherwise adequate distribution of small loans to businesses to the overall good level. The bank's market share for small loans to businesses in low- and moderate-income geographies exceeds the bank's overall small loans to business market share.

2009 through 2011

The bank's geographic distribution of small loans to businesses for 2009, 2010, and 2011 is not inconsistent with the bank's geographic distribution of small loans to businesses for 2012 and 2013.

Lending Gap Analysis

We analyzed BHB geographic lending patterns throughout the AA and we found no unexplained lending gaps.

Distribution of Loans by Income Level of the Borrower

BHB's overall distribution of loans to borrowers of different income levels is good in the state of Wisconsin. The bank's borrower distribution of home mortgage loans and small loans to businesses is good.

Home Mortgage Loans

Borrower distribution of home purchase and home improvement loans in the Milwaukee-Waukesha-West Allis, WI MSA is excellent. Borrower distribution of home refinance loans in the Milwaukee-Waukesha-West Allis, WI MSA is good. Refer to Tables 8, 9, and 10 in the state of Wisconsin section of Appendix D for the facts and data used to evaluate the borrower distribution of the bank's home mortgage loan originations and purchases.

2012 and 2013

Home Purchase

The bank's borrower distribution of home purchase loans is excellent. The percentage of home purchase loans originated or purchased to low- and moderate-income borrowers exceeds the percentage of those families located in the AA. Overall market share performance is also excellent. The bank's market share for home purchase loans to low-income borrowers exceeds the bank's overall home purchase loan market share. The bank's market share for home purchase loans to moderate-income borrowers is near to the bank's overall home purchase loan market share.

Home Improvement

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

Home Refinance

The bank's borrower distribution of home refinance loans is good. Adequate distribution of loans to low-income borrowers is offset by excellent distribution to moderate-income borrowers. The percentage of home refinance loans originated or purchased to low-income borrowers is below the percentage of low-income families located in the AA. The percentage of home refinance loans originated or purchased to moderate-income borrowers exceeds the

percentage of moderate-income families located in the AA. The bank's market share for home refinance loans to low- and moderate-income borrowers exceeds the bank's overall home refinance loan market share.

2009 through 2011

The bank's borrower distribution for home purchase, home improvement and home refinance loan performance for 2009, 2010, and 2011 is not inconsistent with the bank's borrower distribution performance for home purchase, home improvement and home refinance loan performance for 2012 and 2013.

Small Loans to Businesses

Borrower distribution of small loans to businesses in the Milwaukee-Waukesha-West Allis, WI MSA is good. Refer to Table 11 in the state of Wisconsin section of Appendix D for the facts and data used to evaluate the borrower distribution of the bank's origination and purchase of small loans to businesses.

2012 and 2013

The percentage of small loans to businesses originated or purchased to businesses with revenues of \$1 million or less is below the percentage of small businesses located in the AA. This adequate performance is elevated to an overall good level because of excellent market share performance. The bank's market share for small loans to businesses with revenues of \$1 million or less exceeds the bank's overall small business loan market share.

2009 through 2011

The bank's borrower distribution of small loans to businesses with revenues of \$1 million or less for 2009, 2010, and 2011 was weaker than the borrower distribution performance for small loans to businesses with revenues of \$1 million or less for 2012 and 2013. In 2009, 2010, and 2011 the bank's lending penetration was lower in the Milwaukee-Waukesha-West Allis, WI MSA

Community Development Lending

Community development lending is a significantly positive factor on the lending test conclusion in the state of Wisconsin. The level of community development lending in the Milwaukee-Waukesha-West Allis, WI MSA is excellent. The bank originated 28 affordable housing community development loans totaling over \$116.2 million. These loans facilitated the creation or redevelopment of 1,236 affordable housing units. BHB originated 41 loans totaling \$96.9 million to facilitate qualified community development services. In addition, BHB originated eight economic development loans totaling \$23.2 million and three loans totaling over \$20.6 million in area revitalization and stabilization.

To provide perspective regarding the relative level of community development lending, we allocated a portion of the bank's Tier One Capital to each AA based on its pro rata share of deposits as a means of comparative analysis. The bank's level of community development

lending in the Milwaukee- Waukesha- West Allis, WI MSA equaled 19.54 percent of allocated Tier One Capital.

Refer to Table 1 Lending Volume in the state of Wisconsin section of Appendix D for the facts and data used to evaluate the bank's level of community development lending. This table includes all CD loans, including multifamily loans that also qualify as CD loans. In addition, Table 5 includes geographic lending data on all multifamily loans, including those that also qualify as CD loans. Table 5 does not separately list CD loans.

Product Innovation and Flexibility

BHB makes limited use of innovative and flexible lending programs. This had a neutral impact on the lending test conclusion.

Conclusions for Areas Receiving Limited-Scope Reviews

Based on limited-scope reviews, the bank's performance under the lending test in the Appleton, WI MSA, Green Bay, WI MSA, Janesville, WI MSA, LaCrosse, WI-MN MMA, Madison, WI MSA, Racine, WI MSA, Sheboygan, WI MSA, Wausau, WI MSA, and the non-MSA AAs is not inconsistent with the bank's overall outstanding performance under the lending test in the state of Wisconsin. In the Eau Claire, WI MSA, Fond du Lac, WI MSA, and Oshkosh-Neenah, WI MSA the bank's performance is weaker than the bank's overall performance in the state of Wisconsin. For the Eau Claire, WI MSA and Fond du Lac, WI MSA, the geographic distribution of home mortgage and small loans to businesses was weaker. For the Oshkosh-Neenah, WI MSA borrower distribution of home mortgage and small loans to businesses was weaker. Refer to Tables 1 through 12 in the state of Wisconsin section of Appendix D for the facts and data that support these conclusions.

INVESTMENT TEST

Conclusions for Areas Receiving Full-Scope Reviews

The bank's performance under the investment test in the state of Wisconsin is high satisfactory. Based on the full-scope review, the bank's performance in the Milwaukee-Waukesha-West Allis, WI AA is excellent. Performance in the limited-scope AA had a negative impact on the overall state rating. Refer to Table 14 in the state of Wisconsin section of Appendix D for the facts and data used to evaluate the bank's level of qualified investments.

BHB exhibited an excellent level of responsiveness to the community investment needs in the Milwaukee-Waukesha-West Allis, WI MSA. The volume of qualified community development investments for the evaluation period in the Milwaukee-Waukesha-West Allis, WI MSA is good. Prior period qualified investments continue to have ongoing benefit to the identified needs in the AA. BHB's investments in the Milwaukee-Waukesha-West Allis, WI MSA include 31 qualified investments totaling \$76.9 million, 240 grants and contributions totaling \$3.3 million, and four bonds and securities totaling almost \$1 million that directly and positively affect this AA. The bank entered into a variety of investments during the exam cycle that include investments in Low-Income Housing Tax Credit projects, private equity funds, as well as

contributions to local nonprofit organizations. These investments were highly responsive to the identified community development needs in the AA. In addition, the bank has over \$31 million in unfunded commitments.

To provide perspective regarding the relative level of qualified community development investments, we allocated a portion of the bank's Tier One Capital to each AA based on its pro rata share of deposits as a means of comparative analysis. The dollar amount of the investments, not including unfunded commitments, represents 6.16 percent of Tier One Capital allocated to the Milwaukee-Waukesha-West Allis, WI MSA.

Conclusions for Area Receiving Limited-Scope Reviews

Based on limited-scope reviews, the bank's performance under the investment test in the Fond du Lac, WI MSA, Madison, WI MSA, Oshkosh-Neenah, WI MSA and Racine, WI MSA areas is stronger than the bank's overall high satisfactory performance in the state of Wisconsin. The volume of qualified investments made in these areas as a percent of allocated Tier One Capital is more than the volume of investments made, as a percent of Tier One Capital, in the state. BHB's performance in the Janesville, WI MSA and the Wisconsin non-MSA areas is not inconsistent with the bank's overall performance in the state. The bank's performance in the Appleton, WI MSA, Eau Claire, WI MSA, Green Bay, WI MSA, LaCrosse, WI-MN MMA, Sheboygan, WI MSA, and Wausau, WI MSA areas is weaker than the bank's overall performance in the state. The volume of qualified investments made in these areas as a percent of allocated Tier One Capital is significantly less than the volume of investments made, as a percent of Tier One Capital, in the state. The investment test performance in the limited-scope areas had a negative impact on the bank's overall investment test rating for the state of Wisconsin. Refer to the Table 14 in the state of Wisconsin section of Appendix D for the facts and data that support these conclusions.

SERVICE TEST

Conclusions for Areas Receiving Full-Scope Reviews

The bank's performance under the service test in Wisconsin is outstanding. Based on the full-scope review, the bank's performance in the Milwaukee-Waukesha-West Allis, WI MSA is excellent.

Retail Banking Services

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

BHB's branches are readily accessible to essentially all portions of the AA. The bank operates 74 full-service branch offices in the Milwaukee-Waukesha-West Allis, WI MSA. The bank's distribution of branches in low-income geographies is below the percentage of the population living within those geographies. However, three branches located in middle-income geographies are within one mile of low-income geographies. The bank's distribution of

branches in moderate-income geographies is near to the percentage of the population living within those geographies. Eleven branches located in middle-income geographies are within one mile of moderate-income geographies. Taking into account the adjacent serving branches, access to banking services in low- and moderate-income geographies is considered excellent. The bank's services do not vary in a way that inconveniences the AA, particularly low- and moderate- income individuals or low- and moderate-income geographies.

Banking hours do not vary in a way that negatively affects low- or moderate-income geographies or people and provide reasonable accommodation to the bank's entire AA. BHB offers a wide range of traditional deposit and banking products.

BHB makes adequate use of alternative delivery systems through ATMs, telephone and on-line banking, electronic bill pay, and mobile banking options. The bank operates 52 deposit-taking ATMs in the Milwaukee-Waukesha-West Allis, WI MSA. The percentage of deposit-taking ATMs in low- income geographies is well below and moderate-income geographies is near to the percentage of the population in those geographies.

BHB's record of opening and closing of branches has not affected the accessibility of its delivery systems, particularly in low- and moderate-income geographies or to low- and moderate-income individuals. BHB closed 21 branches, only one of which was in a moderate-income geography. Eighteen of the branch closings were the result of branches that were in close proximity to each other because of BHB's 2011 acquisition of M&I.

Community Development Services

BHB's level of community development services is excellent in the state of Wisconsin. The bank's level of community development services in the Milwaukee-Waukesha-West Allis, WI MSA is excellent. Community development services have a positive impact on the service test.

BHB conducted 97 financial education events at various local community and nonprofit organizations targeted to low- and moderate-income individuals in the Milwaukee-Waukesha-West Allis, WI MSA. These educational programs were very responsive to community development needs especially during the recent real estate recession. Local BHB management members were actively involved in providing leadership to 15 different community organizations. During the evaluation period, bank personnel participated on 12 boards; 11 committees; 4 times in advisory roles, and 8 different community development volunteer activities.

Conclusions for Areas Receiving Limited-Scope Reviews

Based on limited-scope reviews, the bank's performance under the service test in the Appleton, WI MSA, Green Bay, WI MSA, Janesville, WI MSA, and the Wausau, WI MSA was not inconsistent with the service test performance in the state of Wisconsin. The bank's performance under the service test in the Eau Claire, WI MSA, Fond du Lac, WI MSA, LaCrosse, WI-MN MMA, Madison, WI MSA, Oshkosh-Neenah, WI MSA, Racine, WI MSA, Sheboygan, WI MSA, and the Wisconsin non-MSA areas is weaker than the bank's overall performance in the state of Wisconsin. The performance is weaker due to the differences in

branch distribution. The bank's performance in these limited-scope areas did not have a significant impact on the bank's overall service test performance rating for the state of Wisconsin. Refer to Table 15 in the state of Wisconsin section of Appendix D for the facts and data that support these conclusions.

State Rating

State of Indiana

CRA Rating for Indiana⁷:	Outstanding
The lending test is rated:	Outstanding
The investment test is rated:	Outstanding
The service test is rated:	High Satisfactory

The major factors that support this rating include:

- BHB's distribution of loans among geographies is adequate. Performance for home mortgage loans is adequate and small loans to businesses is good.
- BHB's distribution of loans by income level of borrower is excellent. Performance for home mortgage loans is excellent and small loans is good.
- The bank's excellent level of community development lending had a significantly positive impact on the bank's overall lending test rating.
- BHB's level of qualified community development investments is excellent.
- BHB's branch distribution and level of community development services are good.

Description of Institution's Operations in Indiana

BHB has delineated five AAs within the state of Indiana. The following four AAs: Four counties in the Indianapolis-Carmel, IN MSA (Hamilton, Hendricks, Marion and Morgan), Kokomo and Terre Haute, IN MSAs and the non-MSA counties of Cass, Grant and Wayne were evaluated from January 1, 2009 through December 31, 2013. We completed two sets of analysis on these areas to take into consideration the 2010 census changes for the 2012 and 2013 portion of the evaluation period.

The acquisition of M&I added Boone, Hancock, Johnson and Shelby counties in the Indianapolis-Carmel, IN MSA, the Anderson, IN MSA and Rush county in the non-MSA areas. We evaluated lending in these areas from January 1, 2012 to December 31, 2013 only. The state of Indiana rating does not include the Gary, IN MMA counties that are included in multistate MSA analysis.

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

Based on June 30, 2013 FDIC summary of deposit information, BHB has just over \$2.5 billion in deposits in the state, which represents 3.64 percent of the bank's total deposits. The bank made 5.99 percent of its evaluation period lending in the state.

BHB has 58 office locations and 54 deposit taking ATMs within the state. The bank ranks fifth in deposit market share with 6.02 percent. Primary competitors include JPMorgan Chase Bank, N.A. with 20.79 percent, PNC Bank, N.A. with 17.44 percent, and Fifth Third Bank with 8.93 percent and The Huntington National Bank with 6.77 percent deposit market share. There are 66 FDIC-insured depository institutions within the bank's AAs.

Refer to the market profiles for the state of Indiana in Appendix C for detailed demographics and other performance context information for the AA that received a full-scope review.

Scope of Evaluation in Indiana

The Indianapolis-Carmel, IN MSA has the substantial majority of deposits within this rated area with 81.66 percent, which is the AA we selected for analysis using full-scope procedures and weighted most heavily in our overall conclusions. All other AAs were analyzed using limited scope procedures. We based our ratings primarily on the results of the area that received a full scope review. Please see the table in Appendix A for more information.

LENDING TEST

Conclusions for Areas Receiving Full-Scope Reviews

The bank's performance under the lending test in Indiana is outstanding. Based on the full-scope review, the bank's lending performance in the Indianapolis-Carmel, IN MSA is excellent.

Lending Activity

Lending volume in the Indianapolis-Carmel, IN MSA is excellent. BHB is ranked fifth in deposit market share for Indianapolis-Carmel, IN MSA (top eight percent). For home purchase loans, the bank is ranked 30th (top eight percent). For home improvement loans, the bank is ranked 26th (top 20 percent). For home refinance loans, the bank is ranked 15th with a 0.97 percent market share (top four percent). For small loans to businesses, the bank is ranked seventh (top seven percent). There are over 330 non-depository mortgage lenders in the AA and five of the top ten small business lenders are nationwide lenders that have significant small business credit card portfolios.

Refer to Tables 1 Lending Volume in the state of Indiana section of Appendix D for the facts and data used to evaluate the bank's lending activity.

Distribution of Loans by Income Level of the Geography

BHB's overall geographic distribution by income level of geography is adequate in the state of Indiana. BHB had adequate geographic distribution of home mortgage loans and good geographic distribution of small loans to businesses in the state of Indiana.

Home Mortgage Loans

BHB's geographic distribution of home purchase and home improvement loans in the Indianapolis-Carmel, IN MSA is adequate. The geographic distribution of home refinance loans in the MSA is poor. Refer to Tables 2, 3, and 4 in the state of Indiana section of Appendix D for the facts and data used to evaluate the geographic distribution of the bank's home mortgage loan originations and purchases.

2012 and 2013

Home Purchase

The bank's geographic distribution of home purchase loans is adequate. The percentage of home purchase loans originated or purchased in low-income geographies is significantly below the percentage of owner-occupied housing units located in low-income geographies. This very poor performance in low-income geographies is offset by the excellent performance in moderate-income areas. The percentage of home purchase loans originated or purchased in moderate-income geographies exceeds the percentage of owner-occupied housing units located in moderate-income geographies. An analysis of the bank's market share would not be meaningful as BHB had only 0.51 percent of the geographic home purchase lending market in this AA.

Home Improvement

The bank's geographic distribution of home improvement loans is adequate. Poor performance in low-income geographies is enhanced by the adequate performance in moderate-income geographies. The percentage of home improvement loans originated or purchased in low-income geographies is well below to the percentage of owner-occupied housing units located in low-income geographies. The percentage of home improvement loans originated or purchased in moderate-income geographies is below the percentage of owner-occupied housing units located in moderate-income geographies. An analysis of the bank's market share would not be meaningful as BHB had only 0.85 percent of the geographic home improvement lending market in this AA.

Home Refinance

The bank's geographic distribution of home refinance loans is poor. The percentage of home refinance loans originated or purchased in low-income geographies is significantly below the percentage of owner-occupied housing units located in low-income geographies. This very poor performance in low-income geographies is partially offset by adequate performance in the moderate-income areas to result in an overall conclusion of poor performance. The percentage of home refinance loans originated or purchased in moderate-income geographies

is below the percentage of owner-occupied housing units located in moderate-income geographies. An analysis of the bank's market share would not be meaningful as BHB had only 0.97percent of the geographic home refinance lending market in this AA.

2009 through 2011

The bank's geographic distribution of home purchase, home improvement, and home refinance loans for 2009, 2010, and 2011 is weaker than the bank's geographic distribution of home purchase, home improvement, and home refinance loans for 2012 and 2013. In 2009, 2010, and 2011 the bank's lending penetration and market share performance in low- and moderate-income geographies was significantly lower in the Indianapolis-Carmel, IN MSA.

Small Loans to Businesses

BHB's geographic distribution of small loans to businesses in the Indianapolis-Carmel, IN MSA is good. Refer to Table 6 in the state of Indiana section of Appendix D for the facts and data used to evaluate the geographic distribution of the bank's origination and purchase of small loans to businesses.

2012 and 2013

The bank's geographic distribution of small loans to businesses is good. The percentage of small loans to businesses originated or purchased in low- and moderate-income geographies is below the percentage of small businesses located in those geographies. This otherwise adequate performance is enhanced by excellent market share performance in both the low- and moderate-income geographies. The bank's market share for small loans to businesses in low-income geographies exceeds the bank's overall small loans to businesses market share. The bank's market share for small loans to businesses in moderate-income geographies substantially meets the bank's overall small business loan market share.

2009 through 2011

The bank's geographic distribution of small loans to businesses for 2009, 2010, and 2011 is weaker than the bank's geographic distribution of small loans to businesses for 2012 and 2013. In 2009, 2010, and 2011 the bank's lending penetration and market share performance in low- and moderate-income geographies was adequate for the Indianapolis-Carmel, IN MSA.

Lending Gap Analysis

We analyzed BHB geographic lending patterns throughout the AA and we found no unexplained lending gaps.

Distribution of Loans by Income Level of the Borrower

BHB's overall distribution of loans to borrowers of different income levels reflects excellent distribution in the state of Indiana. The bank's borrower distribution of home mortgage loans is excellent and the borrower distribution of small loans to businesses is good.

Home Mortgage Loans

BHB's distribution of home purchase, home improvement and home refinance loans among individuals of different income levels in the Indianapolis-Carmel, IN MSA is excellent. Refer to Tables 8, 9 and 10 in the state of Indiana section of Appendix D for the facts and data used to evaluate the borrower distribution of the bank's home mortgage loan originations and purchases.

2012 and 2013

Home Purchase

The bank's borrower distribution of home purchase loans is excellent. The percentage of home purchase loans originated or purchased to low-income borrowers approximates the percentage of low-income families located in the AA. The percentage of home purchase loans originated or purchased to moderate-income borrowers exceeds the percentage of moderate-income families located in the AA. An analysis of the bank's market share would not be meaningful as BHB had only 0.58 percent of the borrower home purchase lending market in this AA.

Home Improvement

The bank's borrower distribution of home improvement loans is excellent. The percentage of home improvement loans originated or purchased to low- and moderate-income borrowers exceeds the percentage of low- and moderate-income families located in the AA. An analysis of the bank's market share would not be meaningful as BHB had only 0.88 percent of the borrower home improvement lending market in this AA.

Home Refinance

The bank's borrower distribution of home refinance loans is excellent. The percentage of home refinance loans originated or purchased to low-income borrowers is near to the percentage of low-income families located in the AA. The percentage of home refinance loans originated or purchased to moderate-income borrowers exceeds the percentage of moderate-income families located in the AA. The bank's market share for home refinance loans to both low- and moderate-income borrowers exceeds the bank's overall home refinance loan market share.

2009 through 2011

The bank's borrower distribution for 2009, 2010, and 2011 home purchase and home refinance loans to low- and moderate-income borrowers was not inconsistent with the borrower distribution performance for home purchase and home refinance loans for 2012 and 2013. An analysis of home improvement loans for 2009, 2010, and 2011 would not be meaningful as BHB originated or purchased only 10 home improvement loans.

Small Loans to Businesses

Borrower distribution of small loans to businesses in the Indianapolis-Carmel, IN MSA is good. Refer to Table 11 in the state of Indiana section of Appendix D for the facts and data used to evaluate the borrower distribution of the bank's origination and purchase of small loans to businesses.

2012 and 2013

BHB's borrower distribution of small loans to businesses is good. The percentage of small loans to businesses originated or purchased is near to the percentage of small businesses located in the AA. The bank's market share for small loans to businesses exceeds the bank's overall business loan market share.

2009 through 2011

BHB's borrower distribution of small loans to businesses for 2009, 2010, and 2011 was not inconsistent with the borrower distribution performance for small loans to businesses for 2012 and 2013.

Community Development Lending

Community development lending had a significantly positive impact on the lending test conclusion in the state of Indiana. The level of community development lending in the Indianapolis-Carmel, IN MSA is excellent. BHB originated 15 affordable housing community development loans for almost \$85.2 million. These loans facilitated the creation or redevelopment of 865 affordable housing units. The bank extended two other community development loans in loan consortium pools for affordable housing totaling \$2.4 million. The bank extended nine loans totaling \$6.1 million to facilitate qualified community development services within their designated Indianapolis-Carmel, IN MSA AA. BHB extended one community development loan for \$1.0 million to revitalize and stabilize a moderate-income geography. In addition, the bank extended two economic development loans for \$4.1 million within the Indianapolis-Carmel, IN MSA AA.

To provide perspective regarding the relative level of community development lending, we allocated a portion of the bank's Tier One Capital to each AA based on its pro rata share of deposits as a means of comparative analysis. The bank's level of community development lending in the Indianapolis-Carmel, IN MSA equaled 33.28 percent of allocated Tier One Capital.

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

Product Innovation and Flexibility

BHB makes limited use of innovative and flexible lending programs. This had a neutral impact on the lending test conclusion.

Conclusions for Areas Receiving Limited-Scope Reviews

Based on limited-scope reviews, the bank's overall performance under the lending test in the Anderson, IN MSA, Terre Haute, IN MSA, and Kokomo, IN MSA is weaker than the bank's overall outstanding performance under the lending test in the state of Indiana. For Anderson, IN MSA and Kokomo, IN MSA this was primarily due to the lack of community development lending in those AAs. In the Terre Haute, IN MSA, the bank's geographic distribution of loans was weaker. The bank's performance under the lending test in the combined Indiana non-MSA areas is not inconsistent with the bank's overall outstanding performance under the lending test in Indiana. Refer to the Tables 1 through 12 in the state of Indiana section of Appendix D for the facts and data that support these conclusions.

INVESTMENT TEST

Conclusions for Areas Receiving Full-Scope Reviews

The bank's performance under the investment test in the state of Indiana is outstanding. Based on the full-scope review, the bank's performance in the Indianapolis-Carmel, IN MSA is excellent. Refer to Table 14 in the state of Indiana section of Appendix D for the facts and data used to evaluate the bank's level of qualified investments.

BHB exhibited excellent responsiveness to the community development investment needs in the Indianapolis-Carmel, IN MSA. The volume of current period investments is also excellent. BHB made nine investments totaling over \$18.9 million during the evaluation period. We also took into consideration the bank's qualified investment activity from prior periods with monies still outstanding and those investment commitments in place. These prior period investments continue to demonstrate an ongoing commitment to meet identified needs of the AA. BHB had six investments still outstanding totaling over \$4.3 million. We gave positive consideration for qualified broader statewide or regional area investments made during the evaluation period. These investments primarily included LIHTC funds and school bonds where the majority of the students were eligible for free and reduced lunch programs. The bank also invested in many community organizations with 64 grants totaling \$612 thousand that supported community development service activities used primarily for area educational needs. In addition, the bank has over \$5 million in unfunded commitments.

To provide perspective regarding the relative level of qualified community development investments, we allocated a portion of the bank's Tier One Capital to each AA based on its pro rata share of deposits as a means of comparative analysis. The dollar amount of the current and prior period investments, not including unfunded commitments, represents 8.06 percent of the allocated portion of the bank's Tier One Capital in the Indianapolis-Carmel, IN MSA.

Conclusions for Area Receiving Limited-Scope Reviews

Based on limited-scope reviews, the bank's performance under the investment test in the Terre Haute, IN MSA is not inconsistent with the bank's overall outstanding performance under the investment test in the state of Indiana. The bank's performance in the Anderson, IN MSA, Kokomo, IN MSA, and non-MSA areas is weaker than the bank's overall outstanding performance under the investment test in the state of Indiana. The volume of qualified investments made in each of the limited-scope areas was very poor and significantly less than the volume of investments made in the state of Indiana. The investment test performance in the limited-scope areas did not have a significant impact on the bank's overall investment test rating for the state of Indiana. Refer to the Table 14 in the state of Indiana section of Appendix D for the facts and data that support these conclusions.

SERVICE TEST

Conclusions for Areas Receiving Full-Scope Reviews

The bank's performance under the service test in Indiana is high satisfactory. Based on the full-scope review, the bank's performance in the Indianapolis-Carmel, IN MSA is good.

Retail Banking Services

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

BHB's branches are accessible to essentially all portions of the AA. The bank operates 37 full-service branch offices in the Indianapolis-Carmel, IN MSA. Although BHB does not have any branches located in the low-income geographies, one branch is located in a middle-income tract is within one mile of low-income geographies. The bank's distribution of branches in moderate-income geographies exceeds the percentage of the population living within those geographies. We placed more weight to branch distribution in moderate-income geographies because only 8.63 percent of the population lives in low-income areas. The bank's services do not vary in any way that inconveniences the AA, particularly low- and moderate-income individuals or low- and moderate-income geographies.

Banking hours do not vary in a way that inconveniences certain portions of the AA, particularly low- or moderate-income individuals or geographies. BHB offers a wide range of traditional deposit and banking products.

BHB makes adequate use of alternative delivery systems through ATMs, telephone and on-line banking, electronic bill pay, and mobile banking options. The bank did not have any deposit-taking ATMs in low-income geographies. The bank's distribution of deposit-taking ATMs in moderate-income geographies exceeds the percentage of the population living within those geographies

BHB's record of opening and closing of branches generally has not adversely affected the accessibility of its delivery systems, particularly in low- and moderate-income geographies or

to low- and moderate-income individuals. BHB closed six branches, only one of which was in a moderate-income geography. These branch closings were former M&I branches that were in close proximity to existing BHB branch locations as the result of BHB's 2011 acquisition.

Community Development Services

BHB's level of community development services is good in the state of Indiana. The bank's level of community development services in the Indianapolis-Carmel, IN MSA is good.

BHB conducted over 40 home ownership seminars, including six focused on foreclosure-prevention. These financial education programs were very responsive to community development needs of the community especially during the recent real estate recession. The bank recorded over 2,400 participants in the home ownership and foreclosure-prevention seminars at various local community and nonprofit organizations that were targeted to low- and moderate-income individuals. In addition, the bank conducted over 25 financial education seminars with various local community and municipal organizations. These classes provided instruction primarily on basic banking functions. Over 600 community members participated in these financial education seminars.

Local BHB management members were actively involved in providing leadership to 23 different community organizations. Bank personnel participated on 8 boards; 17 committees; 4 times in advisory roles; and 16 different community development volunteer activities.

Conclusions for Areas Receiving Limited-Scope Reviews

Based on limited-scope reviews, the bank's performance under the service test in the Kokomo, IN MSA and non-MSA IN areas is stronger than the bank's overall performance in the state of Indiana. The bank's branch distribution in low- and moderate-income geographies in these AAs was excellent. In the Anderson, IN MSA and Terre Haute, IN MSA the bank's performance under the service test is weaker than the bank's overall performance in the state of Indiana. The bank's branch distribution in these AAs was poor. The bank's performance in these limited-scope areas did not have a significant impact on the bank's overall service test performance rating for the state of Indiana. Refer to Table 15 in the state of Indiana section of Appendix D for the facts and data that support these conclusions.

State Rating

State of Arizona

CRA Rating for Arizona:	Outstanding
The lending test is rated:	Outstanding
The investment test is rated:	Outstanding
The service test is rated:	High Satisfactory

The major factors that support this rating include:

- BHB's distribution of loans among geographies is adequate. Performance for home mortgage loans is poor and small loans to businesses is excellent.
- BHB's distribution of loans by income level of borrower is excellent. Performance for home mortgage loans is excellent and small loans to businesses is good.
- BHB has a significantly positive level of CD lending which elevated otherwise good performance under the lending test to the excellent level.
- BHB's level of qualified community development investments is excellent.
- BHB's branch distribution is good and level of qualified community development services is adequate.

Description of Institution's Operations in Arizona

BHB has delineated three AAs within the state of Arizona. They include the entire Phoenix-Mesa-Glendale, Prescott, and Tucson, AZ MSAs.

Based on June 30, 2013 FDIC summary of deposit information, BHB has just under \$2.6 billion in deposits in the state, which represents 3.67 percent of the bank's total deposits. The bank made 6.33 percent of its evaluation period lending in the state.

BHB has 53 office locations and 45 deposit-taking ATMs within the state. The bank ranks fifth in deposit market share with 3.09 percent. The top three competitors have over 72.50 percent of the market. The competitors include Wells Fargo Bank, N.A and JPMorgan Chase Bank, N.A. each with 26.43 percent market share, and Bank of America, N.A with 19.64 percent. There are 64 FDIC-insured depository institutions within the bank's AAs.

Refer to the market profiles for the state of Arizona in Appendix C for detailed demographics and other performance context information for the AA that received a full-scope review.

Scope of Evaluation in Arizona

The Phoenix-Mesa-Glendale, AZ MSA has the substantial majority of deposits within this rated area with 81.88 percent. We selected this AA for analysis using full-scope procedures and weighted most heavily in our overall conclusions. All other AAs were analyzed using limited scope procedures. We based our ratings primarily on the results of the area that received a full-scope review. This MSA became part of BHB's AAs as a result of the charter consolidation with THBNA on July 5, 2011. Therefore, the evaluation period covers approximately 2.5 years. Please see the table in Appendix A for more information.

LENDING TEST

Conclusions for Areas Receiving Full-Scope Reviews

The bank's performance under the lending test in state of Arizona is outstanding. Based on the full-scope review, the bank's performance in the Phoenix-Mesa-Glendale, AZ MSA is excellent. We weighted home mortgage loans and small loans to businesses equally when determining our conclusions.

Lending Activity

BHB's lending activity reflects an excellent responsiveness to the credit need of its AA considering its size, resources and deposit and lending market activity in the Phoenix-Mesa-Glendale, AZ MSA. BHB is ranked sixth in deposits out of 58 depository institutions (top 11 percent). BHB ranks 42nd in home mortgage loans (top four percent) and tenth in small loans to businesses (top seven percent). There are over 800 non-depository mortgage lenders in the AA and seven of the top ten small business lenders are nationwide lenders that have significant small business credit card portfolios. Refer to Table 1 Lending Volume in the Arizona section of Appendix D for the facts and data used to evaluate the bank's lending activity.

Distribution of Loans by Income Level of the Geography

BHB's overall geographic distribution of loans by income level of geography is adequate in the Phoenix-Mesa-Glendale, AZ MSA. BHB had poor distribution of home mortgage loans and excellent distribution of small loans to businesses.

Home Mortgage Loans

Geographic distribution of home purchase loans in the Phoenix-Mesa-Glendale, AZ MSA is adequate. Geographic distribution of home improvement loans in the Phoenix-Mesa-Glendale, AZ MSA is good. Geographic distribution of home refinance loans in the Phoenix-Mesa-Glendale, AZ MSA is poor. We gave more weight to the distribution in moderate-income geographies given the lower percentage of owner-occupied housing units in low-income geographies in the Phoenix-Mesa-Glendale, AZ MSA. Refer to Tables 2, 3, and 4 in the state of Arizona section of Appendix D for the facts and data used to evaluate the geographic distribution of the bank's home mortgage loan originations and purchases.

Home Purchase

The geographic distribution of home purchase loans is adequate. Poor performance in low-income geographies is enhanced by the adequate performance in moderate-income geographies. The percentage of home purchase loans originated or purchased in low-income geographies is well below the percentage of owner-occupied units in low-income geographies. The percentage of home purchase loans in moderate-income geographies is below the percentage of owner-occupied units in moderate-income geographies. An analysis of the bank's market share would not be meaningful as BHB had only 0.20 percent of the borrower home purchase lending market in this AA.

Home Improvement

The geographic distribution of home improvement loans is good. BHB did not originate or purchase any home improvement loans in low-income geographies. This very poor performance is offset by excellent performance in moderate-income geographies. The percentage of home improvement loans originated or purchased in moderate-income geographies exceeds the percentage of owner-occupied units in those geographies. An analysis of the bank's market share would not be meaningful as BHB had only 0.79 percent of the borrower home improvement lending market in this AA.

Home Refinance

The geographic distribution of home refinance loans is poor. The percentage of home refinance loans originated or purchased in low-income geographies is significantly below the percentage of owner-occupied units in those geographies. The percentage of home refinance loans originated or purchased in moderate-income geographies is below the percentage of owner-occupied units in moderate-income geographies. Very poor performance in low-income geographies offset adequate performance in moderate-income geographies. An analysis of the bank's market share would not be meaningful as BHB had only 0.35 percent of the borrower home refinance lending market in this AA.

Small Loans to Businesses

BHB's geographic distribution of small loans to businesses in the Phoenix-Mesa-Glendale, AZ MSA is excellent. The percentage of small loans to businesses made in low- and moderate-income geographies exceeds the percentage of businesses within those geographies. An analysis of the bank's market share would not be meaningful as BHB had only 0.68 percent of the small loans to businesses market in this AA.

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

Lending Gap Analysis

We analyzed BHB geographic lending patterns throughout the AA and we found no unexplained lending gaps.

Distribution of Loans by Income Level of the Borrower

BHB's overall distribution of loans to borrowers of different income levels is excellent in the Phoenix-Mesa-Glendale, AZ MSA. BHB had excellent borrower distribution of home mortgage loans and good distribution of small loans to businesses.

Home Mortgage Loans

BHB's distribution of home mortgage loans among individuals of different income levels in the Phoenix-Mesa-Glendale, AZ MSA is excellent. BHB's borrower distribution is good for home purchase loans and excellent for home improvement and home refinance loans. Refer to Tables 8, 9 and 10 in the state of Arizona section of Appendix D for the facts and data used to evaluate the borrower distribution of the bank's home mortgage loan originations and purchases.

Home Purchase

The borrower distribution of home purchase loans is good. The percentage of home purchase loans originated or purchased to low- and moderate-income borrowers is good when compared to the percentage of families defined as such. An analysis of the bank's market share would not be meaningful as BHB had only 0.21 percent of the borrower home purchase lending market in this AA.

Home Improvement

The borrower distribution of home improvement loans is excellent. The percentage of home improvement loans originated or purchased to low- and moderate-income borrowers exceeds the percentage of families defined as such. An analysis of the bank's market share would not be meaningful as BHB had only 0.82 percent of the borrower home improvement lending market in this AA.

Home Refinance

The borrower distribution of home refinance loans is excellent. Good distribution to low-income borrowers is enhanced by the excellent distribution to moderate-income borrowers. The percentage of home refinance loans originated or purchased to low-income borrowers is good when compared to the percentage of low-income families. The percent of home refinance loans to moderate-income borrowers exceeds the percentage of families defined as such. An analysis of the bank's market share would not be meaningful as BHB had only 0.41 percent of the borrower home refinance lending market in this AA.

Small Loans to Businesses

BHB's distribution of small loans to businesses of different revenue sizes in the Phoenix-Mesa-Glendale AZ MSA is good. The percentage of small loans to businesses of different revenue sizes is near to the percentage of businesses defined as such. The market share for small

loans made to businesses with revenue of \$1 million or less is near to its overall business market share.

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

Community Development Lending

Community development lending had a significantly positive impact on the lending test conclusion for the Phoenix-Mesa-Glendale, AZ MSA. BHB's level of community development lending in the Phoenix-Mesa-Glendale, AZ MSA is excellent and was responsive to the identified community development needs within the AA. BHB originated seven affordable housing community development loans for \$32.7 million. These loans facilitated the creation or redevelopment of more than 280 affordable housing units. The bank extended 15 loans totaling almost \$9.4 million to facilitate qualified community development services within their designated Phoenix-Mesa-Glendale, AZ MSA. BHB also extended one community development loan for \$2.7 million to revitalize a low-income geography.

To provide perspective regarding the relative level of community development lending, we allocated a portion of the bank's Tier One Capital to each AA based on its pro rata share of deposits as a means of comparative analysis. This represents 13.02 percent of the Tier One Capital allocated to the Phoenix-Mesa-Glendale AZ MSA.

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

Product Innovation and Flexibility

BHB makes limited use of innovative and flexible lending programs. This had a neutral impact on the lending test conclusion.

Conclusions for Areas Receiving Limited-Scope Reviews

Based on limited-scope reviews, the BHB's performance under the lending in the Tucson, AZ MSA and Prescott, AZ MSA is weaker than the bank's overall performance in the state of Arizona. For Tucson, AZ MSA, the geographic and borrower distribution of home mortgage loans was weaker and for Prescott, AZ MSA because BHB did not make any community development loans in the AA. Refer to the Tables 1 through 12 in the state of Arizona section of Appendix D for the facts and data that support these conclusions.

INVESTMENT TEST

Conclusions for Areas Receiving Full-Scope Reviews

The bank's performance under the investment test in Arizona is outstanding. Based on the full-scope review, the bank's performance in the Phoenix-Mesa-Glendale, AZ MSA is excellent. Performance in the limited-scope AAs had a neutral impact on the Investment test rating. Refer to Table 14 in the state of Arizona section of Appendix D for the facts and data used to evaluate the bank's level of qualified investments.

BHB exhibited excellent responsiveness to the community development needs in the Phoenix-Mesa-Glendale, AZ MSA. The volume of current period investments is also excellent considering the relatively short 2.5 year evaluation period. The bank made 15 current and prior period investments totaling \$14.3 million in the Phoenix-Mesa-Glendale, AZ MSA. These included equity equivalent investments in low-income housing tax credit funds and small business investment companies. BHB also made 91 grants to 46 community development organizations totaling \$395 thousand that supported affordable housing, economic development and community service needs within the AA. In addition, the bank has over \$3 million in unfunded commitments. Both current and prior qualified investments were very responsive to identified community development needs.

To provide perspective regarding the relative level of qualified community development investments, we allocated a portion of the bank's Tier One Capital to each AA based on its pro rata share of deposits as a means of comparative analysis. The dollar amount of the investments, not including unfunded commitments, represents 4.91 percent of the allocated portion of the bank's Tier One Capital in the Phoenix-Mesa-Glendale, AZ MSA.

Conclusions for Area Receiving Limited-Scope Reviews

Based on limited-scope reviews, the bank's performance under the investment test in the Tucson, AZ MSA is stronger than the bank's performance under the investment test in the state due to the higher relative level of investment activity. In the Prescott, AZ MSA, the bank's performance is weaker than the bank's performance in the state due to investments being limited to only a few grants and donations. Refer to the Table 14 in the state of Arizona section of Appendix D for the facts and data that support these conclusions.

SERVICE TEST

Conclusions for Areas Receiving Full-Scope Reviews

The bank's performance under the service test in the state of Arizona is high satisfactory. Based on the full-scope review, the bank's performance in the Phoenix-Mesa-Glendale, AZ MSA is good.

Retail Banking Services

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

Branch delivery systems are assessable to essentially all portions of the AA. Taking into account the adjacent serving branches, access to banking services in low- and moderate-income geographies is considered good. The bank operates 43 full-service branch offices in the AA. Although BHB does not have branches located in low-income geographies, two branches located in middle-income geographies are within one mile of low-income geographies. The bank's distribution of branches in moderate-income geographies is near to the percentage of the population living within the moderate-income geographies. In addition, six branches located in middle- and upper-income geographies are within one mile of moderate-income geographies. The bank's services do not vary in any way that inconveniences the AA, particularly low- and moderate-income individuals or low- or moderate-income areas.

Banking hours do not vary in a way that inconveniences certain portions of the AA, particularly low- and moderate-income geographies or individuals. BHB offers a wide range of traditional deposit and lending products. BHB makes adequate use of alternative delivery systems through ATMs, telephone and on-line banking, electronic bill pay, and mobile banking options.

BHB's record of opening and closing of branches generally has not adversely affected the accessibility of its delivery systems, particularly in low- and moderate-income geographies or to low- and moderate-income individuals. BHB closed five branches in the AA, all in middle- and upper-income geographies. These branch closings were former M&I branches that were in close proximity to existing BHB branch locations as the result of BHB's 2011 acquisition. These closures did not impact BHB's ability to serve low- and moderate-income persons or geographies.

Community Development Services

BHB's performance in providing community development services in the Phoenix-Mesa-Glendale, MSA is adequate. BHB conducted seven financial literacy classes to two organizations with 71 low- and moderate-income attendees from the bank's AA. In addition, 17 employees are active as board or committee members of 14 community development organizations whose programs target low- and moderate-income individuals and geographies within BHB's AA.

Conclusions for Areas Receiving Limited-Scope Reviews

Based on limited-scope reviews, the bank's performance under the service test in the Prescott, AZ MSA is not inconsistent with the bank's overall good performance under the service test in the state. In the Tucson, AZ MSA, the bank's performance under the service test is weaker than the bank's overall performance in the state. The bank's branch distribution in these AAs was adequate. Refer to Table 15 in the state of Arizona section of Appendix D for the facts and data that support these conclusions.

State Rating

State of Florida

CRA Rating for Florida:	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:

- BHB's distribution of loans among geographies is adequate. Performance for home mortgage loans is adequate and small loans to businesses is excellent.
- BHB's distribution of loans by income level of borrower is adequate. Performance for home mortgage loans and small loans to businesses are both adequate.
- BHB's level of qualified community development investments is excellent and responsive to AA needs.
- BHB's branch distribution and level of community development services are adequate.

Description of Institution's Operations in Florida

BHB has delineated seven AAs within the state of Florida. They include the entire North Port-Bradenton-Sarasota, Cape Coral-Ft. Myers, Naples-Marco Island, Punta Gorda and Tampa-St. Petersburg-Clearwater, FL MSAs, the entire West Palm Beach, FL MD and Lake, Orange and Seminole counties in the Orlando-Kissimmee-Sanford, FL MSA.

Based on June 30, 2013 FDIC summary of deposit information, BHB has just over \$1.3 billion in deposits in the state, which represents 1.88 percent of the bank's total deposits. The bank made 2.62 percent of its evaluation period lending in the state of Florida.

BHB has 34 office locations and 28 deposit-taking ATMs within the state. The bank ranks 18th in deposit market share with 3.09 percent. The top three competitors have almost 50.00 percent of the market and include Wells Fargo Bank, N.A with 18.79 percent, Bank of America, N.A with 17.05 percent and SunTrust Bank with 13.24 percent. There are 142 FDIC-insured depository institutions within the bank's AAs.

Refer to the market profiles for the state of Florida in Appendix C for detailed demographics and other performance context information for AAs that received a full-scope review.

Scope of Evaluation in Florida

The North Port-Bradenton-Sarasota, FL MSA has the largest percentage of deposits within this rated area with 35.17 percent, which is the AA we selected for analysis using full-scope procedures and weighted most heavily in our overall conclusions. All other AAs were analyzed using limited-scope procedures. We based our ratings primarily on the results of the area that received a full-scope review. This MSA became part of BHB's AAs as a result of the M&I acquisition on July 5, 2011. Therefore, the evaluation period covers approximately 2.5 years. Please see the table in Appendix A for more information.

LENDING TEST

Conclusions for Areas Receiving Full-Scope Reviews

The bank's performance under the lending test in Florida is low satisfactory. Based on the full-scope review, the bank's performance in the North Port-Bradenton-Sarasota, FL MSA is adequate.

Lending Activity

The bank's activity reflects excellent responsiveness to the credit need of its AAs within the state and the North Port-Bradenton-Sarasota, FL MSA. BHB is ranked ninth in deposits out of 43 depository institutions (top 20 percent). BHB ranks 30th in home mortgage loans (top five percent) and 14th in small loans to businesses (top 14 percent). There are over 620 non-depository mortgage lenders in the AA and seven of the top ten small business lenders are nationwide lenders that have significant small business credit card portfolios. We gave more weight to home purchase loan due to the larger number of loans in the category. Refer to Tables 1 Lending Volume in the state of Florida section of Appendix D for the facts and data used to evaluate the bank's lending activity.

Distribution of Loans by Income Level of the Geography

BHB's overall geographic distribution by income level of geography is adequate in the North Port-Bradenton-Sarasota, FL MSA. Geographic distribution of home mortgage loans is adequate and the geographic distribution of small loans to businesses is excellent.

Home Mortgage Loans

Geographic distribution of home purchase and refinance loans in the North Port-Bradenton-Sarasota, FL MSA is adequate. The bank did not originate enough home improvement loans to conduct a meaningful analysis. We gave more weight to the distribution in moderate-income geographies given the low percentage of owner-occupied housing units in low-income geographies in the AA. Refer to Tables 2, 3, and 4 in the state of Florida section of Appendix D for the facts and data used to evaluate the geographic distribution of the bank's home mortgage loan originations and purchases.

Home Purchase

The bank's geographic distribution of home purchase loans is adequate. The percentage of home purchase loans originated or purchased to low- and moderate-income borrowers is below the percentage of owner-occupied units located in those geographies. An analysis of the bank's market share would not be meaningful as BHB had only 0.83 percent of the geographic home purchase lending market in this AA.

Home Refinance

The bank's geographic distribution of home refinance loans is adequate. BHB did not originate or purchase any loans in low-income geographies. This very poor performance in low-income geographies is enhanced by the adequate performance in moderate-income geographies. The percentage of home refinance loans to moderate-income borrowers is below the percentage of owner-occupied units located in those geographies. An analysis of the bank's market share would not be meaningful as BHB had only 0.51 percent of the geographic home refinance lending market in this AA.

Small Loans to Businesses

BHB's geographic distribution of small loans to businesses in the North Port-Bradenton-Sarasota, FL MSA is excellent. The percentage of small loans to businesses originated or purchased in low- and moderate-income geographies exceeds the percentage of small businesses located in low- and moderate-income geographies. An analysis of the bank's market share would not be meaningful as BHB had only 0.75 percent of the small loans to businesses lending market in this AA.

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

Lending Gap Analysis

We analyzed BHB geographic lending patterns throughout the AA and we found no unexplained lending gaps.

Distribution of Loans by Income Level of the Borrower

BHB's distribution of loans to borrowers of different income levels is adequate in the North Port-Bradenton-Sarasota, FL MSA. BHB had an adequate borrower distribution of both home mortgage loans and small loans to businesses in the full-scope AA.

Home Mortgage Loans

Borrower distribution of home purchase and home refinance loans among individuals of different income levels is adequate. Refer to Tables 8, 9, and 10 in the state of Florida section of Appendix D for the facts and data used to evaluate the borrower distribution of the bank's home mortgage loan originations and purchases.

Home Purchase

The bank's borrower distribution of home purchase loans is adequate. The percentage of home purchase loans originated or purchased to low- and moderate-income borrowers is below the percentage of low- and moderate-income families located in the AA. An analysis of the bank's market share would not be meaningful as BHB had only 0.90 percent of the borrower home purchase lending market in this AA.

Home Refinance

The bank's borrower distribution of home refinance loans is adequate. Poor distribution to low-income borrowers is enhanced by the adequate performance to moderate-income borrowers. The percentage of home refinance loans originated or purchased to low-income borrowers is well below the percentage of low-income families located in the AA. The percentage of home refinance loans originated or purchased to moderate-income borrowers is below the percentage of moderate-income families located in the AA. An analysis of the bank's market share would not be meaningful as BHB had only 0.57 percent of the borrower home refinance lending market in this AA.

Small Loans to Businesses

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

Borrower distribution of small loans to businesses in the North Port-Bradenton-Sarasota, FL MSA is adequate. The bank's percentage of small loans to businesses with revenues of \$1 million or less is below the percentage of those businesses located in the AA. An analysis of the bank's market share would not be meaningful as BHB had only 0.75 percent of the small loans to businesses lending market in this AA.

Community Development Lending

Community development lending in the state of Florida had a neutral impact on the lending test conclusion. BHB made a low level of community development loans in the North Port-Bradenton-Sarasota, FL MSA. BHB originated three community development loans for \$350,000 during the evaluation period. These loans provided working capital to community groups that provide services to low- and moderate-income individuals and families.

To provide perspective regarding the relative level of community development lending, we allocated a portion of the bank's Tier One Capital to each AA based on its pro rata share of deposits as a means of comparative analysis. BHB's volume of CD lending represents 0.53 percent of Tier One Capital allocated to this AA.

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

Product Innovation and Flexibility

BHB makes limited use of innovative and flexible lending programs. This had a neutral impact on the lending test conclusion.

Conclusions for Areas Receiving Limited-Scope Reviews

Based on limited-scope reviews, performance under the lending test in the Orlando-Kissimmee-Sanford, FL MSA, Tampa-St. Petersburg-Clearwater, FL MSA, and the West Palm Beach, FL MD is not inconsistent with the bank's overall performance in the state of Florida. In the Cape Coral-Fort Myers, FL MSA, Naples-Marco Island, FL MSA and Punta Gorda, FL MSA the bank's performance is weaker than the bank's overall performance in the state due to weaker home mortgage lending performance. Refer to the Tables 1 through 12 in the state of Florida section of Appendix D for the facts and data that support these conclusions.

INVESTMENT TEST

Conclusions for Areas Receiving Full-Scope Reviews

The bank's performance under the investment test in Florida is outstanding. Based on the full-scope review, the bank's performance in the North Port-Bradenton-Sarasota, FL MSA is excellent. Refer to Table 14 in the state of Florida section of Appendix D for the facts and data used to evaluate the bank's level of qualified investments.

BHB exhibited an excellent level of responsiveness to the qualified community development investment needs in the North Port-Bradenton-Sarasota, FL MSA. The volume of current period investments is also excellent. We took into consideration the bank's qualified investment activity from prior periods with monies still outstanding and those investment commitments in place. In addition, positive consideration was given for qualified statewide investments made during the evaluation period. The bank made two investments totaling \$4.8 million in the evaluation period, which addressed affordable housing and small business needs within the AA. The bank made seven investments totaling \$2.9 million in prior periods that were still outstanding. The bank provided 33 grants to 18 organizations totaling \$165 thousand that supported community development activities within the AA. In addition, the bank has over \$3 million in unfunded commitments. This is a significant level given the relatively short 2.5 year evaluation period.

To provide perspective regarding the relative level of qualified community development investments, we allocated a portion of the bank's Tier One Capital to each AA based on its pro rata share of deposits as a means of comparative analysis. The dollar amount of the investments, not counting unfunded commitments, represents 12.00 percent of the allocated portion of the bank's Tier One Capital in the North Port-Bradenton-Sarasota, FL MSA.

Conclusions for Area Receiving Limited-Scope Reviews

Based on limited-scope reviews, the bank's performance under the investment test in the Cape Coral-Fort Myers, FL MSA, Orlando-Kissimmee-Sanford, FL MSA, and West Palm Beach, FL MD is not inconsistent with the bank's overall outstanding performance under the investment test in Florida. In the Naples-Marco Island, FL MSA, Punta Gorda, FL MSA, and Tampa-St. Petersburg-Clearwater, FL MSA the bank's performance is weaker than the bank's overall performance in the state due to slightly lower investment levels. Refer to the Table 14 in the state of Florida section of Appendix D for the facts and data that support these conclusions.

SERVICE TEST

Conclusions for Areas Receiving Full-Scope Reviews

The bank's performance under the service test in Florida is low satisfactory. Based on the full-scope review, the bank's performance in the North Port-Bradenton-Sarasota, FL MSA is adequate.

Retail Banking Services

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

BHB's branches are reasonably accessible to all portions of the Bank's AA. The bank operates 11 full service branch offices in the North Port-Bradenton-Sarasota MSA AA. The bank does not have any branches in low-income geographies; however, only 2.67 percent of the population in this MSA lives in these geographies. BHB has two branches in moderate-income geographies. The bank's distribution of branches in moderate-income geographies is below the percentage of the population living within moderate-income geographies. BHB has an additional four branches located in middle- or upper-income geographies that are within one mile of moderate-income geographies. The bank's services do not vary in any way that inconveniences the AA, particularly low- and moderate-income individuals or low- or moderate-income geographies.

Banking hours do not vary in a way that negatively affects low- and moderate-income geographies or low- and moderate-income individuals and provide reasonable accommodation to the bank's entire AA. BHB offers a wide range of traditional deposit and banking products. BHB makes adequate use of alternative delivery systems through telephone and on-line banking, electronic bill pay, and mobile banking options.

BHB did not open or close any branches in the AA during the evaluation period, resulting in no impact to the overall service test rating.

Community Development Services

The bank's level of community development services in the North Port-Bradenton-Sarasota, FL MSA is adequate.

BHB conducted one first-time homebuyer education seminar with 23 low- or moderate-income participants. Six local BHB personnel were actively involved in providing leadership to six local community organizations through participation on boards and committees. These organizations work to create affordable housing, provide healthcare to low- and moderate-income families, provide education and after school care to children of low- and moderate-income parents, and training for unemployed and underemployed adults.

Conclusions for Areas Receiving Limited-Scope Reviews

Based on limited-scope reviews, the bank's performance under the service test in the Cape Coral-Fort Myers, FL MSA, Naples-Marco Island, FL MSA, Punta Gorda, FL MSA, Tampa-St. Petersburg-Sarasota, FL, MSA and West Palm Beach, FL MD is not inconsistent with the bank's overall low satisfactory performance under the service test in Florida. In the Orlando-Kissimmee-Sanford, FL MSA, the bank's performance is stronger than the bank's overall performance in the state due to stronger branch distribution performance. Refer to Table 15 in the state of Florida section of Appendix D for the facts and data that support these conclusions.

State Rating

State of Illinois

CRA Rating for Illinois⁸:	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:

- BHB's distribution of loans among geographies is good. Performance for home mortgage loans is good and small loans to businesses is excellent.
- BHB's distribution of loans by income level of borrower is excellent. Performance for home mortgage loans and small loans to businesses are both excellent.
- The bank's good level of community development lending had a positive impact on the bank's overall lending test rating.
- BHB's level of qualified community development investments is good.
- BHB's branch distribution is excellent and level of community development services is adequate.

Description of Institution's Operations in Illinois

BHB has delineated one AA in the state of Illinois, which is the entire Rockford, IL MSA. This MSA includes Boone and Winnebago counties. The state rating does not include the counties in the Chicago-Joliet-Naperville, IL-IN-WI MMA or St. Louis MO-IL MMA, as they were included in the multistate MSA analysis.

Based on June 30, 2013 FDIC summary of deposit information, BHB has just under \$560 million in deposits in this MSA, which represents 0.80 percent of the bank's total deposits. The bank made 1.41 percent of its evaluation period lending in the MSA.

BHB has 13 office locations and 15 deposit-taking ATMs within the MSA. The bank ranks fourth in deposit market share with 9.22 percent. Primary competitors include Associated Bank, N.A. with 22.65 percent, Alpine Bank & Trust Co. with 16.37 percent and JPMorgan Chase Bank, N.A. with 10.22 percent. There are 26 FDIC-insured depository institutions within the bank's AA.

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

Refer to the market profile for the state of Illinois in Appendix C for detailed demographics and other performance context information for the AA that received a full-scope review.

Scope of Evaluation in Illinois

We based our rating of the state of Illinois on the area that received a full-scope review. We conducted a full-scope review of the Rockford, IL MSA, which is the only AA in the state that is not part of a MMA. We weighted the 2012 and 2013 period more heavily as it is more reflective of BHB's current business environment and capacity. Please see the table in Appendix A for more information.

LENDING TEST

Conclusions for Areas Receiving Full-Scope Reviews

The bank's performance under the lending test in Illinois is outstanding. Based on the full-scope review, the bank's performance in the Rockford, IL MSA is excellent.

Lending Activity

BHB's lending activity reflects an excellent responsiveness to the credit need of its AA considering its size, resources and deposit and lending market activity in the Rockford, IL MSA. BHB ranks fourth in deposits out of 26 depository institutions (top 15 percent). BHB ranks 13th in home mortgage loans (top five percent) and seventh in small loans to businesses (top 12 percent). There are over 250 non-depository mortgage lenders in the AA and five of the top six small business lenders are nationwide lenders that have significant small business credit card portfolios. Refer to Tables 1 Lending Volume in the state of Illinois section of Appendix D for the facts and data used to evaluate the bank's lending activity.

Distribution of Loans by Income Level of the Geography

BHB's overall geographic distribution of loans by income level of geography is good in the state of Illinois. Geographic distribution of home mortgage loans reflects good distribution and geographic distribution of small loans to businesses reflects excellent distribution in the state of Illinois.

Home Mortgage Loans

Geographic distribution of home purchase, home improvement, and home refinance loans in the Rockford, IL MSA is good. We gave more weight to the distribution in moderate-income geographies given the lower percentage of owner-occupied housing units in low-income geographies in the AA. Refer to Tables 2, 3, and 4 in the state of Illinois section of Appendix D for the facts and data used to evaluate the geographic distribution of the bank's home mortgage loan originations and purchases.

2012 and 2013

Home Purchase

BHB's geographic distribution of home purchase loans is good. The percentage of home purchase loans originated or purchased in low-income geographies is well below the percentage of owner-occupied housing units located in low-income geographies. This poor distribution of loans in low-income geographies partially offsets the excellent penetration of loans into moderate-income geographies. The percentage of home purchase loans originated or purchased in moderate-income geographies approximates the percentage of owner-occupied housing units located in moderate-income geographies. The bank's overall market share performance is adequate. The bank's market share for home purchase loans in low-income geographies is significantly and in moderate-income geographies exceeds the bank's overall home purchase loan market share.

Home Improvement

The bank's geographic distribution of home improvement loans is good. Good performance in moderate-income geographies is enhanced by the excellent performance in low-income geographies. The percentage of home improvement loans originated or purchased in low-income geographies exceeds the percentage of owner-occupied housing units located in low-income geographies. The percentage of home improvement loans originated or purchased is near to the percentage of owner-occupied housing units located in moderate-income geographies. The bank's market share for home improvement loans in low-income geographies is significantly below and for home improvement loans in moderate-income geographies exceeds the bank's overall home improvement loan market share.

Home Refinance

The bank's geographic distribution of home mortgage refinance loans is good. The percentage of home mortgage refinance loans originated or purchased in low-income geographies is well below the percentage of owner-occupied housing units located in low-income geographies. The percentage of home mortgage refinance loans originated or purchased in moderate-income geographies is near to the percentage of owner-occupied housing units located in moderate-income geographies. This overall adequate level of performance in low- and moderate-income geographies is elevated to a good level of performance by excellent market shares. The bank's market share for home mortgage refinance loans in low- and moderate-income geographies exceeds the bank's overall home mortgage refinance loan market share.

2010 and 2011

The bank's geographic distribution of home refinance loans for 2010 and 2011 is not inconsistent with the bank's geographic distribution of home refinance loans for 2012 and 2013. The bank's geographic distribution of home purchase and home improvement loans for 2010 and 2011 is stronger than the bank's geographic distribution of home purchase and home improvement loans for 2012 and 2013. In 2010 and 2011, the bank's lending penetration and market share performance of home purchase and home improvement loans in low- and moderate-income geographies was higher for the Rockford, IL MSA.

Small Loans to Businesses

BHB's geographic distribution of small loans to businesses in the Rockford, IL MSA is excellent. Refer to Table 6 in the state of Illinois section of Appendix D for the facts and data used to evaluate the geographic distribution of the bank's origination and purchase of small loans to businesses.

2012 and 2013

The bank's geographic distribution of small loans to businesses is excellent. The percentage of small loans to businesses originated or purchased in low-income geographies exceeds and in moderate-income geographies is near to the percentage of small businesses located in those geographies. The bank's market share for small loans to businesses in low- and moderate-income geographies is also excellent because it exceeds the bank's overall small loans to businesses market share.

2010 and 2011

The bank's geographic small loans to businesses lending performance for 2010 and 2011 is not inconsistent with the bank's geographic small loans to businesses performance for 2012 and 2013.

Lending Gap Analysis

We analyzed BHB geographic lending patterns throughout the AA and we found no unexplained lending gaps.

Distribution of Loans by Income Level of the Borrower

BHB's overall distribution of loans to borrowers of different income levels is excellent in the state of Illinois. BHB's borrower distribution of home mortgage loans and small loans to businesses reflects excellent distribution in the state of Illinois.

Home Mortgage Loans

Borrower distribution of home purchase, home improvement, and home refinance loans among individuals of different income levels in the Rockford, IL MSA is excellent. Refer to Tables 8, 9, and 10 in the state of Illinois section of Appendix D for the facts and data used to evaluate the borrower distribution of the bank's home mortgage loan originations and purchases.

2012 and 2013

Home Purchase

BHB's borrower distribution of home purchase loans is excellent. The percentage of home purchase loans originated or purchased to low- and moderate-income borrowers exceeds the percentage of low- and moderate-income families located in the AA, respectively. The bank's

market share for home purchase loans to low- and moderate-income borrowers exceeds the bank's overall home purchase loan market share.

Home Improvement

BHB's borrower distribution of home improvement loans is excellent. The percentage of home improvement loans originated or purchased to low- and moderate-income borrowers exceeds the percentage of low- and moderate-income families located in the AA, respectively. The bank's market share for home improvement loans to low- and moderate-income borrowers exceeds the bank's overall home improvement loan market share.

Home Refinance

BHB's borrower distribution of home mortgage refinance loans is excellent. Good distribution to low-income borrowers is enhanced by the excellent distribution to moderate-income borrowers. The percentage of home refinance loans originated or purchased to low-income borrowers is good when compared to the percentage of low-income families located in the AA. The percentage of home refinance loans originated or purchased to moderate-income families exceeds the percentage of moderate-income families located in the AA. The bank's market share for home refinance loans to low- and moderate-income borrowers exceeds the bank's overall home refinance loan market share.

2010 and 2011

BHB's borrower distribution for home purchase loans for 2010 and 2011 is weaker than the bank's borrower distribution performance for home purchase lending for 2012 and 2013. In 2010 and 2011 the bank's lending penetration and market share performance to low- and moderate-income borrowers was lower for the Rockford, IL MSA. BHB's borrower distribution for home improvement and home refinance loans for 2010 and 2011 to low- and moderate-income borrowers was not inconsistent with the borrower distribution performance for home improvement and home refinance loans for 2012 and 2013.

Small Loans to Businesses

Borrower distribution of small loans to businesses in the Rockford, IL MSA is excellent. Refer to Table 11 in the state of Illinois section of Appendix D for the facts and data used to evaluate the borrower distribution of the bank's origination and purchase of small loans to businesses.

2012 and 2013

BHB's borrower distribution of small loans to businesses is excellent. The percentage of small loans to businesses originated or purchased exceeds the percentage of small businesses located in the AA. The bank's market share for small loans to businesses exceeds the bank's overall small loans to businesses market share.

2010 and 2011

The bank's borrower distribution of small loans to businesses for 2010 and 2011 was weaker than the borrower distribution performance for small loans to businesses for 2012 and 2013.

We found good performance in 2010 and 2011. In 2010 and 2011 the bank's lending penetration and market share performance related to small loans to businesses was lower for the Rockford, IL MSA.

Community Development Lending

Community development lending had a positive impact on the lending test conclusion in the state of Illinois. BHB made a high level of community development loans. BHB originated one and renewed a second community development loan totaling \$7.2 million during the evaluation period. These loans supported a health clinic where the substantial majority of clientele are low- or moderate-income individuals.

To provide perspective regarding the relative level of community development lending, we allocated a portion of the bank's Tier One Capital to each AA based on its pro rata share of deposits as a means of comparative analysis. BHB's volume of CD lending represents 8.99 percent of Tier One Capital allocated to this AA.

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

Product Innovation and Flexibility

BHB makes limited use of innovative and flexible lending programs. This had a neutral impact on the lending test conclusion.

INVESTMENT TEST

Conclusions for Areas Receiving Full-Scope Reviews

The bank's performance under the investment test in Illinois is high satisfactory. Based on the full-scope review, the bank's performance in the Rockford, IL MSA is good. Refer to Table 14 in the state of Illinois section of Appendix D for the facts and data used to evaluate the bank's level of qualified investments.

BHB exhibited a good level of responsiveness to the community development needs in the Rockford, IL MSA. BHB made three current and one prior period investments totaling almost \$3.5 million in the Rockford, IL MSA. The investments are in a CRA qualified investment fund, a Small Business Investment Company and a Community Development Financial Institution. The bank made 81 grants and donations to 27 organizations that support community development activities in this AA. In addition, the bank has over \$1 million in unfunded commitments.

To provide perspective regarding the relative level of qualified community development investments, we allocated a portion of the bank's Tier One Capital to each AA based on its pro rata share of deposits as a means of comparative analysis. The dollar amount of the

investments, not including unfunded commitments, represents 4.80 percent of the allocated portion of the bank's Tier One Capital in the Rockford, IL MSA.

SERVICE TEST

Conclusions for Areas Receiving Full-Scope Reviews

The bank's performance under the service test in Illinois is outstanding. Based on the full-scope review, the bank's performance in the Rockford, IL MSA is excellent.

Retail Banking Services

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

BHB's branches are readily assessable to essentially all portions of the AA. The bank operates 13 full-service branch offices in the Rockford, IL MSA. The bank's distribution of branches in low- and moderate-income geographies exceeds the percentage of the population living within those geographies. The bank's services do not vary in any way that inconveniences the AA, particularly low- and moderate-income individuals or low- and moderate-income geographies.

Banking hours do not vary in a way that inconveniences certain portions of the AA, particularly low- or moderate-income geographies or individuals. BHB offers a wide range of traditional deposit and banking products. BHB makes adequate use of alternative delivery systems through ATMs, telephone and on-line banking, electronic bill pay, and mobile banking options.

BHB's record of opening and closing of branches has not adversely affected the accessibility of its delivery systems, particularly in low- and moderate-income geographies or to low- and moderate-income individuals. BHB closed one branch location in a moderate-income geography during the evaluation period.

Community Development Services

BHB's performance of providing community development services is adequate in the Rockford, IL MSA.

BHB conducted one foreclosure prevention and two first-time homebuyer workshops for a housing coalition. A total of 22 low- and moderate-income persons attended from the bank's AA. In addition, eight employees are active as board or committee members of seven community development organizations whose programs target low- and moderate-income individuals and geographies within BHB's AA.

State Rating

State of Kansas

CRA Rating for Kansas⁹:	Satisfactory
The lending test is rated:	Outstanding
The investment test is rated:	Needs to Improve
The service test is rated:	High Satisfactory

The major factors that support this rating include:

- BHB's distribution of loans among geographies is good. Performance for home mortgage loans is adequate and small loans to businesses is excellent.
- BHB's distribution of loans by income level of borrower is excellent. Performance for home mortgage loans is excellent and small loans to businesses is good.
- BHB's level of qualified community development investments is poor.
- BHB's branch distribution is excellent and level of community development services is very poor.

Description of Institution's Operations in Kansas

BHB has delineated one AA in the state of Kansas, which includes the two contiguous non-MSA counties of Cherokee and Crawford. The state rating does not include the counties that are in the Kansas City, MO-KS MMA as they were included in the multistate MSA analysis.

Based on June 30, 2013 FDIC summary of deposit information, BHB has just over \$55 million in deposits in this AA, which represents 0.08 percent of the bank's total deposits. The bank made 0.08 percent of its evaluation period lending in this AA.

BHB has a limited presence in the state with one office location, one stand-alone drive up and three deposit-taking ATMs within the AA. The bank ranks eighth in deposit market share with 5.81 percent. Primary competitors include Commerce Bank with 18.96 percent, Labette Bank with 11.03 percent and Community National Bank & Trust with 10.54 percent. There are 17 FDIC-insured depository institutions within the bank's AA.

Refer to the market profile for the state of Kansas in Appendix C for detailed demographics and other performance context information for the AA that received a full-scope review.

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

Scope of Evaluation in Kansas

We based our rating of the state of Kansas on the area that received a full-scope review. We conducted a full-scope review of the non-MSA KS AA, which is the only AA in the state that is not part of a multistate MSA. The non-MSA KS AA became part of BHB's AAs as a result of the M&I acquisition on July 5, 2011. Therefore, the evaluation period covers approximately 2.5 years.

There are no low-income geographies in the bank's AA; therefore, our geographical distribution analysis is based on moderate-income geographies only. We placed more weight on home refinance loans as the bank originated more home refinance loans than the other two product types combined.

The bank originated 10 home purchase loans and 18 home refinance loans. The bank did not originate enough home improvement loans to conduct a meaningful analysis. Please see the table in Appendix A for more information.

LENDING TEST

Conclusions for Areas Receiving Full-Scope Reviews

The bank's performance under the lending test in Kansas is outstanding. Based on a full-scope review, the bank's performance in the non-MSA KS AA is excellent. More weight was given to borrower distribution rather than geographic distribution, as there are no low-income geographies and little opportunity to lend in moderate-income geographies because of a low number of owner-occupied units in those geographies.

Lending Activity

BHB's lending activity reflects excellent responsiveness to the credit need of its AA considering its size, resources and deposit and lending market activity in the non-MSA KS AA. BHB ranks eighth in deposits out of 17 depository institutions (top 47 percent). BHB ranks 17th in home mortgage loans (top 13 percent) and 11th in small loans to businesses (top 33 percent). There are over 100 non-depository mortgage lenders in the AA and six of the top ten small business lenders are nationwide lenders that have significant small business credit card portfolios. Refer to Tables 1 Lending Volume in the state of Kansas section of Appendix D for the facts and data used to evaluate the bank's lending activity.

Distribution of Loans by Income Level of the Geography

BHB's overall geographic distribution by income level of geography is good in the non-MSA KS AA. BHB had an adequate distribution of home mortgage loans and excellent distribution of small loans to businesses.

Home Mortgage Loans

BHB's geographic distribution of home purchase loans in the non-MSA KS AA is very poor. Geographic distribution of home refinance loans is excellent. Of the 16,662 total owner-occupied units in the AA, only 1,018 owner-occupied units are located in moderate-income geographies (6.10 percent of all owner-occupied housing). Refer to Tables 2, 3, and 4 in the state of Kansas section of Appendix D for the facts and data used to evaluate the geographic distribution of the bank's home mortgage loan originations and purchases.

Home Purchase

The geographic distribution of home purchase loans in moderate-income geographies is very poor. The bank did not originate or purchase any home purchase loans in moderate-income geographies.

Home Refinance

The geographic distribution of home refinance loans in moderate-income geographies is excellent. The percentage of home refinance loans originated in moderate-income geographies exceeds the percentage of owner-occupied units in those geographies. The market share for home refinance loans originated or purchased in moderate-income geographies exceeds the overall market share for home refinance loans.

Small Loans to Businesses

BHB's geographic distribution of small loans to businesses in the non-MSA KS AA is excellent. Refer to Table 6 in the state of Kansas section of Appendix D for the facts and data used to evaluate the geographic distribution of the bank's origination and purchase of small loans to businesses.

The geographic distribution of small loans to businesses in moderate-income geographies is excellent. The percentage of small loans to businesses originated in moderate-income geographies exceeds the percentage of small businesses. An analysis of the bank's market share would not be meaningful as BHB had only 0.31 percent of the small loans to businesses lending market in this AA.

Lending Gap Analysis

We analyzed BHB geographic lending patterns throughout the AA and we found no unexplained lending gaps.

Distribution of Loans by Income Level of the Borrower

BHB's overall distribution of loans to borrowers of different income levels is excellent in the non-MSA KS AA. BHB had an excellent borrower distribution of home mortgage loans and good borrower distribution of small loans to businesses.

Home Mortgage Loans

BHB's borrower distribution of home purchase and home refinance loans is excellent. Refer to Tables 8, 9, and 10 in the state of Kansas section of Appendix D for the facts and data used to evaluate the borrower distribution of the bank's home mortgage loan originations and purchases.

Home Purchase

The borrower distribution of home purchase loans is excellent. The percentage of home purchase loans originated or purchased to low-income borrowers approximates, and to moderate-income borrowers exceeds, the percentage of families defined as such. An analysis of the bank's market share would not be meaningful as BHB had only 0.25 percent of the geographic home purchase lending market in this AA.

Home Refinance

The borrower distribution of home refinance loans is excellent. The percentage of home refinance loans originated or purchased to low-income borrowers is below, and to moderate-income borrowers exceeds, the percentage of families defined as such. This overall good level of performance to low- and moderate-income borrowers is elevated to an excellent level of performance due to excellent market share performance. The market share for home refinance loans originated or purchased to both low- and moderate-income borrowers exceeds the overall market share for home refinance loans.

Small Loans to Businesses

BHB's borrower distribution of small loans to businesses in the non-MSA KS AA is good. The percentage of small loans made to businesses is good when compared to the percentage of businesses defined as such. An analysis of the bank's market share would not be meaningful as BHB had only 0.31 percent of the small loans to businesses lending market in this AA.

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

Community Development Lending

BHB did not originate any community development loans in the non-MSA KS AA. Due to the limited opportunities and staffing, this did not have an impact on the bank's overall lending test rating. Refer to Table 1 Lending Volume in the state of Kansas section of Appendix D for the facts and data used to evaluate the bank's level of community development lending. This table includes all CD loans, including multifamily loans that also qualify as CD loans.

Product Innovation and Flexibility

BHB makes limited use of innovative and flexible lending programs. This had a neutral impact on the lending test conclusion.

INVESTMENT TEST

Conclusions for Areas Receiving Full-Scope Reviews

The bank's performance under the investment test in the state of Kansas is needs to improve. Based on the full-scope review, the bank's performance in the non-MSA KS AA is poor.

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

BHB exhibited a poor level of responsiveness to credit and community development needs in the non-MSA KS AA. BHB made three grants and donations totaling \$20 thousand in this AA. There are limited community development opportunities and significant competition for them within this AA.

To provide perspective regarding the relative level of qualified community development investments, we allocated a portion of the bank's Tier One Capital to each AA based on its pro rata share of deposits as a means of comparative analysis. The dollar amount of the investments represents 0.25 percent of the allocated portion of the bank's Tier One Capital in the non-MSA KS AA.

SERVICE TEST

Conclusions for Areas Receiving Full-Scope Reviews

BHB's performance under the Service Test in the state of Kansas is high satisfactory Based on the full-scope review, the bank's performance in the non-MSA KS AA is good.

Retail Banking Services

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

BHB's branches are readily accessible to individuals and geographies of different income levels in the non-MSA KS AA. There is one branch and one stand-alone drive up that are located in a moderate-income geography. The branch is located in Pittsburg, Kansas, which is the largest population center in the two county AA and attracts workers from a 60 mile radius.

The bank makes adequate use of alternative delivery systems through ATMs, telephone and on-line banking, electronic bill pay, and mobile banking options.

BHB did not open or close any branches in this AA during the evaluation period, resulting in no impact to the overall service test rating.

Community Development Services

BHB's performance in providing community development services in the non-MSA KS AA is very poor as the bank did not perform any community development services. This had negative impact on the service test rating.

State Rating

State of Missouri

CRA Rating for Missouri¹⁰:	Satisfactory
The lending test is rated:	High Satisfactory
The investment test is rated:	Needs to Improve
The service test is rated:	Low Satisfactory

The major factors that support this rating include:

- BHB's overall geographic distribution by income level of geography is poor. Performance for home mortgage loans is very poor and for small loans to businesses is poor.
- BHB's overall distribution of loans to borrowers of different income levels is good. Performance for home mortgage loans is good and small loans to businesses is adequate.
- Community development lending had a significantly positive impact on the lending test conclusion in the state of Missouri.
- BHB's level of qualified community development investments is poor.
- BHB's branch distribution is adequate.

Description of Institution's Operations in Missouri

BHB has delineated a portion of the St. Joseph, MO-KS MMA as its AA in the state of Missouri. The bank's AA includes Andrew and Buchanan counties, both in Missouri. The counties of DeKalb, Missouri and Doniphan, Kansas are not included. The state rating does not include the counties that are in the Kansas City, MO-KS MMA or St. Louis, MO-IL MMA as they were included in multistate MSA analysis.

Based on June 30, 2013 FDIC summary of deposit information, BHB has just under \$41 million in deposits in this MMA, which represents 0.06 percent of the bank's total deposits. The bank made 0.09 percent of its evaluation period lending in this MMA.

BHB has one office location within the MMA. The bank ranks tenth in deposit market share with 2.36 percent. Primary competitors include The Nodaway Valley Bank with 23.62 percent, Commerce Bank with 21.03 percent and U.S. Bank N.A. with 12.56 percent. There are 15 FDIC-insured depository institutions within the bank's AA.

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

Refer to the market profiles for the state of Missouri in Appendix C for detailed demographics and other performance context information for the AA that received a full-scope review.

Scope of Evaluation in Missouri

We based our rating of the state of Missouri on the area that received a full-scope review. We conducted a full-scope review of the St. Joseph, MO-KS MMA, which is the only AA in the state that is not part of a multistate MSA. This MMA became part of BHB's AAs as a result of the M&I acquisition on July 5, 2011. Therefore, the evaluation period covers approximately 2.5 years.

There are no low-income geographies in the AA and we based the rating on BHB's performance in moderate-income areas only. Please see the table in Appendix A for more information.

The bank originated 13 home purchase loans, 23 home refinance loans and 24 small loans to businesses. The bank did not originate enough home improvement loans to conduct a meaningful analysis.

LENDING TEST

Conclusions for Areas Receiving Full-Scope Reviews

BHB's performance under the lending test in Missouri is high satisfactory. Based on the full-scope review, the bank's performance in the St. Joseph, MO-KS MMA is good. More weight was given to borrower distribution rather than geographic distribution, as there are no low-income geographies and little opportunity to lend in moderate-income geographies because of a low number of owner-occupied units in those geographies.

Lending Activity

BHB's lending activity reflects good responsiveness to the credit need of its AA considering its size, resources and deposit and lending market activity in the St. Joseph, MO-KS MMA. BHB ranks tenth in deposits out of 15 depository institutions (top 67 percent). BHB ranks 41st in home mortgage loans (top 23 percent) and 11th in small loans to businesses (top 41 percent). There are over 160 non-depository mortgage lenders in the AA and six of the top ten small business lenders are nationwide lenders that have significant small business credit card portfolios. Refer to Table 1 Lending Volume in the state of Missouri section of Appendix D for the facts and data used to evaluate the bank's lending activity.

Distribution of Loans by Income Level of the Geography

BHB's overall geographic distribution by income level of geography is poor in the state of Missouri. BHB's geographic distribution of home mortgage loans is very poor and small loans to businesses is poor.

Home Mortgage Loans

BHB's geographic distribution is very poor for home purchase and home refinance loans. In the analysis of geographic distribution, we considered the number of owner-occupied units in moderate-income geographies in the AA. The number of owner-occupied units within moderate-income geographies is relatively low at 3,011, or 10.66 percent of all owner-occupied units in the AA. Refer to Tables 2, 3, and 4 in the state of Missouri section of Appendix D for the facts and data used to evaluate the geographic distribution of the bank's home mortgage loan originations and purchases.

Home Purchase

The bank's geographic distribution of home purchase loans is very poor. The bank did not originate or purchase any home purchase loans in moderate-income geographies.

Home Refinance

The bank's geographic distribution of home refinance loans is very poor. The bank did not originate or purchase any home refinance loans in moderate-income geographies.

Small Loans to Businesses

The distribution of the bank's small loans to businesses by income level of the geography is poor. Refer to Table 6 in the state of Missouri section of Appendix D for the facts and data used to evaluate the geographic distribution of the bank's origination and purchase of small loans to businesses.

The geographic distribution of small loans to business is poor for lending in moderate-income geographies. The percentage of small loans to businesses originated or purchased is well below the percentage of small businesses in those geographies. An analysis of the bank's market share would not be meaningful as BHB had only 0.64 percent of the small loans to businesses lending market in this AA.

Lending Gap Analysis

We analyzed BHB geographic lending patterns throughout the AA and we found no unexplained lending gaps.

Distribution of Loans by Income Level of the Borrower

BHB's overall distribution of loans to borrowers of different income levels is good in the state of Missouri. BHB had a good borrower distribution of home mortgage loans and adequate distribution of small loans to businesses.

Home Mortgage Loans

BHB's borrower distribution of home mortgage loans is good. The bank's borrower distribution of home purchase loans is excellent and home refinance loans is adequate. We placed more

weight on home refinance loans as the bank originated more home refinance loans than home purchase loans. Refer to Tables 8, 9 and 10 in the state of Missouri section of Appendix D for the facts and data used to evaluate the borrower distribution of the bank's home mortgage loan originations and purchases.

Home Purchase

The bank's borrower distribution of home purchase loans is excellent for lending to low- and moderate-income borrowers. The percentage of home purchase loans originated or purchased to low-income borrowers approximates the percentage of low-income families. The percentage of home purchase loans originated or purchased to moderate-income borrowers exceeds the percentage of moderate-income families. An analysis of the bank's market share would not be meaningful as BHB had only 0.84 percent of the borrower home purchase lending market in this AA.

Home Refinance

The bank's borrower distribution of home refinance loans is adequate. The bank did not originate or purchase any home refinance loans to low-income borrowers. This very poor distribution of loans to low-income borrowers is offset by the excellent distribution of loans to moderate-income borrowers. The percentage of home purchase loans originated or purchased to moderate-income borrowers exceeds the percentage of moderate-income families located in the AA. An analysis of the bank's market share would not be meaningful as BHB had only 0.91 percent of the borrower home refinance lending market in this AA.

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

Small Loans to Businesses

BHB's borrower distribution of small loans to businesses in the state of Missouri is adequate. The percentage of small loans to businesses originated or purchased is below the percentage of small businesses located in the AA. An analysis of the bank's market share would not be meaningful as BHB had only 0.64 percent of the small loans to business borrower lending market in this AA.

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

Community Development Lending

Community development lending had a significantly positive impact on the lending test conclusion in the state of Missouri. BHB originated one community development for \$10 million to a company in a moderate-income geography to allow operations and jobs to remain in the AA.

To provide perspective regarding the relative level of community development lending, we allocated a portion of the bank's Tier One Capital to each AA based on its pro rata share of deposits as a means of comparative analysis. BHB's volume of CD lending represents 171.99 percent of Tier One Capital allocated to this AA.

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

Product Innovation and Flexibility

BHB makes limited use of innovative and flexible lending programs. This had a neutral impact on the lending test conclusion.

INVESTMENT TEST

Conclusions for Areas Receiving Full-Scope Reviews

The bank's performance under the investment test in Missouri is needs to improve. Based on the full-scope review, the bank's performance in the St. Joseph, MO-KS MMA is poor.

BHB exhibited a poor level of responsiveness to credit and community development needs. BHB made three grants and contributions totaling only \$12.5 thousand. There are limited community development opportunities and significant competition for them within this AA.

To provide perspective regarding the relative level of qualified community development investments, we allocated a portion of the bank's Tier One Capital to each AA based on its pro rata share of deposits as a means of comparative analysis. The dollar amount of the investments represents 0.22 percent of the allocated portion of the bank's Tier One Capital in the St. Joseph, MO-KS MMA.

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

SERVICE TEST

Conclusions for Areas Receiving Full-Scope Reviews

The bank's performance under the service test in Missouri is low satisfactory. Based on the full-scope review, the bank's performance in the St. Joseph, MO-KS MMA is adequate.

Retail Banking Services

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

BHB's branch distribution is reasonably accessible to essentially all portions of the bank's AA. The bank has only one branch which is located in middle-income geography. Only 14.46 percent of the population is in moderate-income geographies. The branch is located in the city of St. Joseph, which is the county seat of Buchanan County and the central service provider for the area.

The bank makes adequate use of alternative delivery systems through ATMs, telephone and on-line banking, electronic bill pay, and mobile banking options.

BHB did not open or close any branches in this AA during the evaluation period, resulting in no impact to the overall service test rating.

Community Development Services

BHB's performance in providing community development services in the St. Joseph, MO-KS MMA is very poor, as the bank did not provide any community development services. This had minimal negative impact on the service test rating as the bank has limited staffing and opportunities in this AA.

State Rating

State of Nevada

CRA Rating for Nevada:	Needs to Improve
The lending test is rated:	Needs to Improve
The investment test is rated:	Outstanding
The service test is rated:	Low Satisfactory

The major factors that support this rating include:

- BHB's lending volume is poor.
- BHB's geographic distribution of home mortgage loans and small loans to businesses is very poor.
- BHB's overall distribution of loans to borrowers of different income levels is poor. Performance for home mortgage loans is very poor and small loans to businesses is good.
- BHB's level of qualified community development investments is excellent.
- BHB's branch distribution was good and level of community development services is very poor.

Description of Institution's Operations in Nevada

BHB delineated the entire Las Vegas-Paradise, NV MSA as its AA in the state of Nevada. BHB acquired this AA as part of the merger with M&I in July 2011. While BHB closed its one branch office located in Las Vegas, Nevada on August 16, 2013, we performed a full-scope review of this AA because the AA was in existence for the majority of the period from acquisition to the evaluation start date.

Based on June 30, 2013 FDIC summary of deposit information, BHB has just over \$20 million in deposits in this MSA, which represents 0.03 percent of the bank's total deposits. The bank made 0.06 percent of its evaluation period lending in this MSA.

BHB had one office location and no ATMs within the MSA. The bank ranks 28th in deposit market share with 0.05 percent. The office had two employees and did not offer mortgage or commercial lending products. The branch specialized in wholesale home equity consumer lending, credit card lending and affinity banking services to financial and non-financial institutions. BHB closed the branch office on August 16, 2013 as it lacked the scale to compete effectively and no longer fit into BHB's business strategy.

Primary competitors include Bank of America, N.A. with 26.84 percent, Wells Fargo Bank, N.A. with 22.99 percent and Citibank, N.A. with 10.43 percent of deposits. There are 38 FDIC-insured depository institutions within the bank's AA.

Refer to the market profiles for the state of Nevada in Appendix C for detailed demographics and other performance context information for the AA that received a full-scope review.

Scope of Evaluation in Nevada

We based our rating of the state of Nevada on the area that received a full-scope review. We conducted a full-scope review of the Las Vegas-Paradise, NV MSA because the AA was in existence from July 5, 2011 through August 16, 2013. The bank originated only 14 home refinance loans and 12 small loans to businesses. The bank did not originate enough home purchase loans and no home improvement loans to conduct a meaningful analysis. Please see the table in Appendix A for more information.

LENDING TEST

Conclusions for Areas Receiving Full-Scope Reviews

BHB's performance under the lending test in Nevada is needs to improve. Based on the full-scope review, the bank's overall lending performance in the Las Vegas-Paradise, NV MSA is poor.

Lending Activity

BHB's lending activity reflects poor responsiveness to the credit needs of its AA. During the evaluation period, BHB reported only 31 loans totaling \$3.9 million. The bank originated 19 home mortgage loans and 12 small loans to businesses. Refer to Tables 1 Lending Volume in the state of Nevada section of Appendix D for the facts and data used to evaluate the bank's lending activity.

Distribution of Loans by Income Level of the Geography

BHB's overall distribution of loans by income level of geography is very poor in the state of Nevada. BHB's geographic distribution of home mortgage loans and small loans to businesses is very poor.

Home Mortgage Loans

BHB's geographic distribution of home refinance loans in the Las Vegas-Paradise, NV MSA is very poor. Refer to Tables 2 and 4 in the state of Nevada section of Appendix D for the facts and data used to evaluate the geographic distribution of the bank's home mortgage loan originations and purchases.

Home Refinance

The bank's geographic distribution of home refinance loans is very poor. The percentage of home refinance loans was significantly below the percentage of owner-occupied housing units

in both low- and moderate-income geographies, as the bank did not originate any home refinance loans in these geographies. An analysis of the bank's market share would not be meaningful as BHB had only 0.02 percent of the home refinance lending market in this AA.

Small Loans to Businesses

BHB's geographic distribution of small loans to businesses in the Las Vegas-Paradise, NV MSA is very poor. Refer to Table 6 in the state of Nevada section of Appendix D for the facts and data used to evaluate the geographic distribution of the bank's origination and purchase of small loans to businesses.

The geographic distribution of small loans to businesses in both low- and moderate-income geographies was very poor. The bank did not make any small loans to businesses in low-income geographies; however, only 4.87 percent of businesses are located in low-income geographies. The percentage of small loans to businesses was significantly below the percentage of small businesses located in moderate-income geographies. An analysis of the bank's market share would not be meaningful as BHB had only 0.02 percent of the small loans to businesses lending market in this AA.

Lending Gap Analysis

Given the low volume of lending resulting from the limited strategic nature of operations of the bank in the state of Nevada, this analysis would not be meaningful.

Distribution of Loans by Income Level of the Borrower

BHB's overall distribution of loans to borrowers of different income levels is poor in the state of Nevada. BHB had a very poor borrower distribution of home mortgage loans and good borrower distribution of small loans to businesses.

Home Mortgage Loans

BHB's borrower distribution of home refinance loans in the Las Vegas-Paradise, NV MSA is very poor. Refer to Tables 8 and 10 in the state of Nevada section of Appendix D for the facts and data used to evaluate the borrower distribution of the bank's home mortgage loan originations and purchases.

Home Refinance

The borrower distribution of home refinance loans is very poor. BHB did not originate or purchase any home refinance loans to low-income borrowers. The percentage of home refinance loans originated or purchased to moderate-income borrowers is significantly below the percentage of moderate-income families located in the AA. An analysis of the bank's market share would not be meaningful as BHB had only 0.02 percent of the home refinance lending market in this AA.

Small Loans to Businesses

BHB's borrower distribution of small loans to businesses in the Las Vegas-Paradise, NV MSA is good. The percentage of small loans to businesses originated or purchased is near to the percentage of small businesses located in the AA. An analysis of the bank's market share would not be meaningful as BHB had only 0.02 percent of the small loan to business lending market in this AA. Refer to Table 11 in the state of Nevada section of Appendix D for the facts and data used to evaluate the borrower distribution of the bank's origination and purchase of small loans to businesses.

Community Development Lending

Community development lending had a neutral impact on the lending test conclusion in the state of Nevada. BHB did not originate any community development loans during the evaluation period.

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

Product Innovation and Flexibility

Given the bank's limited volume of lending activity and exit from the AA, product innovation and flexibility had no impact on the lending test conclusion.

INVESTMENT TEST

Conclusions for Areas Receiving Full-Scope Reviews

The bank's performance under the investment test in the state of Nevada is outstanding. Based on the full-scope review, the bank's performance in the Las Vegas-Paradise, NV MSA is excellent.

BHB exhibited an excellent level of responsiveness to credit and community development needs. BHB had three prior period investments focused on affordable housing still outstanding that totaled almost \$2.2 million. BHB made four grants and donations totaling \$6 thousand during the current evaluation period.

To provide perspective regarding the relative level of qualified community development investments, we allocated a portion of the bank's Tier One Capital to each AA based on its pro rata share of deposits as a means of comparative analysis. The dollar amount of the investments represents 75.65 percent of the allocated portion of the bank's Tier One Capital in the Las Vegas-Paradise, NV MSA.

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

SERVICE TEST

Conclusions for Areas Receiving Full-Scope Reviews

The bank's performance under the service test in Nevada is rated low satisfactory. Based on the full-scope review, the bank's performance in the Las Vegas-Paradise, NV MSA is adequate.

Retail Banking Services

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

BHB's branch is reasonably accessible to essentially all portions of the bank's AA. BHB's only branch in the AA was located in a moderate-income geography. BHB does not have any ATMs in the AA. BHB closed this office in August 2013. The closing of the branch did not adversely affect the accessibility of financial services in low- and moderate-income geographies or to low- and moderate-income individuals, as there are 37 remaining financial institutions with 371 office locations in the AA.

The bank makes adequate use of alternative delivery systems through telephone and on-line banking, electronic bill pay, and mobile banking options.

Community Development Services

BHB's performance in providing community development services in the Las Vegas-Paradise, NV MSA is very poor, as the bank did not perform any community development services. This had minimal negative impact on the service test rating as the bank has limited staffing and opportunities in this AA.

State Rating

State of Washington

CRA Rating for Washington:	Satisfactory
The lending test is rated:	High Satisfactory
The investment test is rated:	Outstanding
The service test is rated:	Needs to Improve

The major factors that support this rating:

- BHB's distribution of home mortgage loans by income level of geography is good.
- BHB's distribution of home mortgage loans by income level of borrower is good.
- BHB's level of qualified community development investments is excellent.
- BHB's branch distribution is poor.

Description of Institution's Operations in Washington

BHB has delineated a portion of the Seattle-Bellevue-Everett, WA MD as its AA in the state of Washington. The bank's AA includes only King County. BHB acquired this AA as part of the charter collapse of The Harris Bank N.A. that coincided with the acquisition of M&I in July 2011.

Based on June 30, 2013 FDIC summary of deposit information, BHB has just over \$8 million in deposits in this MSA, which represents 0.01 percent of the bank's total deposits. The bank made 0.15 percent of its loans during the evaluation period in this MSA.

BHB has one office location and no ATMs within the MSA. The office is located on the 20th floor of an office building and offers traditional wealth management products and services. The fulfillment of all retail deposit and lending product offerings is completed by mail in either Phoenix, Arizona or Chicago, Illinois.

The bank ranks 47th in deposit market share with 0.01 percent. Primary competitors include Bank of America N.A. with 29.40 percent, Wells Fargo Bank, N.A. with 13.40 percent, U.S. Bank N.A. with 13.16 percent and JPMorgan Chase Bank, N. A. with 10.59 percent market share. There are 49 FDIC-insured depository institutions within the bank's AA.

Refer to the market profile for the state of Washington in Appendix C for detailed demographics and other performance context information for the AA that received a full-scope review.

Scope of Evaluation in Washington

We based our rating of the state of Washington on a full-scope review of the Seattle-Bellevue-Everett, WA MD. This MD became part of BHB's AAs as a result of the charter consolidation on July 5, 2011. Therefore, the evaluation period covers approximately 2.5 years. Please see the table in Appendix A for more information.

LENDING TEST

Conclusions for Areas Receiving Full-Scope Reviews

The bank's performance under the lending test in Washington is high satisfactory. Based on a full-scope review, the bank's performance in the Seattle-Bellevue-Everett, WA MD is good. We placed more weight on home refinance loans as the bank originated more home refinance loans than the other two product types combined. The bank did not originate enough home improvement loans or small loans to businesses to conduct meaningful analyses on these products.

Lending Activity

BHB's lending activity reflects adequate responsiveness to the credit need of its AA considering its size, resources and deposit and lending market activity in the Seattle-Bellevue-Everett, WA MD. BHB ranks 47th in deposits out of 49 depository institutions (bottom 3 percent). BHB ranks 140th in home mortgage loans (top 27 percent) and 69th in small loans to businesses (top 71 percent). There are over 460 non-depository mortgage lenders in the AA and six of the top ten small business lenders are nationwide lenders that have significant small business credit card portfolios. Refer to Tables 1 Lending Volume in the state of Washington section of Appendix D for the facts and data used to evaluate the bank's lending activity.

Distribution of Loans by Income Level of the Geography

BHB's overall geographic distribution by income level of geography is good in the Seattle-Bellevue-Everett, WA MD. BHB's geographic distribution of home mortgage loans is good.

Home Mortgage Loans

BHB's geographic distribution of home purchase loans is excellent and for home refinance loans good in the Seattle-Bellevue-Everett, WA MD. We gave more weight to the distribution in moderate-income geographies given the low percentage of owner-occupied housing units in low-income geographies in the AA. Refer to Tables 2, 3, and 4 in the state of Washington section of Appendix D for the facts and data used to evaluate the geographic distribution of the bank's home mortgage loan originations and purchases.

Home Purchase

The geographic distribution of home purchase loans is excellent. The good distribution of loans in moderate-income geographies is enhanced by the excellent distribution of loans in

low-income geographies. The percentage of home purchase loans originated or purchased in low-income geographies exceeds the percentage of owner-occupied housing units located in those geographies. The percentage of home purchase loans originated or purchased in moderate-income geographies is near to the percentage of owner-occupied housing units located in those geographies. An analysis of the bank's market share would not be meaningful as BHB had only 0.03 percent of the geographic home purchase lending market in this AA.

Home Refinance

The geographic distribution of home refinance loans is good. Adequate distribution of loans in moderate-income geographies is offset by the excellent distribution of loans in low-income geographies. The percentage of home refinance loans originated or purchased in low-income geographies exceeds the percentage of owner-occupied housing units located in those geographies. The percentage of home refinance loans originated or purchased in moderate-income geographies is below the percentage of owner-occupied housing units located in those geographies. An analysis of the bank's market share would not be meaningful as BHB had only 0.03 percent of the geographic home refinance lending market in this AA.

Lending Gap Analysis

We analyzed BHB geographic lending patterns throughout the AA and we found no unexplained lending gaps.

Distribution of Loans by Income Level of the Borrower

BHB's overall distribution of loans to borrowers of different income levels is good in the Seattle-Bellevue-Everett, WA MD.

Home Mortgage Loans

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

BHB's distribution of home purchase and home refinance loans among individuals of different income levels in the Seattle-Bellevue-Everett, WA MD is good.

Home Purchase

The borrower distribution of home purchase loans is good. Adequate distribution of loans to moderate-income borrowers is enhanced by the good distribution to low-income borrowers. The percentage of loans to low-income borrowers is near to the percentage of low-income families. The percentage of loans to moderate-income borrowers is below the percentage of moderate-income families. An analysis of the bank's market share would not be meaningful as BHB had only 0.03 percent of the geographic home purchase lending market in this AA.

Home Refinance

The borrower distribution of home refinance loans is good. The percentage of loans to low- and moderate-income borrowers is near to the percentage of low- and moderate-income families defined as such. An analysis of the bank's market share would not be meaningful as BHB had only 0.04 percent of the geographic home refinance lending market in this AA.

Community Development Lending

BHB did not originate any community development loans in the Seattle-Bellevue-Everett, WA MD. Due to the limited opportunities and resources, this had a neutral impact on the bank's overall lending test rating. Refer to Table 1 Lending Volume in the state of Washington section of Appendix D for the facts and data used to evaluate the bank's level of community development lending. This table includes all CD loans, including multifamily loans that also qualify as CD loans.

Product Innovation and Flexibility

BHB makes limited use of innovative and flexible lending programs. This had a neutral impact on the lending test conclusion.

INVESTMENT TEST

Conclusions for Areas Receiving Full-Scope Reviews

The bank's performance under the investment test in Washington is outstanding. Based on the full-scope review, the bank's performance in the Seattle-Bellevue-Everett, WA MD is excellent. Refer to Table 14 in the state of Washington section of Appendix D for the facts and data used to evaluate the bank's level of qualified investments.

BHB exhibited an excellent level of responsiveness to the to the community development needs in the Seattle-Bellevue-Everett, WA MD. BHB made 21 current and prior period investments totaling almost \$3.7 million in the in the Seattle-Bellevue-Everett, WA MD. Investments primarily facilitated affordable housing within the bank's AA. The bank investments also included 12 grants totaling over \$30 thousand to organizations that supported community development service activities used primarily for the provision of social services and affordable housing needs.

To provide perspective regarding the relative level of qualified community development investments, we allocated a portion of the bank's Tier One Capital to each AA based on its pro rata share of deposits as a means of comparative analysis. The dollar amount of the investments represents 306.66 percent of the allocated portion of the bank's Tier One Capital in the Seattle-Bellevue-Everett, WA MD.

SERVICE TEST

Conclusions for Areas Receiving Full-Scope Reviews

The bank's performance under the service test in Washington is needs to improve. Based on the full-scope review, the bank's performance in the Seattle-Bellevue-Everett, WA MD is poor.

Retail Banking Services

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

Branch delivery systems are unreasonably inaccessable to portions of the AA. BHB's sole branch in the Seattle-Bellevue-Everett, WA MD is located on the 20th floor of an office building in a middle-income geography BHB and does not have any ATMs in the AA.

The bank makes adequate use of alternative delivery systems through telephone and on-line banking, electronic bill pay, and mobile banking options.

BHB did not open or close any offices during the evaluation period, resulting in no impact to the overall service test rating.

Community Development Services

BHB's performance in providing community development services in the Seattle-Bellevue-Everett, WA MD is adequate. One employee is a board member and on the finance committee for an organization that provides supported living services for low- and moderate-income persons.

Appendix A: Scope of Examination

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

Time Period Reviewed	<u>Chicago-Joliet-Naperville, IL-IN-WI MMA; state of Wisconsin; and state of Indiana rating areas:</u> Lending Test (excludes CD loans): 01/01/2009 to 12/31/2013 Investment and Service Tests and CD Loans: 07/01/2009 to 12/31/2013 <u>State of Illinois rating areas:</u> Lending, Investment and Service Tests and CD Loans: 04/23/2010 to 12/31/2013 <u>Minneapolis-St. Paul-Bloomington, MN-WI MMA; Duluth, MN-WI MMA; St. Louis, MO-IL MMA; Kansas City, MO-KS MMA; state of Arizona; state of Florida; state of Kansas; state of Missouri; and state of Washington rating areas:</u> Lending, Investment and Service Tests and CD Loans: 07/05/2011 to 12/31/2013 <u>State of Nevada rating area:</u> Lending, Investment and Service Tests and CD Loans: 07/05/2011 to 08/16/2013	
Financial Institution		Products Reviewed
BMO Harris Bank N.A. (BHB) Chicago, IL		HMDA reported loans, CRA loans, community development loans, qualified investments
Affiliate(s)	Affiliate Relationship	Products Reviewed
The Harris Bank N.A. (THBNA)	Affiliate	Community Development Loans
List of Assessment Areas and Type of Examination		
Assessment Area	Type of Exam	Other Information
Chicago-Joliet-Naperville, IL-IN-WI MMA Chicago-Joliet-Naperville, IL MD Gary, IN MD Lake County-Kenosha County, IL-WI MD	Full-scope Limited-scope Limited-scope	Excludes Dekalb county Includes only Lake and Porter counties
Minneapolis-St. Paul-Bloomington, MN-WI MMA	Full-scope	
St. Louis, MO-IL MMA	Full-scope	Includes only St Louis City, Jefferson, St. Charles, and St. Louis counties in Missouri and St. Clair county in Illinois.
Kansas City, MO-KS MMA	Full-scope	Includes only Johnson and Wyandotte counties in Kansas and Clay, Jackson and Platte counties in Missouri

Duluth, MN-WI MMA	Full-scope	
State of Wisconsin		
Milwaukee-Waukesha-West Allis, WI MSA	Full-scope	
Appleton, WI MSA	Limited-scope	
Eau Claire, WI MSA	Limited-scope	
Fond du Lac, WI MSA	Limited-scope	
Green Bay, WI MSA	Limited-scope	
Janesville, WI MSA	Limited-scope	
LaCrosse, WI-MN MMA	Limited-scope	Excludes Houston county, MN
Madison, WI MSA	Limited-scope	
Oshkosh-Neenah, WI MSA	Limited-scope	
Racine, WI MSA	Limited-scope	
Sheboygan, WI MSA	Limited-scope	
Wausau, WI MSA	Limited-scope	
Non-MSA WI	Limited-scope	
State of Indiana		
Indianapolis-Carmel, IN MSA	Full-scope	Excludes Brown and Putnam counties
Anderson, IN MSA	Limited-scope	
Kokomo, IN MSA	Limited-scope	
Terre Haute, IN MSA	Limited-scope	
Non-MSA IN	Limited-scope	Includes only Cass, Grant, Rush and Wayne counties
State of Arizona		
Phoenix-Mesa-Glendale, AZ MSA	Full-scope	
Prescott, AZ MSA	Limited-scope	
Tucson, AZ MSA	Limited-scope	
State of Florida		
North Port-Bradenton-Sarasota, FL MSA	Full-scope	
Cape Coral-Fort Myers, FL MSA	Limited-scope	
Naples-Marco Island, FL MSA	Limited-scope	
Orlando-Kissimmee-Sanford, FL MSA	Limited-scope	Excludes Osceola county
Punta Gorda, FL MSA	Limited-scope	
Tampa-St. Petersburg-Clearwater, FL MSA	Limited-scope	Includes only Hillsborough county
West Palm Beach, FL MD	Limited-scope	
State of Illinois		
Rockford, IL MSA	Full-scope	
State of Kansas		
Non-MSA KS	Full-scope	Includes only Cherokee and Crawford counties
State of Missouri		
St. Joseph, MO-KS MMA	Full-scope	Includes only Andrew and Buchanan counties in Missouri
State of Nevada		
Las Vegas-Paradise, NV MSA	Full-scope	
State of Washington		
Seattle-Bellevue-Everett, WA MSA	Full-scope	Includes only King county

Appendix B: Summary of Multistate Metropolitan Area and State Ratings

RATINGS BMO Harris Bank N. A.				
Overall Bank:	Lending Test Rating*	Investment Test Rating	Service Test Rating	Overall Bank/State/Multistate Rating
BMO Harris Bank N.A.	Outstanding	Outstanding	High Satisfactory	Satisfactory**
Multistate Metropolitan Area or State:				
Chicago-Joliet-Naperville, IL-IN-WI MMA	Outstanding	Outstanding	High Satisfactory	Outstanding
Minneapolis-St. Paul-Bloomington, MN-WI MMA	Outstanding	Outstanding	High Satisfactory	Outstanding
St. Louis, MO-IL MMA	Outstanding	Outstanding	High Satisfactory	Outstanding
Kansas City, MO-KS MMA	Outstanding	Outstanding	High Satisfactory	Outstanding
Duluth, MN-WI MMA	Outstanding	Needs to Improve	Low Satisfactory	Satisfactory
Wisconsin	Outstanding	High Satisfactory	Outstanding	Outstanding
Indiana	Outstanding	Outstanding	High Satisfactory	Outstanding
Arizona	Outstanding	Outstanding	High Satisfactory	Outstanding
Florida	Low Satisfactory	Outstanding	Low Satisfactory	Satisfactory
Illinois	Outstanding	High Satisfactory	Outstanding	Outstanding
Kansas	Outstanding	Needs to Improve	High Satisfactory	Satisfactory
Missouri	High Satisfactory	Needs to Improve	Low Satisfactory	Satisfactory
Nevada	Needs to Improve	Outstanding	Low Satisfactory	Needs to Improve
Washington	High Satisfactory	Outstanding	Needs to Improve	Satisfactory

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

(**) While the bank's performance under the Lending Test, Investment Test and Service Test as noted in the table would have been an outstanding rating, the overall CRA rating was lowered from outstanding to satisfactory as discussed within the Fair Lending and Other Illegal Credit Practices section of this document.

Appendix C: Market Profiles for Full-Scope Areas

Chicago-Joliet-Naperville, IL MD

Demographic Information for Full-Scope Area: Chicago-Joliet-Naperville, IL MD						
Demographic Characteristics	#	Low % of #	Moderate % of #	Middle % of #	Upper % of #	NA* % of #
Geographies (Census Tracts/BNAs)	1,840	13.32	23.75	31.79	30.87	0.27
Population by Geography	7,777,987	9.08	23.66	33.88	33.38	0.00
Owner-Occupied Housing by Geography	1,878,997	3.97	17.98	37.75	40.30	0.00
Business by Geography	549,372	4.93	15.88	32.99	46.08	0.12
Farms by Geography	8,561	2.44	12.25	41.84	43.43	0.04
Family Distribution by Income Level	1,862,254	22.61	16.83	19.47	41.08	0.00
Distribution of Low and Moderate Income Families throughout AA Geographies	734,539	16.03	34.08	33.08	16.81	0.00
Median Family Income		\$72,747	Median Housing Value			\$177,200
HUD Adjusted Median Family Income for 2013		\$73,400	Unemployment Rate (2010 US Census)			9.20%
Households Below Poverty Level		12%				

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

Source: Moody's Analytics, 2013 Bureau of Labor Statistics, and 2013 HUD updated MFI

The Chicago-Joliet-Naperville, IL MD AA consists of seven of the eight counties in the Chicago-Joliet-Naperville, IL MD: Cook, DuPage, Grundy, Kane, Kendall, McHenry, and Will counties. The bank excluded DeKalb County because they do not have a deposit-taking presence there. According to the FDIC's Summary of Deposits, as of June 30, 2013 BHB's deposits in the AA comprised 53 percent of the bank's total deposits, making this the bank's largest in terms of deposits held.

Competition is significant with approximately 200 direct competitors operating more than 2,500 offices in the AA. BMO operates 179 branches in the AA and has a 12.62 percent deposit market share which ranks second among all institutions. Major competitors include JPMorgan Chase Bank, N.A. with 24.13 percent market share, Bank of America, N.A. with 8.61 percent deposit market share and The Northern Trust Company with deposit market share of 6.99 percent.

The Chicago-Joliet-Naperville, IL MD AA has a well-diversified economy. Key sectors of the economy include Professional and Business Services, Education and Health Services, and Government. Major employers include Advocate Health Care System, JPMorgan Chase, the University of Chicago, Walgreen Co., and AT&T. Based on data from the Bureau of Labor Statistics, the unemployment rate in the Chicago-Joliet-Naperville MD was 9.2 percent in 2013, compared to 9.0 percent in 2012 and 9.9 percent in 2011.

Data from Moody's Analytics indicates the median price of a home at December 31, 2012 was \$177,200 for the Chicago-Joliet-Naperville, IL MD. This is a 30 percent decline from the median home price high of \$253,300 in 2008. There was a significant increase in foreclosures and refinancings slowed as many homeowners owed more on their mortgage than what the home was valued.

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

- low- and moderate-income area multifamily acquisition and rehab loans
- Investments in Community Development Financial Institutions (CDFI) that make loans for affordable housing or micro loans to small businesses, and service on CDFI boards or committees
- Small-dollar consumer loans
- Credit-builder loans and second chance checking accounts
- Financial counseling and education programs, and incentives for savings
- Support for Volunteer Income Tax Assistance programs
- Participation in programs designed to keep homeowners in their home
- Participation in various flexible lending programs
- SBA loans to small businesses

Significant opportunities for participation by financial institutions include the following:

- Small business lending
- Keep housing affordable home refinancing programs
- Service opportunities and use of bank property (meeting rooms, parking lot, etc).
- An ample number of community development organizations are available in the Chicago area to partner with banks and meet the needs of the community listed above

Minneapolis-St. Paul-Bloomington, MN-WI MMA

Demographic Information for Full-Scope Area: Minneapolis-St Paul- Bloomington, MN-WI MMA						
Demographic Characteristics	#	Low % of #	Moderate % of #	Middle % of #	Upper % of #	NA* % of #
Geographies (Census Tracts/BNAs)	772	8.42	20.73	45.85	24.48	0.52
Population by Geography	3,279,833	6.36	17.77	49.45	26.30	0.12
Owner-Occupied Housing by Geography	918,062	2.56	14.69	53.41	29.33	0.00
Business by Geography	303,262	4.70	16.59	48.25	30.44	0.02
Farms by Geography	9,265	1.06	12.93	63.71	22.30	0.00
Family Distribution by Income Level	818,942	19.47	18.08	23.76	38.69	0.00
Distribution of Low and Moderate Income Families throughout AA Geographies	307,560	10.20	25.22	49.76	14.82	0.00
Median Family Income HUD Adjusted Median Family Income for 2013 Households Below Poverty Level		\$80,925 \$82,300 9%	Median Housing Value Unemployment Rate (2010 US Census)			\$169,400 4.80%

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

Source: Moody's Analytics, 2013 Bureau of Labor Statistics, and 2013 HUD updated MFI

The Minneapolis-St. Paul-Bloomington, MN-WI MMA AA consists of 11 counties in Minnesota and two counties in Wisconsin, which combined comprise the MMA in its entirety. According to the FDIC's 2013 data release, BHB deposits in the AA comprised 4.5 percent of the total deposits of the bank.

Competition is significant with approximately 160 direct competitors operating more than 850 offices in the AA. BHB operates 34 branches in the AA and has a 1.88 percent deposit market share which ranks fourth among all institutions. Major competitors include Wells Fargo Bank, N.A. with 50.55 percent and U.S. Bank, N.A. with 30.11 percent deposit market share and TCF National Bank with 2.92 percent deposit market share. There are 167 FDIC-insured depository institutions within the bank's AAs.

The Minneapolis-St. Paul-Bloomington, MN-WI MMA AA has a well-diversified economy. Key sectors of the economy include Education and Health Services, Professional and Business Services, and Government. Major employers in the AA include Target Corporation, Allina Health System, Fairview Health System, Wells Fargo, and the University of MN. Based on data from the Bureau of Labor Statistics, the unemployment rate in the Minneapolis-St. Paul-Bloomington, MN-WI MMA was 4.8 percent in 2013, compared to 5.5 percent in 2012 and 6.3 percent in 2011.

Data from Moody's Analytics indicates the median price of a home at December 31, 2012 was \$169,400 for the Minneapolis-St. Paul-Bloomington, MN-WI MMA. This is a 14 percent decline from the median home price high of \$197,300 in 2008.

A review of community contacts indicated that affordable housing financing and neighborhood revitalization are identified needs within the community.

There is a significant level of opportunities for participation by financial institutions include construction financing for affordable single-family homes and tax credit and affordable housing projects.

St. Louis, MO-IL MMA

Demographic Information for Full-Scope Area: St Louis, MO-IL MMA						
Demographic Characteristics	#	Low % of #	Moderate % of #	Middle % of #	Upper % of #	NA* % of #
Geographies (Census Tracts/BNAs)	486	14.81	18.93	35.19	30.66	0.41
Population by Geography	2,167,522	9.50	17.97	37.72	34.75	0.05
Owner-Occupied Housing by Geography	604,050	5.44	16.01	40.15	38.40	0.00
Business by Geography	175,923	6.56	15.68	34.37	43.29	0.11
Farms by Geography	4,267	2.46	12.14	43.52	41.81	0.07
Family Distribution by Income Level	555,667	20.89	16.63	20.50	41.98	0.00
Distribution of Low and Moderate Income Families throughout AA Geographies	208,494	17.52	27.14	36.68	18.66	0.01
Median Family Income HUD Adjusted Median Family Income for 2013 Households Below Poverty Level		\$67,013 \$69,200 12%	Median Housing Value Unemployment Rate (2010 US Census)			\$121,900 7.20%

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

Source: Moody's Analytics, 2013 Bureau of Labor Statistics, and 2013 HUD updated MFI

The St. Louis, MO-IL MMA AA consists of St. Clair County in Illinois and Jefferson, St. Charles, St. Louis City, and St. Louis Counties in Missouri. According to the FDIC's 2013 data release, BHB deposits in the AA comprised 2.06 percent of total bank deposits.

Competition is significant with approximately 140 direct competitors operating more than 900 offices in the AA. BHB operates 16 branches in the AA and has a 1.89 percent deposit market share which ranks tenth among all institutions. Major competitors include U.S. Bank, N.A. with 16.11 percent deposit market share, Bank of America, N.A with 11.95 percent and Commerce Bank with 7.42 percent. Scottrade Bank has the largest deposit market share in the MSA with 22.11 percent; however, they are not a direct competitor as they are an internet-based Federal Savings Bank that does not have any retail branches. There are 91 FDIC-insured depository institutions with 664 offices within the bank's AA.

The St. Louis, MO-IL MMA AA has a well-diversified economy. Key sectors of the economy include Education and Health Services, Professional and Business Services, and Government. Major employers in the AA include BJC Healthcare; Boeing Defense, Space, and Security; Washington University in St. Louis, and Scott Air Force Base. Based on data from the Bureau of Labor Statistics, the unemployment rate in the St. Louis, MO-IL MMA was 7.2 percent in 2013, compared to 7.7 percent in 2012 and 8.8 percent in 2011.

Data from Moody's Analytics indicates the median price of a home at December 31, 2012 was \$121,900 for the St. Louis, MO-IL MMA AA. This is a seven percent decline from the median home price high of \$131,400 in 2008.

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

- Small loans to businesses

- SBA loans to small businesses
- CDFI loan and operational fund investments (affordable housing and small business)
- Multifamily housing financing

There is an adequate level of opportunities for participation by financial institutions which include the following:

- Seven CDFIs certified by the CDFI Fund of the U.S. Treasury Department are available in which institutions can invest
- Involvement with 45 nonprofit organizations that work with financial institutions, local government, foundations, and others to meet the community development needs of the area
- Provide financial services expertise to nonprofit organizations
- Flexible small business financing
- SBA or other credit-enhancing loans
- Second chance banking products
- Foreclosure assistance (counseling and loan modifications) and prevention task force

Kansas City, MO-KS MMA

Demographic Information for Full-Scope Area: Kansas City, MO-KS MMA						
Demographic Characteristics	#	Low % of #	Moderate % of #	Middle % of #	Upper % of #	NA* % of #
Geographies (Census Tracts/BNAs)	463	14.25	23.76	28.94	29.59	3.46
Population by Geography	1,687,103	9.33	22.38	32.89	35.39	0.01
Owner-Occupied Housing by Geography	444,817	6.02	19.06	34.88	40.04	0.00
Business by Geography	144,320	7.47	18.96	29.99	41.89	1.68
Farms by Geography	3,680	3.42	14.70	37.42	44.05	0.41
Family Distribution by Income Level	428,765	20.45	17.28	21.02	41.25	0.00
Distribution of Low and Moderate Income Families throughout AA Geographies	161,784	17.38	33.61	31.96	17.06	0.00
Median Family Income		\$69,313	Median Housing Value			\$140,600
HUD Adjusted Median Family Income for 2013		\$71,200	Unemployment Rate			6.40%
Households Below Poverty Level		11%				

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

Source: Moody's Analytics, 2013 Bureau of Labor Statistics, and 2013 HUD updated MFI

The Kansas City, MO-KS MMA AA consists of Johnson and Wyandotte Counties in Kansas, and Clay, Jackson, and Platte Counties in Missouri. According to the FDIC's 2013 data release, BHB deposits in the AA comprised 0.80 percent of total bank deposits.

Competition is significant with approximately 140 direct competitors operating more than 800 offices in the AA. BHB operates 11 branches in the AA and has a 1.34 percent deposit market share which ranks 17th among all institutions. Major competitors include UMB Bank, N.A. with 18.17 percent market share, Commerce Bank with 13.85 percent and Bank of America, N.A with 9.41 percent. There are 99 FDIC-insured depository institutions within the bank's AA.

The Kansas City, MO-KS MMA AA has a well-diversified economy. Key sectors of the economy include Professional and Business Services, Government, and Education and Health Services. Major employers in the AA include HCA Midwest Health System, Sprint Nextel Corporation, Saint Luke's Health System, and Cemer Corporation. Based on data from the Bureau of Labor Statistics, the unemployment rate in the Kansas City, MO-KS MMA was 6.4 percent in 2013, compared to 6.7 percent in 2012 and 8.0 percent in 2011.

Data from Moody's Analytics indicates the median price of a home at December 31, 2012 was \$140,600 for the Kansas City, MO-KS MMA. This is a one percent decline from the median home price high of \$142,600 in 2008.

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

- Retail business loans
- First-time home buyer programs
- Small business support
- Home ownership down payment savings programs

There is an adequate level of opportunities for participation by financial institutions which include the following:

- Match funding for the HOME rehab program
- Incentives for rental property owner borrowers to participate in the Section 8 Program
- Financial literacy training and credit repair

Duluth, MN-WI MMA

Demographic Information for Full-Scope Area: Duluth, MN-WI MMA						
Demographic Characteristics	#	Low % of #	Moderate % of #	Middle % of #	Upper % of #	NA* % of #
Geographies (Census Tracts/BNAs)	86	10.47	19.77	52.33	16.28	1.16
Population by Geography	279,771	6.69	13.27	61.30	18.75	0.00
Owner-Occupied Housing by Geography	87,212	2.93	11.34	67.99	17.74	0.00
Business by Geography	23,621	12.70	11.11	59.96	16.22	0.00
Farms by Geography	773	4.14	6.73	72.96	16.17	0.00
Family Distribution by Income Level	73,214	19.78	18.55	22.82	38.85	0.00
Distribution of Low and Moderate Income Families throughout AA Geographies	28,064	8.93	19.02	62.27	9.78	0.00
Median Family Income HUD Adjusted Median Family Income for 2013 Households Below Poverty Level		\$59,812 \$60,900 14%	Median Housing Value Unemployment Rate			\$106,800 6.20%

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

Source: Moody's Analytics, 2013 Bureau of Labor Statistics, and 2013 HUD updated MFI

The Duluth, MN-WI MMA AA consists of the entire multistate MSA, which encompasses Carlton and St. Louis Counties in Minnesota and Douglas County in Wisconsin. According to the FDIC's 2013 data release, BHB deposits in the AA comprised 0.14 percent of the total deposits of the bank.

Competition is moderate with approximately 29 direct competitors operating more than 100 offices in the AA. BHB operates only two branches in the AA and has a 2.40 percent deposit market share which ranks tenth among all institutions. Major competitors include Wells Fargo Bank, N.A. with 26.99 percent deposit market share, U.S. Bank, N.A. with 13.74 and National Bank of Commerce with 10.30 percent.

The Duluth, MN-WI MMA AA has a moderately diversified economy. Key sectors of the economy include Education and Health Services, Government, Retail Trade, and Leisure and Hospitality Services. Major employers in the AA include Essentia Health, the University of Minnesota–Duluth, St. Luke's Hospital, Allete, Inc., and United Healthcare. Based on data from the Bureau of Labor Statistics, the unemployment rate in the Duluth, MN-WI MMA was 6.2 percent in 2013, compared to 6.6 percent in 2012 and 7.3 percent in 2011.

Data from Moody's Analytics indicates the median price of a home at December 31, 2012 was \$106,800 for the Duluth, MN-WI MMA. This is a six percent decline from the median home price high of \$113,600 in 2008.

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

- Start-up business loans
- Small loans to businesses
- Neighborhood revitalization
- Affordable senior housing

The opportunities for participation by financial institutions are limited and include the following:

- Start-up business loans
- Small loans to businesses
- Renovation loans

State of Wisconsin

Milwaukee-Waukesha-West Allis, WI MSA

Demographic Information for Full-Scope Area: Milwaukee-Waukesha-West Allis, WI MSA						
Demographic Characteristics	#	Low % of #	Moderate % of #	Middle % of #	Upper % of #	NA* % of #
Geographies (Census Tracts/BNAs)	429	20.05	17.95	35.20	26.57	0.23
Population by Geography	1,555,908	14.65	16.20	36.13	33.02	0.00
Owner-Occupied Housing by Geography	386,906	6.74	12.89	39.84	40.52	0.00
Business by Geography	101,829	9.95	14.43	37.62	37.95	0.04
Farms by Geography	2,097	3.15	6.44	43.54	46.88	0.00
Family Distribution by Income Level	389,825	22.15	16.90	20.61	40.35	0.00
Distribution of Low and Moderate Income Families throughout AA Geographies	152,194	25.76	23.63	33.19	17.42	0.00
Median Family Income		\$68,787	Median Housing Value			\$185,500
HUD Adjusted Median Family Income for 2013		\$70,200	Unemployment Rate			7.30%
Households Below Poverty Level		12%				

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

Source: Moody's Analytics, 2013 Bureau of Labor Statistics, and 2013 HUD updated MFI

The Milwaukee-Waukesha-West Allis, WI MSA AA consists of the four Wisconsin counties in the MSA: Milwaukee, Ozaukee, Washington, and Waukesha counties. According to the FDIC's 2013 data release, BHB deposits in the AA comprised 13 percent of the bank's total deposits, making this AA the bank's second largest in terms of deposits held.

Competition is significant with approximately 55 direct competitors operating almost 500 offices in the AA. BHB operates 74 branches in the AA and has a 16.30 percent deposit market share which ranks second among all institutions. Major competitors include U.S. Bank, N.A. with a 36.66 percent deposit market share, JPMorgan Chase Bank, N.A. with a 9.74 percent deposit market share, and Associated Bank, N.A. with a deposit market share of 8.53 percent.

The Milwaukee-Waukesha-West Allis, WI MSA AA has a well-diversified economy. Key sectors of the economy include Education and Health Services, Manufacturing, Professional and Business Services, and Government. Major employers in the AA include Aurora Health Care Inc., Wheaton Franciscan Healthcare, Kohl's Department Stores Inc., and Wal-Mart Stores Inc. Based on data from the Bureau of Labor Statistics, the unemployment rate in the Milwaukee-Waukesha-West Allis, WI MSA was 7.3 percent in 2013, compared to 7.5 percent in 2012 and 8 percent in 2011.

Data from Moody's Analytics indicates the median price of a home at December 31, 2012 was \$185,500 for the Milwaukee-Waukesha-West Allis, WI MSA. This is an 11 percent decline from the median home price high of \$208,900 in 2008.

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

- SBA and other credit-enhancement programs for small business (particularly minority-owned)
- Affordable housing financing
- Financing for nonprofit organizations to acquire and renovate foreclosed homes
- Homebuyer counseling
- Personal financial management training and second-chance checking accounts
- Multifamily and commercial rehab loans
- Business development assistance
- Investments in CDFIs and participation on CDFI boards/loan committees
- Appropriate referrals for customers that do not meet conventional credit criteria

Significant opportunities for participation by financial institutions include the following:

- An ample number of community development organizations are available in the Milwaukee area to partner with banks and meet the needs of the community listed above

State of Indiana

Indianapolis-Carmel, IN MSA

Demographic Information for Full-Scope Area: Indianapolis-Carmel, IN MSA						
Demographic Characteristics	#	Low % of #	Moderate % of #	Middle % of #	Upper % of #	NA* % of #
Geographies (Census Tracts/BNAs)	349	14.04	26.07	37.54	22.35	0.00
Population by Geography	1,703,036	8.63	22.04	39.58	29.76	0.00
Owner-Occupied Housing by Geography	437,047	5.43	16.97	43.43	34.17	0.00
Business by Geography	142,441	5.91	18.11	41.83	34.15	0.00
Farms by Geography	4,631	2.46	9.54	60.33	27.66	0.00
Family Distribution by Income Level	425,991	21.55	17.24	20.62	40.60	0.00
Distribution of Low and Moderate Income Families throughout AA Geographies	165,226	15.91	31.86	37.68	14.56	0.00
Median Family Income		\$66,347	Median Housing Value			\$127,900
HUD Adjusted Median Family Income for 2013		\$65,100	Unemployment Rate			6.90%
Households Below Poverty Level		11%				

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

Source: Moody's Analytics, 2013 Bureau of Labor Statistics, and 2013 HUD updated MFI

The Indianapolis-Carmel, IN MSA AA consists of 10 of the 12 counties in the Indianapolis-Carmel, IN MSA: Boone, Brown, Hamilton, Hancock, Hendricks, Johnson, Marion, Morgan, Putnam, and Shelby counties. Brown and Putnam counties are excluded from the AA because the bank does not have a deposit-taking presence there. According to the FDIC's 2013 data release, BHB deposits in the AA comprised 2.98 percent of total bank deposits.

Competition is significant with approximately 48 direct competitors operating more than 530 offices in the AA. BHB operates 37 branches in the AA and has a 5.92 percent deposit market share which ranks fifth among all institutions. Major competitors include JPMorgan Chase Bank, N.A. with a 24.60 percent market share, PNC Bank, N.A. with a 19.72 percent market share, and Fifth Third Bank with a market share of 10.26 percent.

The Indianapolis-Carmel, IN MSA AA has a well-diversified economy. Key sectors of the economy include Education and Health Services, Professional and Business Services, and Government. Major employers in the AA include Indiana University Health, St. Vincent Hospitals and Health Services, and Eli Lilly and Company. Based on data from the Bureau of Labor Statistics, the unemployment rate in the Indianapolis-Carmel, IN MSA was 6.9 percent in 2013, compared to 7.6 percent in 2012 and 8.3 percent in 2011.

Data from Moody's Analytics indicates the median price of a home at December 31, 2012 was \$127,900 for the Indianapolis-Carmel, IN MSA. This is a 15 percent increase from the median home price of \$111,000 in 2008.

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

- Affordable mortgage loans

- Down payment assistance and homeownership counseling
- Affordable rental housing including senior and multifamily
- Financial literacy services
- Loans to community development organizations
- Small loans to businesses
- Construction financing

Significant opportunities for participation by financial institutions include the following:

- Partnerships with community development organizations
- Partnerships with agencies involved in economic and business development
- Affordable rehab, mortgage, small-dollar, and automobile loans
- Grants for pre-purchase, post-purchase, and foreclosure counseling
- Grants for financial literacy training
- Investment in micro-loan funds
- Program volunteers

State of Arizona

Phoenix-Mesa-Glendale, AZ MSA

Demographic Information for Full-Scope Area: Phoenix-Mesa-Glendale, AZ MSA						
Demographic Characteristics	#	Low % of #	Moderate % of #	Middle % of #	Upper % of #	NA* % of #
Geographies (Census Tracts/BNAs)	991	9.18	24.52	33.91	31.38	1.01
Population by Geography	4,192,887	8.18	24.70	36.00	30.95	0.17
Owner-Occupied Housing by Geography	1,008,811	3.66	21.50	38.06	36.77	0.01
Business by Geography	418,413	6.33	15.81	30.79	46.60	0.47
Farms by Geography	8,037	5.69	17.58	34.43	42.08	0.22
Family Distribution by Income Level	1,000,063	21.18	17.76	20.47	40.59	0.00
Distribution of Low and Moderate Income Families throughout AA Geographies	389,428	13.42	36.31	33.84	16.44	0.00
Median Family Income		\$64,408	Median Housing Value			\$147,800
HUD Adjusted Median Family Income for 2013		\$62,200	Unemployment Rate			6.90%
Households Below Poverty Level		12%				

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

Source: Moody's Analytics, 2013 Bureau of Labor Statistics, and 2013 HUD updated MFI

The Phoenix-Mesa-Glendale, AZ MSA consists of the two counties that comprise the MSA in its entirety: Maricopa and Pinal counties. According to the FDIC's 2013 data release, BHB deposits in the AA comprised 3.01 percent of total bank deposits.

Competition is significant with approximately 59 direct competitors operating more than 860 offices in the AA. BHB operates 43 branches in the AA and has a 3.13 percent deposit market share which ranks fourth among all institutions. Major competitors include JPMorgan Chase Bank, N.A. with a 27.08 percent market share, Wells Fargo Bank, N.A. with a 26.01 percent market share, and Bank of America, N.A. with a market share of 20.62 percent.

The Phoenix-Mesa-Glendale, AZ MSA AA has a well-diversified economy. Key sectors of the economy include Professional and Business Services, Education and Health Services, Government, and Retail Trade. Major employers in the AA include Banner Health System, Wells Fargo, Bank of America, and Intel Corporation. Based on data from the Bureau of Labor Statistics, the unemployment rate in the Phoenix-Mesa-Glendale, AZ MSA was 6.9 percent in 2013, compared to 7.4 percent in 2012 and 8.6 percent in 2011.

Data from Moody's Analytics indicates the median price of a home at December 31, 2012 was \$147,800 for the Phoenix-Mesa-Glendale, AZ MSA. This is a 23 percent decline from the median home price high of \$192,200 in 2008. The Phoenix-Mesa-Glendale, AZ MSA has been one of the hardest hit areas in the nation following the housing market downturn. Foreclosures and short sales represented 56 percent of all existing homes sales in the MSA in 2011. The high proportion of distressed sales has kept Phoenix home prices depressed.

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

- Affordable housing
- Neighborhood stabilization financing for nonprofit organizations
- Rehab and revitalization loans
- Financial support for housing counseling agencies
- Small business financing and technical assistance

Adequate opportunities for participation by financial institutions include the following:

- Partnerships with nonprofit organizations
- Investment in nonprofit loan pools supporting funding for affordable housing, asset building, and small business efforts

State of Florida

North Port-Bradenton-Sarasota, FL MSA

Demographic Information for Full-Scope Area: North Port-Bradenton-Sarasota, FL MSA						
Demographic Characteristics	#	Low % of #	Moderate % of #	Middle % of #	Upper % of #	NA* % of #
Geographies (Census Tracts/BNAs)	172	2.33	24.42	45.35	27.91	0.00
Population by Geography	702,281	2.67	23.45	46.77	27.11	0.00
Owner-Occupied Housing by Geography	228,050	1.26	20.07	48.99	29.68	0.00
Business by Geography	114,610	1.62	20.18	43.24	34.95	0.00
Farms by Geography	2,981	1.51	18.15	48.21	32.14	0.00
Family Distribution by Income Level	188,229	19.55	19.05	20.92	40.47	0.00
Distribution of Low and Moderate Income Families throughout AA Geographies	72,663	4.42	32.53	46.69	16.36	0.00
Median Family Income		\$60,626	Median Housing Value			\$171,900
HUD Adjusted Median Family Income for 2013		\$59,900	Unemployment Rate			7.00%
Households Below Poverty Level		10%				

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

Source: Moody's Analytics, 2013 Bureau of Labor Statistics, and 2013 HUD updated MFI

The North Port-Bradenton-Sarasota, FL MSA AA consists of the two counties that comprise the MSA in its entirety: Manatee and Sarasota counties. According to the FDIC's 2013 data release, BHB deposits in the AA comprised 0.66 percent of total bank deposits.

Competition is significant with approximately 42 direct competitors operating more than 290 offices in the AA. BHB operates 11 branches in the AA and has a 2.76 percent deposit market share which ranks tenth among all institutions. Major competitors include Bank of America, N.A. with an 18.69 percent market share, Wells Fargo Bank, N.A. with a 15.34 percent market share, and SunTrust Bank with a market share of 12.89 percent.

The North Port-Bradenton-Sarasota, FL MSA AA has a well-diversified economy. Key sectors of the economy include Education and Health Services, Retail Trade, Leisure and Hospitality Services, and Professional and Business Services. Major employers in the AA include Sarasota Memorial Health Care System, Publix Supermarkets, and Beall's Inc. Based on data from the Bureau of Labor Statistics, the unemployment rate in the North Port-Bradenton-Sarasota, FL MSA was 7 percent in 2013, compared to 8.8 percent in 2012 and 10.6 percent in 2011.

Data from Moody's Analytics indicates the median price of a home at December 31, 2012 was \$171,900 for the North Port-Bradenton-Sarasota, FL MSA. This is a 27 percent decline from the median home price high of \$235,300 in 2008.

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

- Local neighborhood business financing
- Revitalization efforts

- Financial literacy training and second chance banking products/services
- Affordable housing loans

Adequate opportunities for participation by financial institutions include the following:

- Creating of a micro and/or revolving loan program
- Small business training programs
- Affordable housing initiatives

State of Illinois

Rockford, IL MSA

Demographic Information for Full-Scope Area: Rockford, IL MSA						
Demographic Characteristics	#	Low % of #	Moderate % of #	Middle % of #	Upper % of #	NA* % of #
Geographies (Census Tracts/BNAs)	84	11.90	27.38	38.10	21.43	1.19
Population by Geography	349,431	8.23	22.66	42.71	26.40	0.00
Owner-Occupied Housing by Geography	93,629	4.00	19.24	45.61	31.16	0.00
Business by Geography	21,827	6.69	19.31	44.92	28.59	0.49
Farms by Geography	1,022	1.27	11.35	55.87	31.31	0.20
Family Distribution by Income Level	88,824	21.62	17.49	21.84	39.06	0.00
Distribution of Low and Moderate Income Families throughout AA Geographies	34,735	14.48	31.55	38.86	15.12	0.00
Median Family Income		\$61,291	Median Housing Value			\$88,700
HUD Adjusted Median Family Income for 2013		\$61,100	Unemployment Rate			11.60%
Households Below Poverty Level		14%				

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

Source: Moody's Analytics, 2013 Bureau of Labor Statistics, and 2013 HUD updated MFI

The Rockford, IL MSA AA consists of Boone and Winnebago counties in Illinois. According to the FDIC's 2013 data release, BHB deposits in the AA comprised 0.80 percent of total bank deposits.

Competition is moderate with approximately 25 direct competitors operating more than 90 offices in the AA. BHB operates 13 branches in the AA and has a 9.22 percent deposit market share which ranks fourth among all institutions. Major competitors include Associated Bank, N.A. with a 22.65 percent market share, Alpine Bank and Trust Company with a 16.37 percent market share, and JPMorgan Chase Bank, N.A. with a market share of 10.22 percent.

The Rockford, IL MSA AA has a well-diversified economy. Key sectors of the economy include Manufacturing (primarily durable goods), Education and Health Services, Government, and Professional and Business Services. Major employers in the AA include Chrysler LLC, Rockford Health System, and Swedish American Health System. Based on data from the Bureau of Labor Statistics, the unemployment rate in the Rockford, IL MSA was 11.6 percent in 2013, compared to 11.6 percent in 2012 and 12.8 percent in 2011.

Data from Moody's Analytics indicates the median price of a home at December 31, 2012 was \$88,700 for the Rockford, IL MSA. This is an almost 24 percent decline from the median home price high of \$116,400 in 2008.

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

- Financial education and asset-building programs
- Affordable accessible deposit accounts
- Affordable flexible purchase money mortgages

- Flexible construction and permanent loans for community development projects

Adequate opportunities for participation by financial institutions include the following:

- Creating of a micro and/or revolving loan program
- Small business training programs
- Affordable housing initiatives

State of Kansas

Non-MSA KS

Demographic Information for Full-Scope Area: Non-MSA KS						
Demographic Characteristics	#	Low % of #	Moderate % of #	Middle % of #	Upper % of #	NA* % of #
Geographies (Census Tracts/BNAs)	17	0.00	11.76	82.35	5.88	0.00
Population by Geography	60,737	0.00	7.58	80.15	12.28	0.00
Owner-Occupied Housing by Geography	16,662	0.00	6.11	85.58	8.31	0.00
Business by Geography	3,995	0.00	14.94	73.24	11.81	0.00
Farms by Geography	496	0.00	2.42	92.74	4.84	0.00
Family Distribution by Income Level	14,741	20.53	20.46	22.08	36.93	0.00
Distribution of Low and Moderate Income Families throughout AA Geographies	6,042	0.00	13.31	81.81	4.88	0.00
Median Family Income		\$52,362	Median Housing Value			\$77,650
HUD Adjusted Median Family Income for 2013		\$55,200	Unemployment Rate			5.90%
Households Below Poverty Level		18%				

(*) The NA category consists of geographies that have not been assigned an income classification.
 Source: 2010 US Census , 2013 Bureau of Labor Statistics, and 2013 HUD updated MFI

The non-MSA KS AA consists of Crawford and Cherokee counties in Kansas. According to the FDIC’s 2013 data release, BHB deposits in the AA comprised 0.08 percent of total bank deposits.

Competition is moderate with approximately 16 direct competitors operating more than 30 offices in the AA. BHB operates one branch in the AA and has a 5.81 percent deposit market share which ranks eighth among all institutions. Major competitors include Commerce Bank with an 18.96 percent market share, Labette Bank with an 11.03 percent market share, and Community National Bank and Trust with a market share of 10.54 percent.

The non-MSA KS AA has a well-diversified economy. Key sectors of the economy include Government, Education and Health Services, Manufacturing, and Professional and Business Services. Major employers in the AA include Cessna Aircraft Co., Spirit Aerosystems Inc., The University of Kansas, and Fort Leavenworth. Based on data from the Bureau of Labor Statistics, the 2013 unemployment rates for Crawford and Cherokee counties were 5.6 percent and 6.1 percent, respectively.

Data from the United States Census Bureau indicates the median value of owner-occupied housing units from 2008-2012 \$71,900 for Cherokee County and \$83,400 for Crawford county.

A review of community contacts indicated that affordable housing, including senior housing is an identified need within the community.

Opportunities are somewhat limited, with affordable housing financing being the main opportunity for participation by financial institutions.

State of Missouri

St. Joseph, MO-KS MMA

Demographic Information for Full-Scope Area: St Joseph MO-KS MMA						
Demographic Characteristics	#	Low % of #	Moderate % of #	Middle % of #	Upper % of #	NA* % of #
Geographies (Census Tracts/BNAs)	29	0.00	17.24	65.52	17.24	0.00
Population by Geography	106,492	0.00	14.46	64.32	21.22	0.00
Owner-Occupied Housing by Geography	28,240	0.00	10.66	65.87	23.46	0.00
Business by Geography	6,769	0.00	16.69	62.40	20.90	0.00
Farms by Geography	656	0.00	1.68	79.42	18.90	0.00
Family Distribution by Income Level	26,614	18.90	18.32	22.83	39.95	0.00
Distribution of Low and Moderate Income Families throughout AA Geographies	9,906	0.00	18.82	65.01	16.17	0.00
Median Family Income		\$54,339	Median Housing Value			\$86,700
HUD Adjusted Median Family Income for 2013		\$59,300	Unemployment Rate			5.40%
Households Below Poverty Level		13%				

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

Source: Moody's Analytics, 2013 Bureau of Labor Statistics, and 2013 HUD updated MFI

The St. Joseph, MO-KS MMA AA consists of Andrew and Buchanan Counties in Missouri. According to the FDIC's 2013 data release, BHB deposits in the AA comprised 0.06 percent of total bank deposits.

Competition is moderate with approximately 14 direct competitors operating more than 30 offices in the AA. BHB operates one branch in the AA and has a 2.36 percent deposit market share which ranks tenth among all institutions. Major competitors include Nodaway Valley Bank with a 23.62 percent market share, Commerce Bank with a 21.03 percent market share and U.S. Bank N.A. with a market share of 12.56 percent.

The St. Joseph, MO-KS MMA AA has a well-diversified economy. Key sectors of the economy include Government, Manufacturing, and Education and Health Services. Major employers in the AA include Heartland Health and Triumph Foods Inc. Based on data from the Bureau of Labor Statistics, the unemployment rate in the St. Joseph, MO-KS MMA was 5.4 percent in 2013, compared to 5.7 percent in 2012 and 7.2 percent in 2011.

Data from Moody's Analytics indicates the median price of a home at December 31, 2012 was \$86,700 for the St. Joseph, MO-KS MMA.

A review of community contacts indicated that affordable and livable housing are identified needs within the community.

Opportunities for participation by financial institutions are limited and include affordable housing financing and service on United Way Board or provide financial expertise to small businesses.

State of Nevada

Las Vegas-Paradise, NV MSA

Demographic Information for Full-Scope Area: Las Vegas-Paradise NV MSA						
Demographic Characteristics	#	Low % of #	Moderate % of #	Middle % of #	Upper % of #	NA* % of #
Geographies (Census Tracts/BNAs)	487	5.75	23.20	41.27	29.77	0.00
Population by Geography	1,951,269	5.29	22.78	42.19	29.74	0.00
Owner-Occupied Housing by Geography	405,047	1.74	15.53	45.66	37.07	0.00
Business by Geography	118,200	4.87	21.78	42.12	31.22	0.00
Farms by Geography	1,819	2.53	19.46	42.83	35.18	0.00
Family Distribution by Income Level	457,592	20.10	18.02	22.00	39.88	0.00
Distribution of Low and Moderate Income Families throughout AA Geographies	174,412	9.69	33.02	40.10	17.20	0.00
Median Family Income		\$63,888	Median Housing Value			\$134,300
HUD Adjusted Median Family Income for 2013		\$63,100	Unemployment Rate			10.0%
Households Below Poverty Level		10%				

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

Source: Moody's Analytics, 2013 Bureau of Labor Statistics, and 2013 HUD updated MFI

The Las Vegas-Paradise, NV MSA AA consists of Clark County in Nevada. The bank closed its only branch in the AA on August 16, 2013. According to the FDIC's 2013 data release, prior to the closure of this location, BHB deposits in the AA comprised 0.03 percent of total bank deposits.

Competition was significant with approximately 37 direct competitors operating 371 branches in the AA. While the branch was still in operation, BHB had 0.05 percent of the deposit market share and ranked 28th. The bank competed with numerous institutions for deposits including Bank of America, N.A. with a 26.84 percent market share, Wells Fargo Bank, N.A. with a 22.99 percent market share, and Citibank, N.A. with a market share of 10.43 percent.

The Las Vegas-Paradise, NV MSA AA has a well-diversified economy. Key sectors of the economy include Leisure and Hospitality Services, Professional and Business Services, and Retail Trade. Major employers in the AA include MGM Resorts International, Caesars Entertainment Corporation, Station Casinos Inc., and Nellis Air Force Base. Based on data from the Bureau of Labor Statistics, the unemployment rate in the Las Vegas-Paradise, NV MSA was 10.0 percent in 2013, compared to 11.7 percent in 2012 and 13.6 percent in 2011.

Data from Moody's Analytics indicates the median price of a home at December 31, 2012 was \$134,300 for the Las Vegas-Paradise, NV MSA. This is a 38 percent decline from the median home price high of \$219,100 in 2008. Las Vegas was one of the hardest-hit areas during the housing crisis. The significant decline in property values resulted in many homeowners becoming severely underwater in their mortgages. The rise in unemployment in 2009 and 2010 added to rising defaults and the decline in property values.

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

- Social services funding for organizations assisting low- and moderate-income individuals/families
- Small loans to businesses
- Foreclosure prevention programs

Adequate opportunities for participation by financial institutions include the following:

- Local government partnership opportunities
- Lending, investment, and service activities with community development organizations

State of Washington

Seattle-Bellevue-Everett, WA MD

Demographic Information for Full-Scope Area: Seattle-Bellevue-Everett WA MD						
Demographic Characteristics	#	Low % of #	Moderate % of #	Middle % of #	Upper % of #	NA* % of #
Geographies (Census Tracts/BNAs)	398	5.03	17.84	44.47	32.16	0.50
Population by Geography	1,931,249	4.59	17.79	46.05	31.27	0.30
Owner-Occupied Housing by Geography	468,539	1.72	13.22	47.34	37.72	0.00
Business by Geography	249,119	4.93	14.72	43.56	36.67	0.13
Farms by Geography	4,249	2.87	14.14	48.15	34.83	0.00
Family Distribution by Income Level	456,029	19.98	16.95	21.06	42.02	0.00
Distribution of Low and Moderate Income Families throughout AA Geographies	168,404	6.56	27.46	47.64	18.34	0.00
Median Family Income		\$83,852	Median Housing Value			\$329,000
HUD Adjusted Median Family Income for 2013		\$86,700	Unemployment Rate			5.40%
Households Below Poverty Level		10%				

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

Source: Moody's Analytics, 2013 Bureau of Labor Statistics, and 2013 HUD updated MFI

BHB has delineated a portion of the Seattle-Bellevue-Everett, WA MD as its AA in the state of Washington. The bank's AA includes only King County. According to the FDIC's 2013 data release, BHB deposits in the AA comprised 0.01 percent of total bank deposits.

Competition is significant with approximately 48 direct competitors operating 555 branches in the AA. BHB operates one branch in the AA which is located on the 20th floor of an office building and offers traditional wealth management products and services. BHB has a 0.01 percent deposit market share which ranks 47th among all institutions. Major competitors include Bank of America, N.A. with a 29.40 percent market share, Wells Fargo, N.A. with a 13.16 percent market share, and JPMorgan Chase Bank, N.A. with a market share of 10.59 percent.

The Seattle-Bellevue-Everett, WA MD AA has a well-diversified economy. Key sectors of the economy include Professional and Business Services, Government, and Education and Health Services. Major employers in the AA include Boeing Co., Microsoft Corporation, and the University of Washington. Based on data from the Bureau of Labor Statistics, the unemployment rate in the Seattle-Bellevue-Everett, WA MD was 5.4 percent in 2013, compared to 6.9 percent in 2012 and 8.4 percent in 2011.

Data from Moody's Analytics indicates the median price of a home at December 31, 2012 was \$329,000 for the Seattle-Bellevue-Everett, WA MD.

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

- Affordable housing
- Multifamily housing including affordable condominium development

- Traditional small business financing

Adequate opportunities for participation by financial institutions include the following:

- Support for community development housing organizations to provide equity subsidies
- Numerous community development housing organizations looking to partner with banks
- Provide financial and technical support to small business development companies
- Revolving loan funds
- Small business financing

Appendix D: Tables of Performance Data

Content of Standardized Tables

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

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

- Table 1. Lending Volume** - Presents the number and dollar amount of reportable loans originated and purchased by the bank over the evaluation period by MA/assessment area. Community development loans to statewide or regional entities or made outside the bank’s assessment area may receive positive CRA consideration. See Interagency Q&As __.12 (i) - 5 and - 6 for guidance on when a bank may receive positive CRA consideration for such loans.
- Table 1. Other Products** - Presents the number and dollar amount of any unreported category of loans originated and purchased by the bank, if applicable, over the evaluation period by MA/assessment area. Examples include consumer loans or other data that a bank may provide, at its option, concerning its lending performance. This is a two-page table that lists specific categories.
- Table 2. Geographic Distribution of Home Purchase Loans** - Compares the percentage distribution of the number of loans originated and purchased by the bank in low-, moderate-, middle-, and upper-income geographies to the percentage distribution of owner-occupied housing units throughout those geographies. The table also presents market share information based on the most recent aggregate market data available.
- Table 3. Geographic Distribution of Home Improvement Loans** - See Table 2.
- Table 4. Geographic Distribution of Home Mortgage Refinance Loans** - See Table 2.
- Table 5. Geographic Distribution of Multifamily Loans** - Compares the percentage distribution of the number of multifamily loans originated and purchased by the bank in low-, moderate-, middle-, and upper-income geographies to the percentage

distribution of multifamily housing units throughout those geographies. The table also presents market share information based on the most recent aggregate market data available.

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

purchased by the bank by loan size, regardless of the revenue size of the farm. Market share information is presented based on the most recent aggregate market data available.

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

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

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

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

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Table 1. Lending Volume

LENDING VOLUME		Geography: CHICAGO-JOLIET-NAPERVILLE, IL-IN-WI MMA						Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2013				
Assessment Area:	% of Rated Area Loans (#) in MA/AA*	Home Mortgage		Small Loans to Businesses		Small Loans to Farms		Community Development Loans**		Total Reported Loans		% of Rated Area Deposits in MA/AA***
		#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	
Full Review:												
Chicago-Joliet-Naperville, IL MD	85.12	12,669	2,274,963	6,618	516,641	31	4,310	146	372,129	19,464	3,168,043	94.12
Limited Review:												
Gary, IN MD	5.50	897	108,984	342	23,118	2	738	17	37,866	1,258	170,706	1.91
Lake County-Kenosha County, IL-WI MD	9.38	1,302	309,808	813	108,940	16	2,203	13	23,591	2,144	444,542	3.97

* Loan Data as of December 31, 2013. Rated area refers to either state or multistate MA rating area.

** The evaluation period for Community Development Loans is from January 01, 2009 to December 31, 2013 for the Chicago-Joliet-Naperville, IL and Gary, IN MDs. The evaluation period for Community Development Loans is from July 5, 2011 through December 31, 2013 for Lake County-Kenosha County IL-WI MD

*** Deposit Data as of June 30, 2013. Rated Area refers to either the state, multistate MA, or institution, as appropriate.

Table 2. Geographic Distribution of Home Purchase Loans

Geographic Distribution: HOME PURCHASE		Geography: CHICAGO-JOLIET-NAPERVILLE, IL-IN-WI MMA								Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2013					
Assessment Area:	Total Home Purchase Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total**	% Owner Occ Units***	% BANK Loans****	% Owner Occ Units***	% BANK Loans****	% Owner Occ Units***	% BANK Loans****	% Owner Occ Units***	% BANK Loans****	Overall	Low	Mod	Mid	Upp
Full Review:															
Chicago-Joliet-Naperville, IL MD	2,747	100.00	3.97	2.77	17.98	16.75	37.75	37.06	40.30	43.43	1.35	1.00	1.25	1.50	1.29
Limited Review:															
Gary, IN MD	159	100.00	4.64	3.14	16.56	10.69	45.49	44.03	33.32	42.14	0.85	5.77	1.23	0.70	0.88
Lake County-Kenosha County, IL-WI MD	286	100.00	3.82	4.55	18.50	19.93	42.03	43.36	35.66	32.17	1.11	1.84	1.35	1.18	0.89

* Based on 2012 Peer Mortgage Data (USPR)

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

*** Percentage of Owner-occupied Units is the number of owner-occupied units in a particular geography divided by the number of owner-occupied housing units in the area based on 2010 Census information.

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

Table 3. Geographic Distribution of Home Improvement Loans

Geographic Distribution: HOME IMPROVEMENT		Geography: CHICAGO-JOLIET-NAPERVILLE, IL-IN-WI MMA								Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2013					
Assessment Area:	Total Home Improvement Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total**	% Owner Occ Units***	% BANK Loans****	% Owner Occ Units***	% BANK Loans****	% Owner Occ Units***	% BANK Loans****	% Owner Occ Units***	% BANK Loans****	Overall	Low	Mod	Mid	Upp
Full Review:															
Chicago-Joliet-Naperville, IL MD	252	100.00	3.97	3.97	17.98	26.19	37.75	34.92	40.30	34.92	2.52	1.90	2.77	3.18	2.02
Limited Review:															
Gary, IN MD	34	100.00	4.64	2.94	16.56	23.53	45.49	47.06	33.32	26.47	1.61	0.00	3.13	1.19	1.83
Lake County-Kenosha County, IL-WI MD	24	100.00	3.82	0.00	18.50	8.33	42.03	41.67	35.66	50.00	1.91	0.00	1.29	1.60	2.87

* Based on 2012 Peer Mortgage Data (USPR)

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

*** Percentage of Owner-occupied Units is the number of owner-occupied units in a particular geography divided by the number of owner-occupied housing units in the area based on 2010 Census information.

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

Table 4. Geographic Distribution of Home Mortgage Refinance Loans

Geographic Distribution: HOME MORTGAGE REFINANCE			Geography: CHICAGO-JOLIET-NAPERVILLE, IL-IN-WI MMA				Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2013								
Assessment Area:	Total Home Mortgage Refinance Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total**	% Owner Occ Units***	% BANK Loans****	% Owner Occ Units***	% BANK Loans****	% Owner Occ Units***	% BANK Loans****	% Owner Occ Units***	% BANK Loans****	Overall	Low	Mod	Mid	Upp
Full Review:															
Chicago-Joliet-Naperville, IL MD	9,670	100.00	3.97	2.14	17.98	11.78	37.75	33.41	40.30	52.67	2.26	2.10	2.30	2.53	2.11
Limited Review:															
Gary, IN MD	704	100.00	4.64	1.56	16.56	12.07	45.49	41.34	33.32	45.03	2.65	6.00	4.31	2.43	2.61
Lake County-Kenosha County, IL-WI MD	991	100.00	3.82	1.31	18.50	10.60	42.03	35.22	35.66	52.88	1.73	1.42	1.97	1.60	1.80

* Based on 2012 Peer Mortgage Data (USPR)

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

*** Percentage of Owner-occupied Units is the number of owner-occupied units in a particular geography divided by the number of owner-occupied housing units in the area based on 2010 Census information.

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

Table 5. Geographic Distribution of Multifamily Loans

Geographic Distribution: MULTIFAMILY		Geography: CHICAGO-JOLIET-NAPERVILLE, IL-IN-WI MMA								Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2013					
Assessment Area:	Total Multifamily Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total**	% of MF Units***	% BANK Loans****	% MF Units***	% BANK Loans****	% MF Units***	% BANK Loans****	% MF Units***	% BANK Loans****	Overall	Low	Mod	Mid	Upp
Full Review:															
Chicago-Joliet-Naperville, IL MD	0	0.00	12.06	0.00	22.60	0.00	32.61	0.00	32.73	0.00	0.00	0.00	0.00	0.00	0.00
Limited Review:															
Gary, IN MD	0	0.00	19.02	0.00	18.51	0.00	46.97	0.00	15.49	0.00	0.00	0.00	0.00	0.00	0.00
Lake County-Kenosha County, IL-WI MD	1	100.00	11.15	100.00	32.32	0.00	42.18	0.00	14.35	0.00	1.43	7.69	0.00	0.00	0.00

* Based on 2012 Peer Mortgage Data (USPR)

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

*** Percentage of Multifamily Units is the number of multifamily units in a particular geography divided by the number of multifamily housing units in the area based on 2010 Census information.

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

Table 6. Geographic Distribution of Small Loans to Businesses

Geographic Distribution: SMALL LOANS TO BUSINESSES		Geography: CHICAGO-JOLIET-NAPERVILLE, IL-IN-WI MMA								Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2013					
Assessment Area:	Total Small Business Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total**	% of Businesses***	% BANK Loans	% of Businesses***	% BANK Loans	% of Businesses***	% BANK Loans	% of Businesses***	% BANK Loans	Overall	Low	Mod	Mid	Upp
Full Review:															
Chicago-Joliet-Naperville, IL MD	6,616	100.00	4.93	3.91	15.88	15.78	32.99	32.33	46.08	47.97	1.80	1.21	1.07	1.81	2.18
Limited Review:															
Gary, IN MD	342	100.00	6.37	10.82	14.65	17.54	46.38	40.64	32.49	30.99	1.51	2.91	2.05	1.38	1.51
Lake County-Kenosha County, IL-WI MD	813	100.00	3.74	5.41	14.45	14.64	37.74	43.30	44.05	36.65	1.93	1.80	2.09	2.07	1.94

* Based on 2012 Peer Small Business Data -- US

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

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

Table 7. Geographic Distribution of Small Loans to Farms

Geographic Distribution: SMALL LOANS TO FARMS			Geography: CHICAGO-JOLIET-NAPERVILLE, IL-IN-WI MMA								Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2013				
Assessment Area:	Total Small Farm Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total**	% of Farms***	% BANK Loans	% of Farms***	% BANK Loans	% of Farms***	% BANK Loans	% of Farms***	% BANK Loans	Overall	Low	Mod	Mid	Upp
Full Review:															
Chicago-Joliet-Naperville, IL MD	31	100.00	2.44	0.00	12.25	3.23	41.84	51.61	43.43	45.16	2.63	0.00	9.09	2.30	2.99
Limited Review:															
Gary, IN MD	2	100.00	2.31	0.00	6.37	0.00	57.89	100.00	33.43	0.00	0.00	0.00	0.00	0.00	0.00
Lake County-Kenosha County, IL-WI MD	16	100.00	3.11	0.00	15.61	6.25	51.34	93.75	29.94	0.00	7.14	0.00	0.00	9.26	0.00

* Based on 2012 Peer Small Business Data -- US

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

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

Table 8. Borrower Distribution of Home Purchase Loans

Borrower Distribution: HOME PURCHASE		Geography: CHICAGO-JOLIET-NAPERVILLE, IL-IN-WI MMA								Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2013						
Assessment Area:	Total Home Purchase Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Market Share*					
	#	% of Total**	% Families***	% BANK Loans****	% Families***	% BANK Loans****	% Families***	% BANK Loans****	% Families***	% BANK Loans****	% Families***	% BANK Loans****	Overall	Low	Mod	Mid
Full Review:																
Chicago-Joliet-Naperville, IL MD	2,747	100.00	22.61	19.18	16.83	27.89	19.47	19.04	41.08	33.88	1.50	2.47	1.68	1.18	1.32	
Limited Review:																
Gary, IN MD	159	100.00	21.39	11.32	17.26	23.90	21.71	28.93	39.64	35.85	0.96	0.99	0.60	1.21	1.05	
Lake County-Kenosha County, IL-WI MD	286	100.00	20.64	26.33	17.65	21.35	21.63	18.15	40.08	34.16	1.21	1.84	1.15	1.04	1.03	

* Based on 2012 Peer Mortgage Data (USPR)

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

*** Percentage of Families is based on the 2010 Census information.

**** As a percentage of loans with borrower income information available. No information was available for 1.0% of loans originated and purchased by bank.

Table 9. Borrower Distribution of Home Improvement Loans

Borrower Distribution: HOME IMPROVEMENT		Geography: CHICAGO-JOLIET-NAPERVILLE, IL-IN-WI MMA								Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2013					
Assessment Area:	Total Home Improvement Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Market Share*				
	#	% of Total**	% Families***	% BANK Loans****	% Families***	% BANK Loans****	% Families***	% BANK Loans****	% Families***	% BANK Loans****	Overall	Low	Mod	Mid	Upp
Full Review:															
Chicago-Joliet-Naperville, IL MD	252	100.00	22.61	16.87	16.83	27.71	19.47	21.69	41.08	33.73	2.77	4.89	4.49	2.05	1.99
Limited Review:															
Gary, IN MD	34	100.00	21.39	14.71	17.26	35.29	21.71	29.41	39.64	20.59	1.68	0.93	2.89	1.71	1.25
Lake County-Kenosha County, IL-WI MD	24	100.00	20.64	16.67	17.65	16.67	21.63	16.67	40.08	50.00	2.33	1.12	2.83	1.45	3.00

* Based on 2012 Peer Mortgage Data (USPR)

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

*** Percentage of Families is based on the 2010 Census information.

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

Table 10. Borrower Distribution of Home Mortgage Refinance Loans

Borrower Distribution: HOME MORTGAGE REFINANCE			Geography: CHICAGO-JOLIET-NAPERVILLE, IL-IN-WI MMA								Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2013				
Assessment Area:	Total Home Mortgage Refinance Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Market Share*				
	#	% of Total**	% Families***	% BANK Loans****	% Families***	% BANK Loans****	% Families***	% BANK Loans****	% Families***	% BANK Loans****	Overall	Low	Mod	Mid	Upp
Full Review:															
Chicago-Joliet-Naperville, IL MD	9,670	100.00	22.61	9.99	16.83	20.72	19.47	25.01	41.08	44.29	2.58	4.61	4.22	2.78	1.89
Limited Review:															
Gary, IN MD	704	100.00	21.39	9.42	17.26	26.39	21.71	27.25	39.64	36.95	3.13	3.59	5.09	2.98	2.41
Lake County-Kenosha County, IL-WI MD	991	100.00	20.64	10.56	17.65	18.87	21.63	21.54	40.08	49.03	1.95	2.60	2.54	1.93	1.72

* Based on 2012 Peer Mortgage Data (USPR)

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

*** Percentage of Families is based on the 2010 Census information.

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

Table 11. Borrower Distribution of Small Loans to Businesses

Borrower Distribution: SMALL LOANS TO BUSINESSES		Geography: CHICAGO-JOLIET-NAPERVILLE, IL-IN-WI MMA				Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2013			
Assessment Area:	Total Small Loans to Businesses		Businesses With Revenues of \$1 million or less		Loans by Original Amount Regardless of Business Size			Market Share*	
	#	% of Total**	% of Businesses***	% BANK Loans****	\$100,000 or less	>\$100,000 to \$250,000	>\$250,000 to \$1,000,000	All	Rev\$ 1 Million or Less
Full Review:									
Chicago-Joliet-Naperville, IL MD	6,618	100.00	71.03	76.79	82.71	7.78	9.50	1.80	4.38
Limited Review:									
Gary, IN MD	342	100.00	72.34	77.49	85.67	5.56	8.77	1.51	4.60
Lake County-Kenosha County, IL-WI MD	813	100.00	73.03	67.77	69.00	13.28	17.71	1.93	4.14

* Based on 2012 Peer Small Business Data -- US

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

*** Businesses with revenues of \$1 million or less as a percentage of all businesses (Source D&B - 2013).

**** Small loans to businesses with revenues of \$1 million or less as a percentage of all loans reported as small loans to businesses. No information was available for 6.42% of small loans to businesses originated and purchased by the bank.

Table 12. Borrower Distribution of Small Loans to Farms

Borrower Distribution: SMALL LOANS TO FARMS		Geography: CHICAGO-JOLIET-NAPERVILLE, IL-IN-WI MMA				Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2013			
Assessment Area:	Total Small Loans to Farms		Farms With Revenues of \$1 million or less		Loans by Original Amount Regardless of Farm Size			Market Share*	
	#	% of Total**	% of Farms***	% BANK Loans****	\$100,000 or less	>\$100,000 to \$250,000	>\$250,000 to \$500,000	All	Rev\$ 1 Million or Less
Full Review:									
Chicago-Joliet-Naperville, IL MD	31	100.00	95.49	77.42	54.84	22.58	22.58	2.63	3.45
Limited Review:									
Gary, IN MD	2	100.00	97.14	0.00	0.00	0.00	100.00	0.00	0.00
Lake County-Kenosha County, IL-WI MD	16	100.00	94.51	50.00	50.00	37.50	12.50	7.14	6.25

* Based on 2012 Peer Small Business Data -- US

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

*** Farms with revenues of \$1 million or less as a percentage of all farms (Source D&B - 2013).

**** Small loans to farms with revenues of \$1 million or less as a percentage of all loans reported as small loans to farms. No information was available for 10.96% of small loans to farms originated and purchased by the bank.

Table 14. Qualified Investments

QUALIFIED INVESTMENTS									
				Geography: CHICAGO-JOLIET-NAPERVILLE, IL-IN-WI MMA			Evaluation Period: JULY 1, 2009 TO DECEMBER 31, 2013***		
Assessment Area:	Prior Period Investments*		Current Period Investments		Total Investments			Unfunded Commitments**	
	#	\$(000's)	#	\$(000's)	#	\$(000's)	% of Total	#	\$(000's)
Full Review:									
Chicago-Joliet-Naperville, IL MD	69	63,902	988	274,686	1057	338,588	51.41	27	110,101
Limited Review:									
Gary, IN MD	3	647	91	647	94	1,294	0.20	0	0
Lake County-Kenosha County, IL-WI MD	12	5,954	85	10,585	97	16,538	2.51	3	717

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

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

*** The evaluation period for Qualified Investments is from January 01, 2009 to December 31, 2013 Chicago-Joliet-Naperville, IL and Gary, IN MDs. The evaluation period for Qualified Investments is from July 5, 2011 through December 31, 2013 for Lake County-Kenosha County IL-WI MD

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

DISTRIBUTION OF BRANCH DELIVERY SYSTEM AND BRANCH OPENINGS/CLOSINGS				Geography: CHICAGO-JOLIET-NAPERVILLE, IL-IN-WI MMA						Evaluation Period: JULY 1, 2012 TO DECEMBER 31, 2013							
Assessment Area:	Deposits	Branches						Branch Openings/Closings				Population					
	% of Rated Area Deposits in AA	# of BANK Branches	% of Rated Area Branches in AA	Location of Branches by Income of Geographies (%)				# of Branch Openings	# of Branch Closings	Net change in Location of Branches (+ or -)				% of Population within Each Geography			
				Low	Mod	Mid	Upp			Low	Mod	Mid	Upp	Low	Mod	Mid	Upp
Full Review:																	
Chicago-Joliet-Naperville, IL MD	94.12	179	100.00	3.91	16.76	31.84	47.49	4	21	+1	0	-8	-10	9.08	23.66	33.88	33.38
Limited Review:																	
Gary, IN MD	1.91	20	100.00	15.00	20.00	35.00	30.00	0	0	0	0	0	0	7.68	19.59	43.88	28.85
Lake County-Kenosha County, IL-WI MD	3.97	24	100.00	8.33	8.33	37.50	45.83	0	0	0	0	0	0	6.79	22.39	39.04	31.27

Table 1. Lending Volume

LENDING VOLUME		Geography: MINNEAPOLIS-ST PAUL-BLOOMINGTON, MN-WI MMA								Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2013		
Assessment Area:	% of Rated Area Loans (#) in MA/AA*	Home Mortgage		Small Loans to Businesses		Small Loans to Farms		Community Development Loans**		Total Reported Loans		% of Rated Area Deposits in MA/AA***
		#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	
Full Review:												
Minneapolis-St Paul-Bloomington, MN-WI MMA	100.00	843	190,682	1,662	333,773	14	2,052	21	54,303	2,540	580,810	100.00
Broader Statewide or Regional Area - Minnesota	N/A	N/A	N/A	N/A	N/A	N/A	N/A	1	1,350	1	1,350	N/A

* Loan Data as of December 31, 2013. Rated area refers to either state or multistate MA rating area.

** The evaluation period for Community Development Loans is from July 5, 2011 to December 31, 2013.

*** Deposit Data as of June 30, 2013. Rated Area refers to either the state, multistate MA, or institution, as appropriate.

Table 2. Geographic Distribution of Home Purchase Loans

Geographic Distribution: HOME PURCHASE		Geography: MINNEAPOLIS-ST PAUL-BLOOMINGTON, MN-WI MMA								Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2013					
Assessment Area:	Total Home Purchase Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total**	% Owner Occ Units***	% BANK Loans****	% Owner Occ Units***	% BANK Loans****	% Owner Occ Units***	% BANK Loans****	% Owner Occ Units***	% BANK Loans****	Overall	Low	Mod	Mid	Upp
Full Review:															
Minneapolis-St Paul-Bloomington, MN-WI MMA	298	100.00	2.56	3.69	14.69	14.43	53.41	44.30	29.33	37.58	0.23	0.13	0.18	0.20	0.32

* Based on 2012 Peer Mortgage Data (USPR)

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

*** Percentage of Owner-occupied Units is the number of owner-occupied units in a particular geography divided by the number of owner-occupied housing units in the area based on 2010 Census information.

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

Table 3. Geographic Distribution of Home Improvement Loans

Geographic Distribution: HOME IMPROVEMENT		Geography: MINNEAPOLIS-ST PAUL-BLOOMINGTON, MN-WI MMA								Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2013					
Assessment Area:	Total Home Improvement Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total**	% Owner Occ Units***	% BANK Loans****	% Owner Occ Units***	% BANK Loans****	% Owner Occ Units***	% BANK Loans****	% Owner Occ Units***	% BANK Loans****	Overall	Low	Mod	Mid	Upp
Full Review:															
Minneapolis-St Paul-Bloomington, MN-WI MMA	20	100.00	2.56	5.00	14.69	5.00	53.41	50.00	29.33	40.00	0.16	0.00	0.00	0.18	0.20

* Based on 2012 Peer Mortgage Data (USPR)

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

*** Percentage of Owner-occupied Units is the number of owner-occupied units in a particular geography divided by the number of owner-occupied housing units in the area based on 2010 Census information.

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

Table 4. Geographic Distribution of Home Mortgage Refinance Loans

Geographic Distribution: HOME MORTGAGE REFINANCE			Geography: MINNEAPOLIS-ST PAUL-BLOOMINGTON, MN-WI MMA				Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2013								
Assessment Area:	Total Home Mortgage Refinance Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total**	% Owner Occ Units***	% BANK Loans****	% Owner Occ Units***	% BANK Loans****	% Owner Occ Units***	% BANK Loans****	% Owner Occ Units***	% BANK Loans****	Overall	Low	Mod	Mid	Upp
Full Review:															
Minneapolis-St Paul-Bloomington, MN-WI MMA	524	100.00	2.56	1.53	14.69	9.92	53.41	45.42	29.33	43.13	0.17	0.18	0.13	0.15	0.21

* Based on 2012 Peer Mortgage Data (USPR)

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

*** Percentage of Owner-occupied Units is the number of owner-occupied units in a particular geography divided by the number of owner-occupied housing units in the area based on 2010 Census information.

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

Table 5. Geographic Distribution of Multifamily Loans

Geographic Distribution: MULTIFAMILY		Geography: MINNEAPOLIS-ST PAUL-BLOOMINGTON, MN-WI MMA								Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2013					
Assessment Area:	Total Multifamily Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total**	% of MF Units***	% BANK Loans****	% MF Units***	% BANK Loans****	% MF Units***	% BANK Loans****	% MF Units***	% BANK Loans****	Overall	Low	Mod	Mid	Upp
Full Review:															
Minneapolis-St Paul-Bloomington, MN-WI MMA	1	100.00	13.96	0.00	30.50	0.00	40.15	0.00	15.39	100.00	0.16	0.00	0.00	0.00	1.32

* Based on 2012 Peer Mortgage Data (USPR)

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

*** Percentage of Multifamily Units is the number of multifamily units in a particular geography divided by the number of multifamily housing units in the area based on 2010 Census information.

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

Table 6. Geographic Distribution of Small Loans to Businesses

Geographic Distribution: SMALL LOANS TO BUSINESSES		Geography: MINNEAPOLIS-ST PAUL-BLOOMINGTON, MN-WI MMA								Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2013					
Assessment Area:	Total Small Business Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total**	% of Businesses***	% BANK Loans	% of Businesses***	% BANK Loans	% of Businesses***	% BANK Loans	% of Businesses***	% BANK Loans	Overall	Low	Mod	Mid	Upp
Full Review:															
Minneapolis-St Paul-Bloomington, MN-WI MMA	1,662	100.00	4.70	4.75	16.59	17.57	48.25	42.66	30.44	35.02	0.91	1.52	1.00	0.83	1.01

* Based on 2012 Peer Small Business Data -- US

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

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

Table 7. Geographic Distribution of Small Loans to Farms

Geographic Distribution: SMALL LOANS TO FARMS		Geography: MINNEAPOLIS-ST PAUL-BLOOMINGTON, MN-WI MMA								Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2013					
Assessment Area:	Total Small Farm Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total**	% of Farms***	% BANK Loans	% of Farms***	% BANK Loans	% of Farms***	% BANK Loans	% of Farms***	% BANK Loans	Overall	Low	Mod	Mid	Upp
Full Review:															
Minneapolis-St Paul-Bloomington, MN-WI MMA	14	100.00	1.06	0.00	12.93	0.00	63.71	85.71	22.30	14.29	0.30	0.00	0.00	0.22	0.97

* Based on 2012 Peer Small Business Data -- US

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

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

Table 8. Borrower Distribution of Home Purchase Loans

Borrower Distribution: HOME PURCHASE		Geography: MINNEAPOLIS-ST PAUL-BLOOMINGTON, MN-WI MMA								Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2013					
Assessment Area:	Total Home Purchase Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Market Share*				
	#	% of Total**	% Families***	% BANK Loans****	% Families***	% BANK Loans****	% Families***	% BANK Loans****	% Families***	% BANK Loans****	Overall	Low	Mod	Mid	Upp
Full Review:															
Minneapolis-St Paul-Bloomington, MN-WI MMA	298	100.00	19.47	16.44	18.08	23.97	23.76	25.00	38.69	34.59	0.26	0.23	0.25	0.28	0.28

* Based on 2012 Peer Mortgage Data (USPR)

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

*** Percentage of Families is based on the 2010 Census information.

**** As a percentage of loans with borrower income information available. No information was available for 1.0% of loans originated and purchased by bank.

Table 9. Borrower Distribution of Home Improvement Loans

Borrower Distribution: HOME IMPROVEMENT		Geography: MINNEAPOLIS-ST PAUL-BLOOMINGTON, MN-WI MMA										Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2013				
Assessment Area:	Total Home Improvement Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Market Share*					
	#	% of Total**	% Families***	% BANK Loans****	% Families***	% BANK Loans****	% Families***	% BANK Loans****	% Families***	% BANK Loans****	Overall	Low	Mod	Mid	Upp	
Full Review:																
Minneapolis-St Paul-Bloomington, MN-WI MMA	20	100.00	19.47	30.00	18.08	10.00	23.76	35.00	38.69	25.00	0.17	0.25	0.00	0.27	0.18	

* Based on 2012 Peer Mortgage Data (USPR)

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

*** Percentage of Families is based on the 2010 Census information.

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

Table 10. Borrower Distribution of Home Mortgage Refinance Loans

Borrower Distribution: HOME MORTGAGE REFINANCE		Geography: MINNEAPOLIS-ST PAUL-BLOOMINGTON, MN-WI MMA						Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2013							
Assessment Area:	Total Home Mortgage Refinance Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Market Share*				
	#	% of Total**	% Families***	% BANK Loans****	% Families***	% BANK Loans****	% Families***	% BANK Loans****	% Families***	% BANK Loans****	Overall	Low	Mod	Mid	Upp
Full Review:															
Minneapolis-St Paul-Bloomington, MN-WI MMA	524	100.00	19.47	10.34	18.08	18.26	23.76	22.72	38.69	48.68	0.17	0.15	0.15	0.13	0.22

* Based on 2012 Peer Mortgage Data (USPR)

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

*** Percentage of Families is based on the 2010 Census information.

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

Table 11. Borrower Distribution of Small Loans to Businesses

Borrower Distribution: SMALL LOANS TO BUSINESSES		Geography: MINNEAPOLIS-ST PAUL-BLOOMINGTON, MN-WI MMA			Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2013				
Assessment Area:	Total Small Loans to Businesses		Businesses With Revenues of \$1 million or less		Loans by Original Amount Regardless of Business Size			Market Share*	
	#	% of Total**	% of Businesses***	% BANK Loans****	\$100,000 or less	>\$100,000 to \$250,000	>\$250,000 to \$1,000,000	All	Rev\$ 1 Million or Less
Full Review:									
Minneapolis-St Paul-Bloomington, MN-WI MMA	1,662	100.00	73.94	48.38	56.38	16.37	27.26	0.91	0.90

* Based on 2012 Peer Small Business Data -- US

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

*** Businesses with revenues of \$1 million or less as a percentage of all businesses (Source D&B - 2013).

**** Small loans to businesses with revenues of \$1 million or less as a percentage of all loans reported as small loans to businesses. No information was available for 6.42% of small loans to businesses originated and purchased by the bank.

Table 12. Borrower Distribution of Small Loans to Farms

Borrower Distribution: SMALL LOANS TO FARMS		Geography: MINNEAPOLIS-ST PAUL-BLOOMINGTON, MN-WI MMA				Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2013			
Assessment Area:	Total Small Loans to Farms		Farms With Revenues of \$1 million or less		Loans by Original Amount Regardless of Farm Size			Market Share*	
	#	% of Total**	% of Farms***	% BANK Loans****	\$100,000 or less	>\$100,000 to \$250,000	>\$250,000 to \$500,000	All	Rev\$ 1 Million or Less
Full Review:									
Minneapolis-St Paul-Bloomington, MN-WI MMA	14	100.00	97.55	50.00	50.00	35.71	14.29	0.30	0.30

* Based on 2012 Peer Small Business Data -- US

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

*** Farms with revenues of \$1 million or less as a percentage of all farms (Source D&B - 2013).

**** Small loans to farms with revenues of \$1 million or less as a percentage of all loans reported as small loans to farms. No information was available for 10.96% of small loans to farms originated and purchased by the bank.

Table 14. Qualified Investments

QUALIFIED INVESTMENTS		Geography: MINNEAPOLIS-ST PAUL-BLOOMINGTON, MN-WI MMA				Evaluation Period: JULY 5, 2011 TO DECEMBER 31, 2013			
Assessment Area:	Prior Period Investments*		Current Period Investments		Total Investments			Unfunded Commitments**	
	#	\$(000's)	#	\$(000's)	#	\$(000's)	% of Total	#	\$(000's)
Full Review:									
Minneapolis-St Paul-Bloomington, MN-WI MMA	15	7,552	87	25,353	102	32,905	5.00	11	11,599

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

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

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

DISTRIBUTION OF BRANCH DELIVERY SYSTEM AND BRANCH OPENINGS/CLOSINGS				Geography: MINNEAPOLIS-ST PAUL-BLOOMINGTON, MN-WI MMA				Evaluation Period: JULY 5, 2011 TO DECEMBER 31, 2013									
Assessment Area:	Deposits	Branches				Branch Openings/Closings				Population							
	% of Rated Area Deposits in AA	# of BANK Branches	% of Rated Area Branches in AA	Location of Branches by Income of Geographies (%)				# of Branch Openings	# of Branch Closings	Net change in Location of Branches (+ or -)				% of Population within Each Geography			
				Low	Mod	Mid	Upp			Low	Mod	Mid	Upp	Low	Mod	Mid	Upp
Full Review:																	
Minneapolis-St Paul-Bloomington, MN-WI MMA	100.00	34	100.00	2.94	20.59	44.12	32.35	0	3	0	0	-2	-1	6.36	17.77	49.45	26.30

Table 1. Lending Volume

LENDING VOLUME		Geography: ST LOUIS, MO-IL MMA						Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2013				
Assessment Area:	% of Rated Area Loans (#) in MA/AA*	Home Mortgage		Small Loans to Businesses		Small Loans to Farms		Community Development Loans**		Total Reported Loans		% of Rated Area Deposits in MA/AA***
		#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	
Full Review:												
St Louis, MO-IL MMA	100.00	356	54,227	869	159,321	6	360	29	97,860	1,260	311,768	100.00

* Loan Data as of December 31, 2013. Rated area refers to either state or multistate MA rating area.

** The evaluation period for Community Development Loans is from January 01, 2009 to December 31, 2013.

*** Deposit Data as of June 30, 2013. Rated Area refers to either the state, multistate MA, or institution, as appropriate.

Table 2. Geographic Distribution of Home Purchase Loans

Geographic Distribution: HOME PURCHASE		Geography: ST LOUIS, MO-IL MMA						Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2013							
Assessment Area:	Total Home Purchase Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total**	% Owner Occ Units***	% BANK Loans****	% Owner Occ Units***	% BANK Loans****	% Owner Occ Units***	% BANK Loans****	% Owner Occ Units***	% BANK Loans****	Overall	Low	Mod	Mid	Upp
Full Review:															
St Louis, MO-IL MMA	91	100.00	5.44	4.40	16.01	13.19	40.15	37.36	38.40	45.05	0.08	0.00	0.03	0.09	0.09

* Based on 2012 Peer Mortgage Data (USPR)

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

*** Percentage of Owner-occupied Units is the number of owner-occupied units in a particular geography divided by the number of owner-occupied housing units in the area based on 2010 Census information.

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

Table 3. Geographic Distribution of Home Improvement Loans

Geographic Distribution: HOME IMPROVEMENT			Geography: ST LOUIS, MO-IL MMA				Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2013								
Assessment Area:	Total Home Improvement Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total**	% Owner Occ Units***	% BANK Loans****	% Owner Occ Units***	% BANK Loans****	% Owner Occ Units***	% BANK Loans****	% Owner Occ Units***	% BANK Loans****	Overall	Low	Mod	Mid	Upp
Full Review:															
St Louis, MO-IL MMA	14	100.00	5.44	0.00	16.01	21.43	40.15	28.57	38.40	50.00	0.35	0.00	0.29	0.11	0.65

* Based on 2012 Peer Mortgage Data (USPR)

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

*** Percentage of Owner-occupied Units is the number of owner-occupied units in a particular geography divided by the number of owner-occupied housing units in the area based on 2010 Census information.

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

Table 4. Geographic Distribution of Home Mortgage Refinance Loans

Geographic Distribution: HOME MORTGAGE REFINANCE			Geography: ST LOUIS, MO-IL MMA				Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2013								
Assessment Area:	Total Home Mortgage Refinance Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total**	% Owner Occ Units***	% BANK Loans****	% Owner Occ Units***	% BANK Loans****	% Owner Occ Units***	% BANK Loans****	% Owner Occ Units***	% BANK Loans****	Overall	Low	Mod	Mid	Upp
Full Review:															
St Louis, MO-IL MMA	251	100.00	5.44	3.19	16.01	13.94	40.15	39.44	38.40	43.43	0.13	0.25	0.22	0.14	0.10

* Based on 2012 Peer Mortgage Data (USPR)

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

*** Percentage of Owner-occupied Units is the number of owner-occupied units in a particular geography divided by the number of owner-occupied housing units in the area based on 2010 Census information.

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

Table 6. Geographic Distribution of Small Loans to Businesses

Geographic Distribution: SMALL LOANS TO BUSINESSES			Geography: ST LOUIS, MO-IL MMA								Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2013				
Assessment Area:	Total Small Business Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total**	% of Businesses***	% BANK Loans	% of Businesses***	% BANK Loans	% of Businesses***	% BANK Loans	% of Businesses***	% BANK Loans	Overall	Low	Mod	Mid	Upp
Full Review:															
St Louis, MO-IL MMA	866	100.00	6.56	8.31	15.68	18.13	34.37	28.52	43.29	45.03	0.97	1.63	1.28	0.80	0.93

* Based on 2012 Peer Small Business Data -- US

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

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

Table 7. Geographic Distribution of Small Loans to Farms

Geographic Distribution: SMALL LOANS TO FARMS			Geography: ST LOUIS, MO-IL MMA				Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2013								
Assessment Area:	Total Small Farm Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total**	% of Farms***	% BANK Loans	% of Farms***	% BANK Loans	% of Farms***	% BANK Loans	% of Farms***	% BANK Loans	Overall	Low	Mod	Mid	Upp
Full Review:															
St Louis, MO-IL MMA	6	100.00	2.46	0.00	12.14	16.67	43.52	0.00	41.81	83.33	0.40	0.00	0.00	0.00	0.93

* Based on 2012 Peer Small Business Data -- US

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

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

Table 8. Borrower Distribution of Home Purchase Loans

Borrower Distribution: HOME PURCHASE		Geography: ST LOUIS, MO-IL MMA								Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2013					
Assessment Area:	Total Home Purchase Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Market Share*				
	#	% of Total**	% Families***	% BANK Loans****	% Families***	% BANK Loans****	% Families***	% BANK Loans****	% Families***	% BANK Loans****	Overall	Low	Mod	Mid	Upp
Full Review:															
St Louis, MO-IL MMA	91	100.00	20.89	17.58	16.63	24.18	20.50	21.98	41.98	36.26	0.10	0.07	0.11	0.10	0.11

* Based on 2012 Peer Mortgage Data (USPR)

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

*** Percentage of Families is based on the 2010 Census information.

**** As a percentage of loans with borrower income information available. No information was available for 1.0% of loans originated and purchased by bank.

Table 9. Borrower Distribution of Home Improvement Loans

Borrower Distribution: HOME IMPROVEMENT			Geography: ST LOUIS, MO-IL MMA						Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2013						
Assessment Area:	Total Home Improvement Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Market Share*				
	#	% of Total**	% Families***	% BANK Loans****	% Families****	% BANK Loans****	% Families***	% BANK Loans****	% Families***	% BANK Loans****	Overall	Low	Mod	Mid	Upp
Full Review:															
St Louis, MO-IL MMA	14	100.00	20.89	7.14	16.63	14.29	20.50	14.29	41.98	64.29	0.39	0.00	0.49	0.00	0.62

* Based on 2012 Peer Mortgage Data (USPR)

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

*** Percentage of Families is based on the 2010 Census information.

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

Table 10. Borrower Distribution of Home Mortgage Refinance Loans

Borrower Distribution: HOME MORTGAGE REFINANCE		Geography: ST LOUIS, MO-IL MMA						Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2013							
Assessment Area:	Total Home Mortgage Refinance Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Market Share*				
	#	% of Total**	% Families***	% BANK Loans****	% Families***	% BANK Loans****	% Families***	% BANK Loans****	% Families***	% BANK Loans****	Overall	Low	Mod	Mid	Upp
Full Review:															
St Louis, MO-IL MMA	251	100.00	20.89	18.80	16.63	21.37	20.50	22.22	41.98	37.61	0.14	0.44	0.19	0.12	0.09

* Based on 2012 Peer Mortgage Data (USPR)

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

*** Percentage of Families is based on the 2010 Census information.

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

Table 11. Borrower Distribution of Small Loans to Businesses

Borrower Distribution: SMALL LOANS TO BUSINESSES		Geography: ST LOUIS, MO-IL MMA			Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2013				
Assessment Area:	Total Small Loans to Businesses		Businesses With Revenues of \$1 million or less		Loans by Original Amount Regardless of Business Size			Market Share*	
	#	% of Total**	% of Businesses***	% BANK Loans****	\$100,000 or less	>\$100,000 to \$250,000	>\$250,000 to \$1,000,000	All	Rev\$ 1 Million or Less
Full Review:									
St Louis, MO-IL MMA	869	100.00	69.72	47.53	55.24	21.40	23.36	0.97	0.98

* Based on 2012 Peer Small Business Data -- US

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

*** Businesses with revenues of \$1 million or less as a percentage of all businesses (Source D&B - 2013).

**** Small loans to businesses with revenues of \$1 million or less as a percentage of all loans reported as small loans to businesses. No information was available for 6.42% of small loans to businesses originated and purchased by the bank.

Table 12. Borrower Distribution of Small Loans to Farms

Borrower Distribution: SMALL LOANS TO FARMS		Geography: ST LOUIS, MO-IL MMA			Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2013				
Assessment Area:	Total Small Loans to Farms		Farms With Revenues of \$1 million or less		Loans by Original Amount Regardless of Farm Size			Market Share*	
	#	% of Total**	% of Farms***	% BANK Loans****	\$100,000 or less	>\$100,000 to \$250,000	>\$250,000 to \$500,000	All	Rev\$ 1 Million or Less
Full Review:									
St Louis, MO-IL MMA	6	100.00	97.23	83.33	83.33	16.67	0.00	0.40	0.79

* Based on 2012 Peer Small Business Data -- US

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

*** Farms with revenues of \$1 million or less as a percentage of all farms (Source D&B - 2013).

**** Small loans to farms with revenues of \$1 million or less as a percentage of all loans reported as small loans to farms. No information was available for 10.96% of small loans to farms originated and purchased by the bank.

Table 14. Qualified Investments

QUALIFIED INVESTMENTS		Geography: ST LOUIS, MO-IL MMA				Evaluation Period: JULY 5, 2011 TO DECEMBER 31, 2013			
Assessment Area:	Prior Period Investments*		Current Period Investments		Total Investments			Unfunded Commitments**	
	#	\$(000's)	#	\$(000's)	#	\$(000's)	% of Total	#	\$(000's)
Full Review:									
St Louis, MO-IL MMA	29	9,992	43	6,963	72	16,955	2.57	21	4,196

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

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

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

DISTRIBUTION OF BRANCH DELIVERY SYSTEM AND BRANCH OPENINGS/CLOSINGS				Geography: ST LOUIS, MO-IL MMA				Evaluation Period: JULY 5, 2011 TO DECEMBER 31, 2013									
Assessment Area:	Deposits	Branches						Branch Openings/Closings				Population					
	% of Rated Area Deposits in AA	# of BANK Branches	% of Rated Area Branches in AA	Location of Branches by Income of Geographies (%)				# of Branch Openings	# of Branch Closings	Net change in Location of Branches (+ or -)				% of Population within Each Geography			
				Low	Mod	Mid	Upp			Low	Mod	Mid	Upp	Low	Mod	Mid	Upp
Full Review:																	
St Louis, MO-IL MMA	100.00	16	100.00	0.00	12.50	43.75	43.75	0	2	0	0	-1	-1	9.50	17.97	37.72	34.75

Table 1. Lending Volume

LENDING VOLUME												
Geography: KANSAS CITY, MO-KS MMA												
Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2013												
Assessment Area:	% of Rated Area Loans (#) in MA/AA*	Home Mortgage		Small Loans to Businesses		Small Loans to Farms		Community Development Loans**		Total Reported Loans		% of Rated Area Deposits in MA/AA***
		#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	
Full Review:												
Kansas City, MO-KS MMA	100.00	329	48,725	356	72,752	3	650	10	79,340	698	201,467	100.00

* Loan Data as of December 31, 2013. Rated area refers to either state or multistate MA rating area.

** The evaluation period for Community Development Loans is from July 5, 2011 to December 31, 2013.

*** Deposit Data as of June 30, 2013. Rated Area refers to either the state, multistate MA, or institution, as appropriate.

Table 2. Geographic Distribution of Home Purchase Loans

Geographic Distribution: HOME PURCHASE		Geography: KANSAS CITY, MO-KS MMA						Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2013							
Assessment Area:	Total Home Purchase Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total**	% Owner Occ Units***	% BANK Loans****	% Owner Occ Units***	% BANK Loans****	% Owner Occ Units***	% BANK Loans****	% Owner Occ Units***	% BANK Loans****	Overall	Low	Mod	Mid	Upp
Full Review:															
Kansas City, MO-KS MMA	139	100.00	6.02	4.32	19.06	33.81	34.88	33.81	40.04	28.06	0.08	0.00	0.00	0.09	0.10

* Based on 2012 Peer Mortgage Data (USPR)

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

*** Percentage of Owner-occupied Units is the number of owner-occupied units in a particular geography divided by the number of owner-occupied housing units in the area based on 2010 Census information.

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

Table 3. Geographic Distribution of Home Improvement Loans

Geographic Distribution: HOME IMPROVEMENT			Geography: KANSAS CITY, MO-KS MMA				Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2013								
Assessment Area:	Total Home Improvement Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total**	% Owner Occ Units***	% BANK Loans****	% Owner Occ Units***	% BANK Loans****	% Owner Occ Units***	% BANK Loans****	% Owner Occ Units***	% BANK Loans****	Overall	Low	Mod	Mid	Upp
Full Review:															
Kansas City, MO-KS MMA	10	100.00	6.02	10.00	19.06	20.00	34.88	10.00	40.04	60.00	0.19	0.00	0.37	0.00	0.27

* Based on 2012 Peer Mortgage Data (USPR)

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

*** Percentage of Owner-occupied Units is the number of owner-occupied units in a particular geography divided by the number of owner-occupied housing units in the area based on 2010 Census information.

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

Table 4. Geographic Distribution of Home Mortgage Refinance Loans

Geographic Distribution: HOME MORTGAGE REFINANCE			Geography: KANSAS CITY, MO-KS MMA				Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2013								
Assessment Area:	Total Home Mortgage Refinance Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total**	% Owner Occ Units***	% BANK Loans****	% Owner Occ Units***	% BANK Loans****	% Owner Occ Units***	% BANK Loans****	% Owner Occ Units***	% BANK Loans****	Overall	Low	Mod	Mid	Upp
Full Review:															
Kansas City, MO-KS MMA	180	100.00	6.02	1.67	19.06	14.44	34.88	24.44	40.04	59.44	0.10	0.00	0.10	0.06	0.13

* Based on 2012 Peer Mortgage Data (USPR)

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

*** Percentage of Owner-occupied Units is the number of owner-occupied units in a particular geography divided by the number of owner-occupied housing units in the area based on 2010 Census information.

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

Table 6. Geographic Distribution of Small Loans to Businesses

Geographic Distribution: SMALL LOANS TO BUSINESSES			Geography: KANSAS CITY, MO-KS MMA								Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2013				
Assessment Area:	Total Small Business Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total**	% of Businesses***	% BANK Loans	% of Businesses***	% BANK Loans	% of Businesses***	% BANK Loans	% of Businesses***	% BANK Loans	Overall	Low	Mod	Mid	Upp
Full Review:															
Kansas City, MO-KS MMA	344	100.00	7.47	10.76	18.96	21.51	29.99	21.22	41.89	46.51	0.66	1.65	0.68	0.40	0.71

* Based on 2012 Peer Small Business Data -- US

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

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

Table 7. Geographic Distribution of Small Loans to Farms

Geographic Distribution: SMALL LOANS TO FARMS			Geography: KANSAS CITY, MO-KS MMA				Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2013								
Assessment Area:	Total Small Farm Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total**	% of Farms***	% BANK Loans	% of Farms***	% BANK Loans	% of Farms***	% BANK Loans	% of Farms***	% BANK Loans	Overall	Low	Mod	Mid	Upp
Full Review:															
Kansas City, MO-KS MMA	3	100.00	3.42	33.33	14.70	0.00	37.42	33.33	44.05	33.33	1.00	50.00	0.00	0.00	0.94

* Based on 2012 Peer Small Business Data -- US

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

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

Table 8. Borrower Distribution of Home Purchase Loans

Borrower Distribution: HOME PURCHASE		Geography: KANSAS CITY, MO-KS MMA								Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2013					
Assessment Area:	Total Home Purchase Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Market Share*				
	#	% of Total**	% Families***	% BANK Loans****	% Families***	% BANK Loans****	% Families***	% BANK Loans****	% Families**	% BANK Loans****	Overall	Low	Mod	Mid	Upp
Full Review:															
Kansas City, MO-KS MMA	139	100.00	20.45	43.80	17.28	27.01	21.02	12.41	41.25	16.79	0.09	0.06	0.08	0.05	0.14

* Based on 2012 Peer Mortgage Data (USPR)

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

*** Percentage of Families is based on the 2010 Census information.

**** As a percentage of loans with borrower income information available. No information was available for 1.0% of loans originated and purchased by bank.

Table 9. Borrower Distribution of Home Improvement Loans

Borrower Distribution: HOME IMPROVEMENT		Geography: KANSAS CITY, MO-KS MMA								Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2013					
Assessment Area:	Total Home Improvement Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Market Share*				
	#	% of Total**	% Families***	% BANK Loans****	% Families***	% BANK Loans****	% Families***	% BANK Loans****	% Families***	% BANK Loans****	Overall	Low	Mod	Mid	Upp
Full Review:															
Kansas City, MO-KS MMA	10	100.00	20.45	0.00	17.28	40.00	21.02	10.00	41.25	50.00	0.20	0.00	0.28	0.00	0.32

* Based on 2012 Peer Mortgage Data (USPR)

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

*** Percentage of Families is based on the 2010 Census information.

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

Table 10. Borrower Distribution of Home Mortgage Refinance Loans

Borrower Distribution: HOME MORTGAGE REFINANCE		Geography: KANSAS CITY, MO-KS MMA						Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2013							
Assessment Area:	Total Home Mortgage Refinance Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Market Share*				
	#	% of Total**	% Families***	% BANK Loans****	% Families***	% BANK Loans****	% Families***	% BANK Loans****	% Families***	% BANK Loans****	Overall	Low	Mod	Mid	Upp
Full Review:															
Kansas City, MO-KS MMA	180	100.00	20.45	8.67	17.28	24.28	21.02	17.92	41.25	49.13	0.12	0.12	0.16	0.08	0.13

* Based on 2012 Peer Mortgage Data (USPR)

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

*** Percentage of Families is based on the 2010 Census information.

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

Table 11. Borrower Distribution of Small Loans to Businesses

Borrower Distribution: SMALL LOANS TO BUSINESSES		Geography: KANSAS CITY, MO-KS MMA			Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2013				
Assessment Area:	Total Small Loans to Businesses		Businesses With Revenues of \$1 million or less		Loans by Original Amount Regardless of Business Size			Market Share*	
	#	% of Total**	% of Businesses***	% BANK Loans****	\$100,000 or less	>\$100,000 to \$250,000	>\$250,000 to \$1,000,000	All	Rev\$ 1 Million or Less
Full Review:									
Kansas City, MO-KS MMA	356	100.00	70.24	46.63	55.34	14.89	29.78	0.66	0.89

* Based on 2012 Peer Small Business Data -- US

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

*** Businesses with revenues of \$1 million or less as a percentage of all businesses (Source D&B - 2013).

**** Small loans to businesses with revenues of \$1 million or less as a percentage of all loans reported as small loans to businesses. No information was available for 6.42% of small loans to businesses originated and purchased by the bank.

Table 12. Borrower Distribution of Small Loans to Farms

Borrower Distribution: SMALL LOANS TO FARMS		Geography: KANSAS CITY, MO-KS MMA				Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2013			
Assessment Area:	Total Small Loans to Farms		Farms With Revenues of \$1 million or less		Loans by Original Amount Regardless of Farm Size			Market Share*	
	#	% of Total**	% of Farms***	% BANK Loans****	\$100,000 or less	>\$100,000 to \$250,000	>\$250,000 to \$500,000	All	Rev\$ 1 Million or Less
Full Review:									
Kansas City, MO-KS MMA	3	100.00	96.74	66.67	33.33	0.00	66.67	1.00	0.98

* Based on 2012 Peer Small Business Data -- US

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

*** Farms with revenues of \$1 million or less as a percentage of all farms (Source D&B - 2013).

**** Small loans to farms with revenues of \$1 million or less as a percentage of all loans reported as small loans to farms. No information was available for 10.96% of small loans to farms originated and purchased by the bank.

Table 14. Qualified Investments

QUALIFIED INVESTMENTS		Geography: KANSAS CITY, MO-KS MMA				Evaluation Period: JULY 5, 2011 TO DECEMBER 31, 2013			
Assessment Area:	Prior Period Investments*		Current Period Investments		Total Investments			Unfunded Commitments**	
	#	\$(000's)	#	\$(000's)	#	\$(000's)	% of Total	#	\$(000's)
Full Review:									
Kansas City, MO-KS MMA	12	6,748	28	1,251	40	7,998	1.21	5	1,127

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

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

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

DISTRIBUTION OF BRANCH DELIVERY SYSTEM AND BRANCH OPENINGS/CLOSINGS				Geography: KANSAS CITY, MO-KS MMA				Evaluation Period: JULY 5, 2011 TO DECEMBER 31, 2013									
Assessment Area:	Deposits	Branches				Branch Openings/Closings				Population							
	% of Rated Area Deposits in AA	# of BANK Branches	% of Rated Area Branches in AA	Location of Branches by Income of Geographies (%)				# of Branch Openings	# of Branch Closings	Net change in Location of Branches (+ or -)				% of Population within Each Geography			
				Low	Mod	Mid	Upp			Low	Mod	Mid	Upp	Low	Mod	Mid	Upp
Full Review:																	
Kansas City, MO-KS MMA	100.00	11	100.00	9.09	0.00	36.36	54.55	0	1	0	0	0	-1	9.33	22.38	32.89	35.39

Table 1. Lending Volume

LENDING VOLUME		Geography: DULUTH, MN-WI MMA						Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2013				
Assessment Area:	% of Rated Area Loans (#) in MA/AA*	Home Mortgage		Small Loans to Businesses		Small Loans to Farms		Community Development Loans**		Total Reported Loans		% of Rated Area Deposits in MA/AA***
		#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	#	\$(000's)	
Full Review:												
Duluth, MN-WI MMA	100.00	102	11,725	105	21,892	1	106	2	1,251	210	34,974	100.00

* Loan Data as of December 31, 2013. Rated area refers to either state or multistate MA rating area.

** The evaluation period for Community Development Loans is from July 5, 2011 to December 31, 2013.

*** Deposit Data as of June 30, 2013. Rated Area refers to either the state, multistate MA, or institution, as appropriate.

Table 2. Geographic Distribution of Home Purchase Loans

Geographic Distribution: HOME PURCHASE		Geography: DULUTH, MN-WI MMA						Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2013							
Assessment Area:	Total Home Purchase Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total**	% Owner Occ Units***	% BANK Loans****	% Owner Occ Units***	% BANK Loans****	% Owner Occ Units***	% BANK Loans****	% Owner Occ Units***	% BANK Loans****	Overall	Low	Mod	Mid	Upp
Full Review:															
Duluth, MN-WI MMA	34	100.00	2.93	0.00	11.34	17.65	67.99	64.71	17.74	17.65	0.45	0.00	0.56	0.52	0.26

* Based on 2012 Peer Mortgage Data (USPR)

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

*** Percentage of Owner-occupied Units is the number of owner-occupied units in a particular geography divided by the number of owner-occupied housing units in the area based on 2010 Census information.

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

Table 3. Geographic Distribution of Home Improvement Loans

Geographic Distribution: HOME IMPROVEMENT			Geography: DULUTH, MN-WI MMA				Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2013								
Assessment Area:	Total Home Improvement Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total**	% Owner Occ Units***	% BANK Loans****	% Owner Occ Units***	% BANK Loans****	% Owner Occ Units***	% BANK Loans****	% Owner Occ Units***	% BANK Loans****	Overall	Low	Mod	Mid	Upp
Full Review:															
Duluth, MN-WI MMA	10	100.00	2.93	0.00	11.34	20.00	67.99	80.00	17.74	0.00	0.88	0.00	1.59	1.08	0.00

* Based on 2012 Peer Mortgage Data (USPR)

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

*** Percentage of Owner-occupied Units is the number of owner-occupied units in a particular geography divided by the number of owner-occupied housing units in the area based on 2010 Census information.

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

Table 4. Geographic Distribution of Home Mortgage Refinance Loans

Geographic Distribution: HOME MORTGAGE REFINANCE			Geography: DULUTH, MN-WI MMA				Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2013								
Assessment Area:	Total Home Mortgage Refinance Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total**	% Owner Occ Units***	% BANK Loans****	% Owner Occ Units***	% BANK Loans****	% Owner Occ Units***	% BANK Loans****	% Owner Occ Units***	% BANK Loans****	Overall	Low	Mod	Mid	Upp
Full Review:															
Duluth, MN-WI MMA	58	100.00	2.93	1.72	11.34	12.07	67.99	74.14	17.74	12.07	0.54	0.58	0.80	0.63	0.21

* Based on 2012 Peer Mortgage Data (USPR)

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

*** Percentage of Owner-occupied Units is the number of owner-occupied units in a particular geography divided by the number of owner-occupied housing units in the area based on 2010 Census information.

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

Table 6. Geographic Distribution of Small Loans to Businesses

Geographic Distribution: SMALL LOANS TO BUSINESSES			Geography: DULUTH, MN-WI MMA								Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2013				
Assessment Area:	Total Small Business Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total**	% of Businesses***	% BANK Loans	% of Businesses***	% BANK Loans	% of Businesses***	% BANK Loans	% of Businesses***	% BANK Loans	Overall	Low	Mod	Mid	Upp
Full Review:															
Duluth, MN-WI MMA	105	100.00	12.70	35.24	11.11	15.24	59.96	28.57	16.22	20.95	1.09	2.96	1.68	0.61	1.07

* Based on 2012 Peer Small Business Data -- US

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

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

Table 7. Geographic Distribution of Small Loans to Farms

Geographic Distribution: SMALL LOANS TO FARMS			Geography: DULUTH, MN-WI MMA				Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2013									
Assessment Area:	Total Small Farm Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*					
	#	% of Total**	% of Farms***	% BANK Loans	% of Farms***	% BANK Loans	% of Farms***	% BANK Loans	% of Farms***	% BANK Loans	Overall	Low	Mod	Mid	Upp	
Full Review:																
Duluth, MN-WI MMA	1	100.00	4.14	0.00	6.73	0.00	72.96	0.00	16.17	100.00	2.08	0.00	0.00	0.00	14.29	

* Based on 2012 Peer Small Business Data -- US

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

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

Table 8. Borrower Distribution of Home Purchase Loans

Borrower Distribution: HOME PURCHASE		Geography: DULUTH, MN-WI MMA								Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2013					
Assessment Area:	Total Home Purchase Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Market Share*				
	#	% of Total**	% Families***	% BANK Loans****	% Families***	% BANK Loans****	% Families***	% BANK Loans****	% Families***	% BANK Loans****	Overall	Low	Mod	Mid	Upp
Full Review:															
Duluth, MN-WI MMA	34	100.00	19.78	11.76	18.55	26.47	22.82	26.47	38.85	35.29	0.54	0.27	0.75	0.40	0.60

* Based on 2012 Peer Mortgage Data (USPR)

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

*** Percentage of Families is based on the 2010 Census information.

**** As a percentage of loans with borrower income information available. No information was available for 1.0% of loans originated and purchased by bank.

Table 9. Borrower Distribution of Home Improvement Loans

Borrower Distribution: HOME IMPROVEMENT		Geography: DULUTH, MN-WI MMA								Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2013					
Assessment Area:	Total Home Improvement Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Market Share*				
	#	% of Total**	% Families***	% BANK Loans****	% Families***	% BANK Loans****	% Families***	% BANK Loans****	% Families***	% BANK Loans****	Overall	Low	Mod	Mid	Upp
Full Review:															
Duluth, MN-WI MMA	10	100.00	19.78	20.00	18.55	20.00	22.82	40.00	38.85	20.00	0.92	1.64	1.57	0.54	0.72

* Based on 2012 Peer Mortgage Data (USPR)

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

*** Percentage of Families is based on the 2010 Census information.

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

Table 10. Borrower Distribution of Home Mortgage Refinance Loans

Borrower Distribution: HOME MORTGAGE REFINANCE			Geography: DULUTH, MN-WI MMA				Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2013								
Assessment Area:	Total Home Mortgage Refinance Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Market Share*				
	#	% of Total**	% Families***	% BANK Loans****	% Families***	% BANK Loans****	% Families***	% BANK Loans****	% Families***	% BANK Loans****	Overall	Low	Mod	Mid	Upp
Full Review:															
Duluth, MN-WI MMA	58	100.00	19.78	8.77	18.55	22.81	22.82	38.60	38.85	29.82	0.61	0.43	0.88	0.93	0.36

* Based on 2012 Peer Mortgage Data (USPR)

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

*** Percentage of Families is based on the 2010 Census information.

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

Table 11. Borrower Distribution of Small Loans to Businesses

Borrower Distribution: SMALL LOANS TO BUSINESSES		Geography: DULUTH, MN-WI MMA			Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2013				
Assessment Area:	Total Small Loans to Businesses		Businesses With Revenues of \$1 million or less		Loans by Original Amount Regardless of Business Size			Market Share*	
	#	% of Total**	% of Businesses***	% BANK Loans****	\$100,000 or less	>\$100,000 to \$250,000	>\$250,000 to \$1,000,000	All	Rev\$ 1 Million or Less
Full Review:									
Duluth, MN-WI MMA	105	100.00	74.66	56.19	46.67	26.67	26.67	1.09	2.31

* Based on 2012 Peer Small Business Data -- US

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

*** Businesses with revenues of \$1 million or less as a percentage of all businesses (Source D&B - 2013).

**** Small loans to businesses with revenues of \$1 million or less as a percentage of all loans reported as small loans to businesses. No information was available for 6.42% of small loans to businesses originated and purchased by the bank.

Table 12. Borrower Distribution of Small Loans to Farms

Borrower Distribution: SMALL LOANS TO FARMS		Geography: DULUTH, MN-WI MMA			Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2013				
Assessment Area:	Total Small Loans to Farms		Farms With Revenues of \$1 million or less		Loans by Original Amount Regardless of Farm Size			Market Share*	
	#	% of Total**	% of Farms***	% BANK Loans****	\$100,000 or less	>\$100,000 to \$250,000	>\$250,000 to \$500,000	All	Rev\$ 1 Million or Less
Full Review:									
Duluth, MN-WI MMA	1	100.00	98.32	100.00	0.00	100.00	0.00	2.08	3.45

* Based on 2012 Peer Small Business Data -- US

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

*** Farms with revenues of \$1 million or less as a percentage of all farms (Source D&B - 2013).

**** Small loans to farms with revenues of \$1 million or less as a percentage of all loans reported as small loans to farms. No information was available for 10.96% of small loans to farms originated and purchased by the bank.

Table 14. Qualified Investments

QUALIFIED INVESTMENTS		Geography: DULUTH,MN-WI MMA				Evaluation Period: JULY 5, 2011 TO DECEMBER 31, 2013			
Assessment Area:	Prior Period Investments*		Current Period Investments		Total Investments			Unfunded Commitments**	
	#	\$(000's)	#	\$(000's)	#	\$(000's)	% of Total	#	\$(000's)
Full Review:									
Duluth, MN-WI MMA	1	0	10	37	11	37	0.01	1	0

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

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

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

DISTRIBUTION OF BRANCH DELIVERY SYSTEM AND BRANCH OPENINGS/CLOSINGS				Geography: DULUTH, MN-WI MMA				Evaluation Period: JULY 5, 2011 TO DECEMBER 31, 2013									
Assessment Area:	Deposits	Branches						Branch Openings/Closings				Population					
	% of Rated Area Deposits in AA	# of BANK Branches	% of Rated Area Branches in AA	Location of Branches by Income of Geographies (%)				# of Branch Openings	# of Branch Closings	Net change in Location of Branches (+ or -)				% of Population within Each Geography			
				Low	Mod	Mid	Upp			Low	Mod	Mid	Upp	Low	Mod	Mid	Upp
Full Review:																	
Duluth, MN-WI MMA	100.00	2	100.00	50.00	0.00	0.00	50.00	0	0	0	0	0	0	6.69	13.27	61.30	18.75

Table 1. Lending Volume

LENDING VOLUME												
Geography: STATE OF WISCONSIN												
Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2013												
Assessment Area:	% of Rated Area Loans (#) in MA/AA*	Home Mortgage		Small Loans to Businesses		Small Loans to Farms		Community Development Loans**		Total Reported Loans		% of Rated Area Deposits in MA/AA***
		#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	
Full Review:												
Milwaukee-Waukesha-West Allis, WI MSA	32.11	3,878	605,492	4,677	830,690	65	11,233	80	256,970	8,700	1,704,385	51.54
Limited Review:												
Appleton, WI MSA	5.51	720	98,739	559	113,517	209	25,640	5	7,683	1,493	245,579	4.98
Eau Claire, WI MSA	1.93	198	31,552	209	48,459	114	21,655	1	1,782	522	109,349	1.20
Fond du Lac, WI MSA	1.73	282	34,997	112	18,644	73	9,777	2	1,992	469	65,410	0.81
Green Bay, WI MSA	6.11	840	109,064	586	113,141	214	33,167	15	23,494	1,655	278,866	5.39
Janesville, WI MSA	3.41	480	53,019	330	58,256	108	18,142	7	11,680	923	140,943	2.92
LaCrosse, WI MN-WI MSA	0.87	98	11,615	118	20,314	18	3,161	2	6,735	236	41,825	0.63
Madison, WI MSA	10.85	1,693	353,476	921	183,674	291	53,121	35	331,567	2,940	921,838	14.06
Oshkosh-Neenah, WI MSA	2.18	348	55,966	216	39,447	24	2,755	4	7,291	592	105,459	0.72
Racine, WI MSA	2.53	356	42,991	307	59,430	12	2,337	12	15,958	687	120,716	1.89
Sheboygan, WI MSA	1.69	309	35,321	134	22,583	14	1,728	1	1,442	458	61,074	0.99
Wausau, WI MSA	2.44	329	44,290	210	44,812	118	14,611	3	11,761	660	115,474	2.88
Non-MSA WI	28.64	3,704	505,188	2,318	400,880	1,703	247,811	34	79,738	7,759	1,233,617	12.00

* Loan Data as of December 31, 2013. Rated area refers to either state or multistate MA rating area.

** The evaluation period for Community Development Loans is from January 01, 2009 to December 31, 2013 for the Milwaukee-Waukesha-West Allis, WI MSA, Green Bay, WI MSA, LaCrosse, WI MN-WI MSA, Sheboygan, WI MSA and part of non-MSA WI. The evaluation period for Community Development Loans is from July 5, 2011 through December 31, 2013 for all other assessment areas.

*** Deposit Data as of June 30, 2013. Rated Area refers to either the state, multistate MA, or institution, as appropriate.

Table 2. Geographic Distribution of Home Purchase Loans

Geographic Distribution: HOME PURCHASE			Geography: STATE OF WISCONSIN								Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2013				
Assessment Area:	Total Home Purchase Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total**	% Owner Occ Units***	% BANK Loans****	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	Overall	Low	Mod	Mid	Upp
Full Review:															
Milwaukee-Waukesha-West Allis, WI MSA	969	31.00	6.74	5.78	12.89	18.78	39.84	39.63	40.52	35.81	2.92	6.78	4.44	2.86	2.43
Limited Review:															
Appleton, WI MSA	149	4.77	0.00	0.00	6.20	5.37	75.79	72.48	18.01	22.15	2.76	0.00	3.35	2.76	2.59
Eau Claire, WI MSA	45	1.44	0.00	0.00	11.92	6.67	73.51	84.44	14.57	8.89	1.23	0.00	1.00	1.34	0.81
Fond du Lac, WI MSA	87	2.78	0.00	0.00	6.15	13.79	85.44	77.01	8.42	9.20	3.42	0.00	8.93	3.09	2.97
Green Bay, WI MSA	158	5.05	0.73	1.90	20.16	22.15	55.51	50.63	23.61	25.32	2.24	10.00	1.57	2.68	1.84
Janesville, WI MSA	126	4.03	4.55	1.59	15.66	11.90	55.87	58.73	23.92	27.78	3.59	1.89	4.40	3.60	3.35
LaCrosse, WI MN-WI MSA	38	1.22	0.66	0.00	4.94	0.00	74.53	84.21	19.87	15.79	1.20	0.00	0.00	1.38	0.96
Madison, WI MSA	494	15.80	1.45	0.61	12.91	10.93	63.51	59.11	22.13	29.35	2.52	1.12	1.80	2.34	3.33
Oshkosh-Neenah, WI MSA	89	2.85	0.00	0.00	10.85	13.48	69.87	61.80	19.27	24.72	1.85	0.00	1.73	1.85	1.91
Racine, WI MSA	108	3.45	2.21	1.85	10.75	9.26	54.91	59.26	32.13	29.63	2.69	4.55	2.79	2.67	2.65
Sheboygan, WI MSA	71	2.27	0.00	0.00	18.68	26.76	73.40	67.61	7.92	5.63	2.96	0.00	4.92	2.57	2.14
Wausau, WI MSA	86	2.75	0.00	0.00	13.86	24.42	75.82	68.60	10.32	6.98	1.55	0.00	1.03	1.92	0.00
Non-MSA WI	706	22.58	0.03	0.00	8.82	9.63	78.61	69.97	12.53	20.40	2.70	0.00	2.84	2.47	3.81

* Based on 2012 Peer Mortgage Data (USPR)

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

*** Percentage of Owner-occupied Units is the number of owner-occupied units in a particular geography divided by the number of owner-occupied housing units in the area based on 2010 Census information.

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

Table 3. Geographic Distribution of Home Improvement Loans

Geographic Distribution: HOME IMPROVEMENT			Geography: STATE OF WISCONSIN						Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2013						
Assessment Area:	Total Home Improvement Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total**	% Owner Occ Units***	% BANK Loans****	% Owner Occ Units***	% BANK Loans****	% Owner Occ Units***	% BANK Loans****	% Owner Occ Units***	% BANK Loans****	Overall	Low	Mod	Mid	Upp
Full Review:															
Milwaukee-Waukesha-West Allis, WI MSA	118	21.93	6.74	7.63	12.89	11.02	39.84	31.36	40.52	50.00	2.81	3.92	3.54	1.82	3.45
Limited Review:															
Appleton, WI MSA	26	4.83	0.00	0.00	6.20	11.54	75.79	73.08	18.01	15.38	2.30	0.00	3.03	2.45	1.68
Eau Claire, WI MSA	10	1.86	0.00	0.00	11.92	0.00	73.51	100.00	14.57	0.00	0.94	0.00	0.00	1.27	0.00
Fond du Lac, WI MSA	15	2.79	0.00	0.00	6.15	0.00	85.44	93.33	8.42	6.67	2.71	0.00	0.00	3.10	0.00
Green Bay, WI MSA	31	5.76	0.73	3.23	20.16	25.81	55.51	45.16	23.61	25.81	2.31	50.00	4.38	1.64	1.73
Janesville, WI MSA	31	5.76	4.55	0.00	15.66	16.13	55.87	64.52	23.92	19.35	6.85	0.00	4.55	8.21	6.90
LaCrosse, WI MN-WI MSA	2	0.37	0.66	0.00	4.94	0.00	74.53	50.00	19.87	50.00	0.63	0.00	0.00	0.41	2.13
Madison, WI MSA	29	5.39	1.45	0.00	12.91	10.34	63.51	58.62	22.13	31.03	1.47	0.00	1.38	1.35	1.85
Oshkosh-Neenah, WI MSA	6	1.12	0.00	0.00	10.85	16.67	69.87	66.67	19.27	16.67	1.08	0.00	1.89	0.93	1.18
Racine, WI MSA	12	2.23	2.21	0.00	10.75	0.00	54.91	75.00	32.13	25.00	4.55	0.00	0.00	6.12	3.49
Sheboygan, WI MSA	16	2.97	0.00	0.00	18.68	18.75	73.40	68.75	7.92	12.50	2.72	0.00	3.80	2.82	0.00
Wausau, WI MSA	35	6.51	0.00	0.00	13.86	11.43	75.82	68.57	10.32	20.00	4.54	0.00	2.17	4.27	8.20
Non-MSA WI	207	38.48	0.03	0.00	8.82	13.04	78.61	75.85	12.53	11.11	2.86	0.00	4.58	2.79	2.19

* Based on 2012 Peer Mortgage Data (USPR)

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

*** Percentage of Owner-occupied Units is the number of owner-occupied units in a particular geography divided by the number of owner-occupied housing units in the area based on 2010 Census information.

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

Table 4. Geographic Distribution of Home Mortgage Refinance Loans

Geographic Distribution: HOME MORTGAGE REFINANCE			Geography: STATE OF WISCONSIN				Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2013									
Assessment Area:	Total Home Mortgage Refinance Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*					
	#	% of Total**	% Owner Occ Units***	% BANK Loans****	% Owner Occ Units***	% BANK Loans****	% Owner Occ Units***	% BANK Loans****	% Owner Occ Units***	% BANK Loans****	Overall	Low	Mod	Mid	Upp	
Full Review:																
Milwaukee-Waukesha-West Allis, WI MSA	2,785	29.15	6.74	1.65	12.89	5.28	39.84	38.60	40.52	54.47	2.88	1.82	1.51	2.99	3.01	
Limited Review:																
Appleton, WI MSA	545	5.70	0.00	0.00	6.20	6.97	75.79	66.06	18.01	26.97	3.54	0.00	4.91	3.47	3.49	
Eau Claire, WI MSA	142	1.49	0.00	0.00	11.92	7.04	73.51	74.65	14.57	18.31	1.59	0.00	0.67	1.68	1.60	
Fond du Lac, WI MSA	180	1.88	0.00	0.00	6.15	2.22	85.44	90.56	8.42	7.22	2.99	0.00	1.38	3.33	1.50	
Green Bay, WI MSA	650	6.80	0.73	0.62	20.16	14.77	55.51	50.46	23.61	34.15	2.83	1.89	2.36	2.80	3.05	
Janesville, WI MSA	322	3.37	4.55	2.17	15.66	8.07	55.87	43.17	23.92	46.58	4.10	0.00	1.98	3.24	6.19	
LaCrosse, WI MN-WI MSA	58	0.61	0.66	0.00	4.94	5.17	74.53	79.31	19.87	15.52	0.80	0.00	1.17	0.86	0.58	
Madison, WI MSA	1,168	12.23	1.45	1.11	12.91	9.93	63.51	56.93	22.13	32.02	2.23	2.73	2.01	2.02	2.72	
Oshkosh-Neenah, WI MSA	253	2.65	0.00	0.00	10.85	5.53	69.87	62.45	19.27	32.02	2.47	0.00	1.63	2.39	2.95	
Racine, WI MSA	235	2.46	2.21	0.43	10.75	8.09	54.91	47.23	32.13	44.26	1.79	1.67	1.69	1.61	2.05	
Sheboygan, WI MSA	222	2.32	0.00	0.00	18.68	12.61	73.40	76.58	7.92	10.81	3.39	0.00	2.27	3.54	3.71	
Wausau, WI MSA	206	2.16	0.00	0.00	13.86	9.71	75.82	81.07	10.32	9.22	2.44	0.00	2.02	2.68	1.41	
Non-MSA WI	2,788	29.18	0.03	0.00	8.82	9.43	78.61	74.96	12.53	15.60	3.60	0.00	3.90	3.58	3.57	

* Based on 2012 Peer Mortgage Data (USPR)

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

*** Percentage of Owner-occupied Units is the number of owner-occupied units in a particular geography divided by the number of owner-occupied housing units in the area based on 2010 Census information.

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

Table 5. Geographic Distribution of Multifamily Loans

Geographic Distribution: MULTIFAMILY			Geography: STATE OF WISCONSIN								Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2013				
Assessment Area:	Total Multifamily Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total**	% of MF Units***	% BANK Loans****	% MF Units***	% BANK Loans****	% MF Units***	% BANK Loans****	% MF Units***	% BANK Loans****	Overall	Low	Mod	Mid	Upp
Full Review:															
Milwaukee-Waukesha-West Allis, WI MSA	6	35.29	15.39	16.67	15.91	0.00	45.42	83.33	23.28	0.00	1.52	1.22	0.00	3.23	0.00
Limited Review:															
Appleton, WI MSA	0	0.00	0.00	0.00	14.90	0.00	79.35	0.00	5.75	0.00	0.00	0.00	0.00	0.00	0.00
Eau Claire, WI MSA	1	5.88	0.00	0.00	15.41	0.00	65.47	0.00	19.11	100.00	3.57	0.00	0.00	0.00	20.00
Fond du Lac, WI MSA	0	0.00	0.00	0.00	40.14	0.00	55.33	0.00	4.53	0.00	0.00	0.00	0.00	0.00	0.00
Green Bay, WI MSA	1	5.88	1.92	0.00	27.44	100.00	56.40	0.00	14.24	0.00	1.10	0.00	4.55	0.00	0.00
Janesville, WI MSA	1	5.88	11.54	0.00	22.44	100.00	38.68	0.00	27.34	0.00	5.26	0.00	14.29	0.00	0.00
LaCrosse, WI MN-WI MSA	0	0.00	12.55	0.00	32.38	0.00	47.00	0.00	8.07	0.00	0.00	0.00	0.00	0.00	0.00
Madison, WI MSA	2	11.76	15.84	0.00	22.56	0.00	42.37	50.00	19.23	50.00	1.08	0.00	0.00	1.11	3.85
Oshkosh-Neenah, WI MSA	0	0.00	0.00	0.00	27.85	0.00	58.95	0.00	13.20	0.00	0.00	0.00	0.00	0.00	0.00
Racine, WI MSA	1	5.88	2.28	0.00	21.88	0.00	49.57	100.00	26.27	0.00	2.27	0.00	0.00	3.13	0.00
Sheboygan, WI MSA	0	0.00	0.00	0.00	41.94	0.00	52.40	0.00	5.66	0.00	0.00	0.00	0.00	0.00	0.00
Wausau, WI MSA	2	11.76	0.00	0.00	22.79	0.00	58.02	50.00	19.20	50.00	5.13	0.00	0.00	4.55	16.67
Non-MSA WI	3	17.65	0.03	0.00	10.59	0.00	80.87	100.00	8.51	0.00	1.60	0.00	0.00	2.16	0.00

* Based on 2012 Peer Mortgage Data (USPR)

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

*** Percentage of Multifamily Units is the number of multifamily units in a particular geography divided by the number of multifamily housing units in the area based on 2010 Census information.

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

Table 6. Geographic Distribution of Small Loans to Businesses

Geographic Distribution: SMALL LOANS TO BUSINESSES			Geography: STATE OF WISCONSIN								Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2013				
Assessment Area:	Total Small Business Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total**	% of Businesses***	% BANK Loans	% of Businesses***	% BANK Loans	% of Businesses***	% BANK Loans	% of Businesses***	% BANK Loans	Overall	Low	Mod	Mid	Upp
Full Review:															
Milwaukee-Waukesha-West Allis, WI MSA	4,677	43.72	9.95	6.44	14.43	11.87	37.62	36.52	37.95	45.18	5.05	6.36	6.51	5.09	5.25
Limited Review:															
Appleton, WI MSA	559	5.23	0.00	0.00	11.23	18.96	76.41	71.20	12.36	9.84	5.74	0.00	13.39	5.95	4.20
Eau Claire, WI MSA	209	1.95	0.00	0.00	14.88	7.66	72.13	78.95	12.99	13.40	3.07	0.00	2.11	3.71	3.03
Fond du Lac, WI MSA	112	1.05	0.00	0.00	18.63	9.82	75.47	88.39	5.90	1.79	1.98	0.00	2.08	2.47	0.53
Green Bay, WI MSA	586	5.48	1.26	1.37	21.29	30.38	54.34	45.39	23.08	22.87	3.93	1.67	5.84	3.91	3.80
Janesville, WI MSA	330	3.08	7.40	8.48	18.55	22.73	46.54	45.15	27.51	23.64	5.57	8.14	8.33	6.03	4.19
LaCrosse, WI MN-WI MSA	118	1.10	3.34	2.54	21.46	11.02	59.50	71.19	15.70	15.25	2.64	3.64	1.56	3.55	2.19
Madison, WI MSA	921	8.61	4.15	4.56	15.74	19.33	56.88	52.33	22.69	23.78	3.41	4.76	3.77	3.46	3.73
Oshkosh-Neenah, WI MSA	216	2.02	0.00	0.00	15.83	10.65	66.01	75.46	18.16	13.89	3.09	0.00	2.49	3.25	4.10
Racine, WI MSA	307	2.87	3.84	7.49	11.60	15.64	54.22	43.32	30.34	33.55	3.60	6.08	4.79	3.44	3.80
Sheboygan, WI MSA	134	1.25	0.00	0.00	29.76	47.01	62.78	47.76	7.46	5.22	2.45	0.00	4.94	1.91	1.54
Wausau, WI MSA	210	1.96	0.00	0.00	17.11	20.48	68.83	62.86	14.07	16.67	3.00	0.00	4.11	3.38	2.60
Non-MSA WI	2,318	21.67	0.02	0.00	9.98	8.24	79.74	75.54	10.27	16.22	3.23	0.00	3.45	3.75	4.30

* Based on 2012 Peer Small Business Data -- US

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

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

Table 7. Geographic Distribution of Small Loans to Farms

Geographic Distribution: SMALL LOANS TO FARMS			Geography: STATE OF WISCONSIN								Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2013				
Assessment Area:	Total Small Farm Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total**	% of Farms***	% BANK Loans	% of Farms***	% BANK Loans	% of Farms***	% BANK Loans	% of Farms***	% BANK Loans	Overall	Low	Mod	Mid	Upp
Full Review:															
Milwaukee-Waukesha-West Allis, WI MSA	65	2.19	3.15	1.54	6.44	0.00	43.54	35.38	46.88	63.08	25.38	0.00	0.00	23.33	28.36
Limited Review:															
Appleton, WI MSA	209	7.05	0.00	0.00	4.63	3.35	78.94	86.60	16.44	10.05	42.92	0.00	62.50	41.79	48.28
Eau Claire, WI MSA	114	3.85	0.00	0.00	14.23	8.77	73.71	81.58	12.06	9.65	30.69	0.00	27.27	30.52	38.46
Fond du Lac, WI MSA	73	2.46	0.00	0.00	1.96	0.00	88.37	91.78	9.67	8.22	16.20	0.00	0.00	15.54	22.73
Green Bay, WI MSA	214	7.22	0.27	0.00	14.22	7.48	64.58	75.23	20.93	17.29	40.69	0.00	28.57	41.63	43.90
Janesville, WI MSA	108	3.64	1.64	0.93	4.64	0.00	70.67	76.85	23.06	22.22	33.77	100.00	0.00	33.93	37.50
LaCrosse, WI MN-WI MSA	18	0.61	0.00	0.00	2.49	0.00	81.45	100.00	16.06	0.00	16.92	0.00	0.00	18.97	0.00
Madison, WI MSA	291	9.82	0.35	0.69	10.30	11.68	72.54	75.95	16.61	11.68	38.22	100.00	40.91	38.02	36.84
Oshkosh-Neenah, WI MSA	24	0.81	0.00	0.00	3.87	0.00	85.61	91.67	10.52	8.33	16.67	0.00	0.00	15.71	50.00
Racine, WI MSA	12	0.40	0.57	0.00	4.01	0.00	50.38	50.00	45.04	50.00	7.14	0.00	0.00	4.76	9.52
Sheboygan, WI MSA	14	0.47	0.00	0.00	12.10	7.14	85.31	85.71	2.59	7.14	8.62	0.00	9.09	7.77	100.00
Wausau, WI MSA	118	3.98	0.00	0.00	11.96	7.63	79.63	88.14	8.40	4.24	40.35	0.00	29.17	43.48	28.57
Non-MSA WI	1,703	57.48	0.01	0.00	4.82	2.29	85.11	84.62	10.07	13.09	25.66	0.00	23.16	24.98	33.82

* Based on 2012 Peer Small Business Data -- US

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

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

Table 8. Borrower Distribution of Home Purchase Loans

Borrower Distribution: HOME PURCHASE		Geography: STATE OF WISCONSIN								Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2013					
Assessment Area:	Total Home Purchase Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Market Share*				
	#	% of Total**	% Families***	% BANK Loans****	% Families***	% BANK Loans****	% Families***	% BANK Loans****	% Families***	% BANK Loans****	Overall	Low	Mod	Mid	Upp
Full Review:															
Milwaukee-Waukesha-West Allis, WI MSA	969	31.00	22.15	25.24	16.90	26.30	20.61	18.00	40.35	30.46	3.03	7.14	2.99	2.09	2.44
Limited Review:															
Appleton, WI MSA	149	4.77	16.54	20.00	19.20	36.55	26.18	16.55	38.07	26.90	2.89	3.40	4.06	1.76	2.31
Eau Claire, WI MSA	45	1.44	19.00	18.18	19.12	20.45	23.80	22.73	38.08	38.64	1.33	1.22	1.53	0.70	1.72
Fond du Lac, WI MSA	87	2.78	17.50	15.12	18.65	16.28	26.85	37.21	37.01	31.40	3.64	4.88	1.94	4.88	3.59
Green Bay, WI MSA	158	5.05	19.23	15.89	18.25	27.15	23.75	15.23	38.78	41.72	2.33	2.79	1.99	1.41	3.20
Janesville, WI MSA	126	4.03	19.66	16.13	18.49	31.45	22.32	25.81	39.53	26.61	3.99	4.04	3.72	3.87	4.44
LaCrosse, WI MN-WI MSA	38	1.22	17.97	28.95	18.47	31.58	24.53	21.05	39.03	18.42	1.29	4.17	1.44	0.24	0.93
Madison, WI MSA	494	15.80	18.54	9.20	18.27	27.61	25.18	23.11	38.01	40.08	2.71	1.52	2.89	2.25	3.46
Oshkosh-Neenah, WI MSA	89	2.85	18.03	10.23	18.42	29.55	25.56	26.14	37.99	34.09	2.06	1.64	1.74	1.88	2.54
Racine, WI MSA	108	3.45	20.69	28.30	16.90	27.36	22.97	23.58	39.43	20.75	2.85	6.32	2.44	2.18	2.18
Sheboygan, WI MSA	71	2.27	18.50	22.86	18.89	32.86	25.11	18.57	37.50	25.71	3.30	5.65	4.24	1.61	2.57
Wausau, WI MSA	86	2.75	17.35	13.25	19.31	46.99	25.47	18.07	37.86	21.69	1.53	0.45	1.81	1.15	2.24
Non-MSA WI	706	22.58	18.15	9.37	19.15	24.50	24.09	23.05	38.62	43.08	2.87	2.61	2.86	2.57	3.13

* Based on 2012 Peer Mortgage Data (USPR)

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

*** Percentage of Families is based on the 2010 Census information.

**** As a percentage of loans with borrower income information available. No information was available for 2.2% of loans originated and purchased by bank.

Table 9. Borrower Distribution of Home Improvement Loans

Borrower Distribution: HOME IMPROVEMENT			Geography: STATE OF WISCONSIN								Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2013				
Assessment Area:	Total Home Improvement Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Market Share*				
	#	% of Total**	% Families***	% BANK Loans****	% Families***	% BANK Loans****	% Families***	% BANK Loans****	% Families***	% BANK Loans****	Overall	Low	Mod	Mid	Upp
Full Review:															
Milwaukee-Waukesha-West Allis, WI MSA	118	21.93	22.15	15.38	16.90	27.35	20.61	22.22	40.35	35.04	2.87	3.79	3.81	2.34	2.56
Limited Review:															
Appleton, WI MSA	26	4.83	16.54	11.54	19.20	42.31	26.18	19.23	38.07	26.92	2.36	2.53	5.88	1.17	1.34
Eau Claire, WI MSA	10	1.86	19.00	10.00	19.12	30.00	23.80	40.00	38.08	20.00	1.01	1.96	1.23	0.87	0.66
Fond du Lac, WI MSA	15	2.79	17.50	20.00	18.65	13.33	26.85	26.67	37.01	40.00	2.87	8.70	0.00	3.70	2.41
Green Bay, WI MSA	31	5.76	19.23	23.33	18.25	20.00	23.75	23.33	38.78	33.33	2.27	9.68	1.89	1.39	1.49
Janesville, WI MSA	31	5.76	19.66	6.45	18.49	35.48	22.32	29.03	39.53	29.03	7.42	3.57	7.14	10.34	6.85
LaCrosse, WI MN-WI MSA	2	0.37	17.97	0.00	18.47	0.00	24.53	100.00	39.03	0.00	0.65	0.00	0.00	1.98	0.00
Madison, WI MSA	29	5.39	18.54	10.34	18.27	13.79	25.18	34.48	38.01	41.38	1.51	0.70	1.37	2.03	1.39
Oshkosh-Neenah, WI MSA	6	1.12	18.03	0.00	18.42	0.00	25.56	33.33	37.99	66.67	1.11	0.00	0.00	1.50	1.46
Racine, WI MSA	12	2.23	20.69	25.00	16.90	8.33	22.97	0.00	39.43	66.67	4.71	13.64	2.38	0.00	5.88
Sheboygan, WI MSA	16	2.97	18.50	6.25	18.89	12.50	25.11	50.00	37.50	31.25	2.78	0.00	1.90	4.58	2.53
Wausau, WI MSA	35	6.51	17.35	8.82	19.31	23.53	25.47	17.65	37.86	50.00	5.99	3.33	6.17	3.67	8.96
Non-MSA WI	207	38.48	18.15	14.22	19.15	25.00	24.09	25.98	38.62	34.80	3.00	3.83	3.63	2.28	3.01

* Based on 2012 Peer Mortgage Data (USPR)

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

*** Percentage of Families is based on the 2010 Census information.

**** As a percentage of loans with borrower income information available. No information was available for 1.1% of loans originated and purchased by bank.

Table 10. Borrower Distribution of Home Mortgage Refinance Loans

Borrower Distribution: HOME MORTGAGE REFINANCE			Geography: STATE OF WISCONSIN								Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2013				
Assessment Area:	Total Home Mortgage Refinance Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Market Share*				
	#	% of Total**	% Families***	% BANK Loans****	% Families***	% BANK Loans****	% Families***	% BANK Loans****	% Families***	% BANK Loans****	Overall	Low	Mod	Mid	Upp
Full Review:															
Milwaukee-Waukesha-West Allis, WI MSA	2,785	29.15	22.15	9.12	16.90	19.59	20.61	24.04	40.35	47.25	3.05	3.97	3.64	2.93	2.82
Limited Review:															
Appleton, WI MSA	545	5.70	16.54	10.44	19.20	21.63	26.18	21.82	38.07	46.11	3.84	4.45	4.24	2.95	4.17
Eau Claire, WI MSA	142	1.49	19.00	8.40	19.12	18.32	23.80	30.53	38.08	42.75	1.54	1.18	1.75	1.48	1.56
Fond du Lac, WI MSA	180	1.88	17.50	11.43	18.65	25.14	26.85	24.57	37.01	38.86	3.13	5.19	3.19	2.69	3.05
Green Bay, WI MSA	650	6.80	19.23	12.12	18.25	20.41	23.75	26.95	38.78	40.51	3.16	4.56	3.27	2.87	3.05
Janesville, WI MSA	322	3.37	19.66	6.15	18.49	18.45	22.32	29.77	39.53	45.63	4.20	2.62	3.51	4.28	4.87
LaCrosse, WI MN-WI MSA	58	0.61	17.97	14.29	18.47	26.79	24.53	28.57	39.03	30.36	0.82	2.01	0.95	0.87	0.48
Madison, WI MSA	1,168	12.23	18.54	8.38	18.27	21.30	25.18	24.06	38.01	46.26	2.35	2.48	2.06	1.92	2.78
Oshkosh-Neenah, WI MSA	253	2.65	18.03	6.91	18.42	15.45	25.56	19.92	37.99	57.72	2.68	3.09	2.00	2.25	3.12
Racine, WI MSA	235	2.46	20.69	10.09	16.90	25.44	22.97	24.56	39.43	39.91	1.93	3.08	2.44	1.56	1.72
Sheboygan, WI MSA	222	2.32	18.50	10.91	18.89	23.64	25.11	23.18	37.50	42.27	3.97	6.00	3.94	2.73	4.46
Wausau, WI MSA	206	2.16	17.35	13.07	19.31	25.63	25.47	25.63	37.86	35.68	2.67	3.90	3.04	2.28	2.51
Non-MSA WI	2,788	29.18	18.15	8.00	19.15	20.22	24.09	24.78	38.62	47.01	3.78	4.90	4.57	3.59	3.48

* Based on 2012 Peer Mortgage Data (USPR)

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

*** Percentage of Families is based on the 2010 Census information.

**** As a percentage of loans with borrower income information available. No information was available for 4.0% of loans originated and purchased by bank.

Table 11. Borrower Distribution of Small Loans to Businesses

Borrower Distribution: SMALL LOANS TO BUSINESSES		Geography: STATE OF WISCONSIN			Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2013				
Assessment Area:	Total Small Loans to Businesses		Businesses With Revenues of \$1 million or less		Loans by Original Amount Regardless of Business Size			Market Share*	
	#	% of Total**	% of Businesses***	% BANK Loans****	\$100,000 or less	>\$100,000 to \$250,000	>\$250,000 to \$1,000,000	All	Rev\$ 1 Million or Less
Full Review:									
Milwaukee-Waukesha-West Allis, WI MSA	4,677	43.72	70.88	51.87	60.00	15.72	24.29	5.05	5.78
Limited Review:									
Appleton, WI MSA	559	5.23	72.71	38.46	52.77	21.11	26.12	5.74	8.19
Eau Claire, WI MSA	209	1.95	74.56	40.67	44.50	21.53	33.97	3.07	5.38
Fond du Lac, WI MSA	112	1.05	72.97	41.96	61.61	13.39	25.00	1.98	2.08
Green Bay, WI MSA	586	5.48	72.70	46.08	52.05	22.35	25.60	3.93	5.39
Janesville, WI MSA	330	3.08	74.09	49.39	54.24	21.21	24.55	5.57	11.88
LaCrosse, WI MN-WI MSA	118	1.10	71.82	44.07	61.02	14.41	24.58	2.64	4.83
Madison, WI MSA	921	8.61	69.31	47.99	55.27	18.24	26.49	3.41	4.81
Oshkosh-Neenah, WI MSA	216	2.02	71.91	43.52	57.41	20.83	21.76	3.09	3.68
Racine, WI MSA	307	2.87	74.45	44.95	53.42	21.17	25.41	3.60	5.59
Sheboygan, WI MSA	134	1.25	72.82	58.96	52.24	25.37	22.39	2.45	4.35
Wausau, WI MSA	210	1.96	74.44	48.57	49.52	21.90	28.57	3.00	4.84
Non-MSA WI	2,318	21.67	75.69	49.05	56.30	21.70	22.00	3.23	5.30

* Based on 2012 Peer Small Business Data -- US

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

*** Businesses with revenues of \$1 million or less as a percentage of all businesses (Source D&B - 2013).

**** Small loans to businesses with revenues of \$1 million or less as a percentage of all loans reported as small loans to businesses. No information was available for 12.47% of small loans to businesses originated and purchased by the bank.

Table 12. Borrower Distribution of Small Loans to Farms

Borrower Distribution: SMALL LOANS TO FARMS			Geography: STATE OF WISCONSIN				Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2013			
Assessment Area:	Total Small Loans to Farms		Farms With Revenues of \$1 million or less		Loans by Original Amount Regardless of Farm Size			Market Share*		
	#	% of Total**	% of Farms***	% BANK Loans****	\$100,000 or less	>\$100,000 to \$250,000	>\$250,000 to \$500,000	All	Rev\$ 1 Million or Less	
Full Review:										
Milwaukee-Waukesha-West Allis, WI MSA	65	2.19	96.04	58.46	44.62	33.85	21.54	25.38	34.43	
Limited Review:										
Appleton, WI MSA	209	7.05	97.24	80.38	56.94	28.23	14.83	42.92	59.42	
Eau Claire, WI MSA	114	3.85	99.00	50.00	39.47	32.46	28.07	30.69	39.44	
Fond du Lac, WI MSA	73	2.46	96.98	56.16	54.79	24.66	20.55	16.20	15.49	
Green Bay, WI MSA	214	7.22	98.01	58.88	46.73	31.78	21.50	40.69	51.85	
Janesville, WI MSA	108	3.64	97.41	53.70	39.81	33.33	26.85	33.77	39.02	
LaCrosse, WI MN-WI MSA	18	0.61	97.96	38.89	33.33	33.33	33.33	16.92	33.33	
Madison, WI MSA	291	9.82	97.88	53.95	39.52	32.99	27.49	38.22	54.49	
Oshkosh-Neenah, WI MSA	24	0.81	98.52	41.67	50.00	41.67	8.33	16.67	13.51	
Racine, WI MSA	12	0.40	96.56	75.00	25.00	25.00	50.00	7.14	8.00	
Sheboygan, WI MSA	14	0.47	95.46	21.43	64.29	21.43	14.29	8.62	3.17	
Wausau, WI MSA	118	3.98	99.00	78.81	56.78	27.97	15.25	40.35	68.35	
Non-MSA WI	1,703	57.48	98.28	62.30	51.26	29.83	18.91	25.66	31.29	

* Based on 2012 Peer Small Business Data -- US

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

*** Farms with revenues of \$1 million or less as a percentage of all farms (Source D&B - 2013).

**** Small loans to farms with revenues of \$1 million or less as a percentage of all loans reported as small loans to farms. No information was available for 8.30% of small loans to farms originated and purchased by the bank.

Table 14. Qualified Investments

QUALIFIED INVESTMENTS		Geography: STATE OF WISCONSIN				Evaluation Period: JULY 1, 2009 TO DECEMBER 31, 2013***			
Assessment Area:	Prior Period Investments*		Current Period Investments		Total Investments			Unfunded Commitments**	
	#	\$(000's)	#	\$(000's)	#	\$(000's)	% of Total	#	\$(000's)
Full Review:									
Milwaukee-Waukesha-West Allis, WI MSA	20	16,737	255	64,553	275	81,291	12.34	10	31,859
Limited Review:									
Appleton, WI MSA	0	0	8	628	8	628	0.10	1	117
Eau Claire, WI MSA	0	0	13	51	13	51	0.01	0	0
Fond du Lac, WI MSA	0	0	8	1,107	8	1,107	0.17	1	252
Green Bay, WI MSA	3	1,099	29	1,531	32	2,630	0.40	1	274
Janesville, WI MSA	2	978	42	2,186	44	3,164	0.48	1	98
LaCrosse, WI MN-WI MSA	0	0	8	17	8	17	0.00	0	0
Madison, WI MSA	3	350	77	19,005	80	19,355	2.94	4	8,848
Oshkosh-Neenah, WI MSA	1	2,897	9	1,184	10	4,080	0.62	1	252
Racine, WI MSA	2	3,903	7	3,008	9	6,911	1.05	2	2,118
Sheboygan, WI MSA	0	0	6	515	6	515	0.08	1	241
Wausau, WI MSA	2	483	15	96	17	579	0.09	0	0
Non-MSA WI	5	1,997	43	11,111	48	13,107	1.99	5	7,172
Broader Statewide or Regional Area	1	1	5	1,632	6	1,633	0.25	1	2

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

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

*** The evaluation period for Qualified Investments is from January 01, 2009 to December 31, 2013 for the Milwaukee-Waukesha-West Allis, WI MSA, Green Bay, WI MSA, LaCrosse, WI MN-WI MSA, Sheboygan, WI MSA and part of non-MSA WI. The evaluation period for Qualified Investments is from July 5, 2011 through December 31, 2013 for all other assessment areas.

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

DISTRIBUTION OF BRANCH DELIVERY SYSTEM AND BRANCH OPENINGS/CLOSINGS				Geography: STATE OF WISCONSIN				Evaluation Period: JULY 5, 2011 TO DECEMBER 31, 2013									
Assessment Area:	Deposits	Branches						Branch Openings/Closings						Population			
	% of Rated Area Deposits in AA	# of BANK Branches	% of Rated Area Branches in AA	Location of Branches by Income of Geographies (%)				# of Branch Openings	# of Branch Closings	Net change in Location of Branches (+ or -)				% of Population within Each Geography			
				Low	Mod	Mid	Upp			Low	Mod	Mid	Upp	Low	Mod	Mid	Upp
Full Review:																	
Milwaukee-Waukesha-West Allis, WI MSA	51.54	74	35.58	9.46	14.86	39.19	36.49	1	21	0	-1	-8	-11	14.65	16.20	36.13	33.02
Limited Review:																	
Appleton, WI MSA	4.98	10	4.81	0.00	40.00	50.00	10.00	0	0	0	0	0	0	0.00	7.03	74.98	17.99
Eau Claire, WI MSA	1.20	5	2.40	0.00	0.00	100.00	0.00	0	1	0	0	-1	0	0.00	12.22	71.26	16.52
Fond du Lac, WI MSA	0.81	2	0.96	0.00	0.00	100.00	0.00	0	0	0	0	0	0	0.00	12.31	79.11	8.58
Green Bay, WI MSA	5.39	14	6.73	0.00	28.57	64.29	7.14	0	1	0	0	-1	0	1.44	21.93	52.93	23.34
Janesville, WI MSA	2.92	8	3.85	12.50	25.00	25.00	37.50	0	0	0	0	0	0	7.98	17.27	51.83	22.92
LaCrosse, WI MN-WI MSA	0.63	3	1.44	0.00	33.33	66.67	0.00	0	2	0	-1	0	-1	4.80	13.86	64.64	16.71
Madison, WI MSA	14.06	23	11.06	0.00	30.43	52.17	17.39	0	5	0	-2	-2	-1	5.97	15.49	57.71	20.27
Oshkosh-Neenah, WI MSA	0.72	3	1.44	0.00	0.00	66.67	33.33	0	0	0	0	0	0	0.00	16.29	67.13	16.58
Racine, WI MSA	1.89	6	2.88	0.00	0.00	66.67	33.33	0	0	0	0	0	0	4.70	14.33	53.49	27.48
Sheboygan, WI MSA	0.99	5	2.40	0.00	20.00	80.00	0.00	0	1	0	-1	0	0	0.00	23.36	69.54	7.10
Wausau, WI MSA	2.88	8	3.85	0.00	37.50	37.50	25.00	0	0	0	0	0	0	0.00	16.46	72.62	10.91
Non-MSA WI	12.00	47	22.60	0.00	6.38	89.36	4.26	0	10	0	-1	-9	0	0.09	8.70	79.01	12.21

Table 1. Lending Volume

LENDING VOLUME												
Geography: STATE OF INDIANA												
Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2013												
Assessment Area:	% of Rated Area Loans (#) in MA/AA*	Home Mortgage		Small Loans to Businesses		Small Loans to Farms		Community Development Loans**		Total Reported Loans		% of Rated Area Deposits in MA/AA***
		#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	#	\$(000's)	
Full Review:												
Indianapolis-Carmel, IN MSA	78.06	1,517	197,704	1,518	184,174	14	3,236	29	98,845	3,078	483,959	81.66
Limited Review:												
Anderson, IN MSA	2.03	66	5,469	14	4,995	0	0	0	0	80	10,464	1.17
Kokomo, IN MSA	9.82	327	26,923	58	3,539	2	164	0	0	387	30,626	8.95
Terre Haute, IN MSA	4.21	140	10,030	21	2,125	4	900	1	2,900	166	15,955	5.10
Non-MSA IN	5.88	198	13,570	28	4,067	0	0	6	22,226	232	39,863	3.11
Broader Statewide or Regional Area	N/A	N/A	N/A	N/A	N/A	N/A	N/A	4	14,855	4	14,855	N/A

* Loan Data as of December 31, 2013. Rated area refers to either state or multistate MA rating area.

** The evaluation period for Community Development Loans is from January 01, 2009 to December 31, 2013 for the Kokomo, IN MSA, Terre Haute, IN MSA and portions of the Indianapolis-Carmel, IN MSA and Non-MSA IN assessment areas. The evaluation period for Community Development Loans is from July 5, 2011 to December 31, 2013 for all other assessment areas

*** Deposit Data as of June 30, 2013. Rated Area refers to either the state, multistate MA, or institution, as appropriate.

Table 2. Geographic Distribution of Home Purchase Loans

Geographic Distribution: HOME PURCHASE			Geography: STATE OF INDIANA								Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2013				
Assessment Area:	Total Home Purchase Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total**	% Owner Occ Units***	% BANK Loans****	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	Overall	Low	Mod	Mid	Upp
Full Review:															
Indianapolis-Carmel, IN MSA	375	72.96	5.43	1.60	16.97	18.67	43.43	38.40	34.17	41.33	0.51	1.08	0.69	0.44	0.50
Limited Review:															
Anderson, IN MSA	26	5.06	1.04	0.00	17.60	7.69	53.57	46.15	27.80	46.15	0.67	0.00	0.96	0.66	0.64
Kokomo, IN MSA	57	11.09	2.94	0.00	21.01	10.53	44.36	66.67	31.69	22.81	2.11	0.00	1.95	3.06	1.21
Terre Haute, IN MSA	22	4.28	5.28	0.00	10.70	4.55	57.21	77.27	26.81	18.18	0.90	0.00	0.82	1.44	0.18
Non-MSA IN	34	6.61	0.00	0.00	22.79	29.41	66.00	64.71	11.21	5.88	0.91	0.00	1.28	1.02	0.00

* Based on 2012 Peer Mortgage Data (USPR)

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

*** Percentage of Owner-occupied Units is the number of owner-occupied units in a particular geography divided by the number of owner-occupied housing units in the area based on 2010 Census information.

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

Table 3. Geographic Distribution of Home Improvement Loans

Geographic Distribution: HOME IMPROVEMENT			Geography: STATE OF INDIANA								Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2013				
Assessment Area:	Total Home Improvement Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total**	% Owner Occ Units***	% BANK Loans****	% Owner Occ Units***	% BANK Loans****	% Owner Occ Units***	% BANK Loans****	% Owner Occ Units***	% BANK Loans****	Overall	Low	Mod	Mid	Upp
Full Review:															
Indianapolis-Carmel, IN MSA	35	51.47	5.43	2.86	16.97	14.29	43.43	31.43	34.17	51.43	0.85	0.00	1.06	0.60	1.16
Limited Review:															
Anderson, IN MSA	5	7.35	1.04	0.00	17.60	0.00	53.57	20.00	27.80	80.00	1.69	0.00	0.00	0.00	4.76
Kokomo, IN MSA	3	4.41	2.94	0.00	21.01	0.00	44.36	66.67	31.69	33.33	1.79	0.00	0.00	1.89	2.17
Terre Haute, IN MSA	11	16.18	5.28	0.00	10.70	0.00	57.21	100.00	26.81	0.00	1.57	0.00	0.00	2.58	0.00
Non-MSA IN	14	20.59	0.00	0.00	22.79	21.43	66.00	78.57	11.21	0.00	3.83	0.00	4.55	4.24	0.00

* Based on 2012 Peer Mortgage Data (USPR)

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

*** Percentage of Owner-occupied Units is the number of owner-occupied units in a particular geography divided by the number of owner-occupied housing units in the area based on 2010 Census information.

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

Table 4. Geographic Distribution of Home Mortgage Refinance Loans

Geographic Distribution: HOME MORTGAGE REFINANCE			Geography: STATE OF INDIANA								Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2013				
Assessment Area:	Total Home Mortgage Refinance Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total**	% Owner Occ Units***	% BANK Loans****	% Owner Occ Units***	% BANK Loans****	% Owner Occ Units***	% BANK Loans****	% Owner Occ Units***	% BANK Loans****	Overall	Low	Mod	Mid	Upp
Full Review:															
Indianapolis-Carmel, IN MSA	1,107	66.45	5.43	2.17	16.97	11.56	43.43	43.81	34.17	42.46	0.97	0.38	0.92	1.16	0.87
Limited Review:															
Anderson, IN MSA	35	2.10	1.04	0.00	17.60	8.57	53.57	45.71	27.80	45.71	0.83	0.00	1.12	0.59	1.12
Kokomo, IN MSA	267	16.03	2.94	3.00	21.01	17.98	44.36	46.82	31.69	32.21	7.00	13.64	9.00	7.12	6.12
Terre Haute, IN MSA	107	6.42	5.28	0.00	10.70	1.87	57.21	84.11	26.81	14.02	2.57	0.00	1.31	4.10	0.72
Non-MSA IN	150	9.00	0.00	0.00	22.79	32.67	66.00	50.00	11.21	17.33	3.17	0.00	5.45	2.40	4.53

* Based on 2012 Peer Mortgage Data (USPR)

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

*** Percentage of Owner-occupied Units is the number of owner-occupied units in a particular geography divided by the number of owner-occupied housing units in the area based on 2010 Census information.

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

Table 6. Geographic Distribution of Small Loans to Businesses

Geographic Distribution: SMALL LOANS TO BUSINESSES			Geography: STATE OF INDIANA								Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2013				
Assessment Area:	Total Small Business Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total**	% of Businesses***	% BANK Loans	% of Businesses***	% BANK Loans	% of Businesses***	% BANK Loans	% of Businesses***	% BANK Loans	Overall	Low	Mod	Mid	Upp
Full Review:															
Indianapolis-Carmel, IN MSA	1,518	92.96	5.91	4.94	18.11	14.82	41.83	41.83	34.15	38.41	1.43	1.73	1.40	1.53	1.42
Limited Review:															
Anderson, IN MSA	8	0.49	1.66	0.00	25.58	25.00	47.65	75.00	25.02	0.00	0.35	0.00	0.44	0.33	0.00
Kokomo, IN MSA	58	3.55	2.55	3.45	29.98	41.38	41.54	41.38	25.94	13.79	2.35	0.00	2.75	3.08	1.98
Terre Haute, IN MSA	21	1.29	15.30	4.76	9.53	4.76	52.71	85.71	22.46	4.76	0.30	0.26	0.40	0.49	0.00
Non-MSA IN	28	1.71	0.00	0.00	27.97	53.57	59.20	32.14	12.83	14.29	0.48	0.00	1.18	0.19	0.57

* Based on 2012 Peer Small Business Data -- US

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

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

Table 7. Geographic Distribution of Small Loans to Farms

Geographic Distribution: SMALL LOANS TO FARMS		Geography: STATE OF INDIANA								Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2013					
Assessment Area:	Total Small Farm Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total**	% of Farms** *	% BANK Loans	% of Farms***	% BANK Loans	% of Farms***	% BANK Loans	% of Farms***	% BANK Loans	Overall	Low	Mod	Mid	Upp
Full Review:															
Indianapolis-Carmel, IN MSA	14	70.00	2.46	0.00	9.54	0.00	60.33	85.71	27.66	14.29	1.01	0.00	0.00	1.19	0.00
Limited Review:															
Anderson, IN MSA	0	0.00	0.53	0.00	5.30	0.00	55.48	0.00	38.69	0.00	0.00	0.00	0.00	0.00	0.00
Kokomo, IN MSA	2	10.00	0.16	0.00	3.77	50.00	55.97	0.00	40.09	50.00	1.10	0.00	33.33	0.00	0.00
Terre Haute, IN MSA	4	20.00	1.58	0.00	1.58	0.00	69.66	100.00	27.18	0.00	0.73	0.00	0.00	0.91	0.00
Non-MSA IN	0	0.00	0.00	0.00	5.26	0.00	85.36	0.00	9.38	0.00	0.00	0.00	0.00	0.00	0.00

* Based on 2012 Peer Small Business Data -- US

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

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

Table 8. Borrower Distribution of Home Purchase Loans

Borrower Distribution: HOME PURCHASE		Geography: STATE OF INDIANA								Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2013					
Assessment Area:	Total Home Purchase Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Market Share*				
	#	% of Total**	% Families***	% BANK Loans****	% Families***	% BANK Loans****	% Families***	% BANK Loans****	% Families***	% BANK Loans****	Overall	Low	Mod	Mid	Upp
Full Review:															
Indianapolis-Carmel, IN MSA	375	72.96	21.55	20.49	17.24	28.30	20.62	20.49	40.60	30.73	0.58	0.80	0.61	0.59	0.44
Limited Review:															
Anderson, IN MSA	26	5.06	18.44	23.08	19.00	30.77	22.60	26.92	39.96	19.23	0.85	1.53	0.47	1.06	0.75
Kokomo, IN MSA	57	11.09	20.90	7.02	17.02	26.32	21.79	38.60	40.30	28.07	2.37	0.69	1.57	3.76	2.53
Terre Haute, IN MSA	22	4.28	20.48	14.29	18.53	19.05	20.12	33.33	40.86	33.33	0.99	1.82	1.09	0.79	0.81
Non-MSA IN	34	6.61	20.56	14.71	19.84	29.41	22.59	17.65	37.01	38.24	1.03	1.08	0.94	0.63	1.47

* Based on 2012 Peer Mortgage Data (USPR)

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

*** Percentage of Families is based on the 2010 Census information.

**** As a percentage of loans with borrower income information available. No information was available for 1.0% of loans originated and purchased by bank.

Table 9. Borrower Distribution of Home Improvement Loans

Borrower Distribution: HOME IMPROVEMENT		Geography: STATE OF INDIANA								Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2013					
Assessment Area:	Total Home Improvement Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Market Share*				
	#	% of Total**	% Families***	% BANK Loans****	% Families***	% BANK Loans****	% Families***	% BANK Loans****	% Families***	% BANK Loans****	Overall	Low	Mod	Mid	Upp
Full Review:															
Indianapolis-Carmel, IN MSA	35	51.47	21.55	22.86	17.24	20.00	20.62	22.86	40.60	34.29	0.88	1.60	0.27	0.93	0.99
Limited Review:															
Anderson, IN MSA	5	7.35	18.44	20.00	19.00	40.00	22.60	0.00	39.96	40.00	1.75	5.88	2.63	0.00	1.49
Kokomo, IN MSA	3	4.41	20.90	0.00	17.02	66.67	21.79	0.00	40.30	33.33	1.89	0.00	5.26	0.00	2.38
Terre Haute, IN MSA	11	16.18	20.48	36.36	18.53	18.18	20.12	27.27	40.86	18.18	1.67	4.55	0.00	3.33	0.81
Non-MSA IN	14	20.59	20.56	0.00	19.84	28.57	22.59	42.86	37.01	28.57	3.96	0.00	8.16	7.27	1.08

* Based on 2012 Peer Mortgage Data (USPR)

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

*** Percentage of Families is based on 0 2010 Census information.

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

Table 10. Borrower Distribution of Home Mortgage Refinance Loans

Borrower Distribution: HOME MORTGAGE REFINANCE		Geography: STATE OF INDIANA								Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2013					
Assessment Area:	Total Home Mortgage Refinance Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Market Share*				
	#	% of Total**	% Families***	% BANK Loans****	% Families***	% BANK Loans****	% Families***	% BANK Loans****	% Families***	% BANK Loans****	Overall	Low	Mod	Mid	Upp
Full Review:															
Indianapolis-Carmel, IN MSA	1,107	66.45	21.55	15.77	17.24	22.33	20.62	25.25	40.60	36.65	1.15	2.19	1.47	1.25	0.88
Limited Review:															
Anderson, IN MSA	35	2.10	18.44	17.65	19.00	23.53	22.60	32.35	39.96	26.47	1.04	1.79	1.09	1.38	0.63
Kokomo, IN MSA	267	16.03	20.90	19.48	17.02	28.09	21.79	23.60	40.30	28.84	7.94	13.78	11.27	6.66	5.68
Terre Haute, IN MSA	107	6.42	20.48	7.48	18.53	32.71	20.12	28.97	40.86	30.84	2.90	3.95	5.00	3.02	1.93
Non-MSA IN	150	9.00	20.56	13.33	19.84	22.00	22.59	31.33	37.01	33.33	3.65	4.76	2.64	5.11	3.00

* Based on 2012 Peer Mortgage Data (USPR)

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

*** Percentage of Families is based on the 2010 Census information.

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

Table 11. Borrower Distribution of Small Loans to Businesses

Borrower Distribution: SMALL LOANS TO BUSINESSES			Geography: STATE OF INDIANA				Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2013			
Assessment Area:	Total Small Loans to Businesses		Businesses With Revenues of \$1 million or less		Loans by Original Amount Regardless of Business Size			Market Share*		
	#	% of Total**	% of Businesses***	% BANK Loans****	\$100,000 or less	>\$100,000 to \$250,000	>\$250,000 to \$1,000,000	All	Rev\$ 1 Million or Less	
Full Review:										
Indianapolis-Carmel, IN MSA	1,518	92.62	70.64	65.48	72.73	10.94	16.34	1.43	2.22	
Limited Review:										
Anderson, IN MSA	14	0.85	72.37	21.43	21.43	28.57	50.00	0.35	0.31	
Kokomo, IN MSA	58	3.54	71.58	93.10	91.38	1.72	6.90	2.35	8.25	
Terre Haute, IN MSA	21	1.28	69.06	66.67	71.43	9.52	19.05	0.30	0.43	
Non-MSA IN	28	1.71	71.32	57.14	64.29	17.86	17.86	0.48	0.96	

* Based on 2012 Peer Small Business Data -- US

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

*** Businesses with revenues of \$1 million or less as a percentage of all businesses (Source D&B - 2013).

**** Small loans to businesses with revenues of \$1 million or less as a percentage of all loans reported as small loans to businesses. No information was available for 5.80% of small loans to businesses originated and purchased by the bank.

Table 12. Borrower Distribution of Small Loans to Farms

Borrower Distribution: SMALL LOANS TO FARMS		Geography: STATE OF INDIANA				Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2013			
Assessment Area:	Total Small Loans to Farms		Farms With Revenues of \$1 million or less		Loans by Original Amount Regardless of Farm Size			Market Share*	
	#	% of Total**	% of Farms***	% BANK Loans****	\$100,000 or less	>\$100,000 to \$250,000	>\$250,000 to \$500,000	All	Rev\$ 1 Million or Less
Full Review:									
Indianapolis-Carmel, IN MSA	14	70.00	97.73	28.57	35.71	21.43	42.86	1.01	0.47
Limited Review:									
Anderson, IN MSA	0	0.00	99.29	0.00	0.00	0.00	0.00	0.00	0.00
Kokomo, IN MSA	2	10.00	99.06	50.00	50.00	50.00	0.00	1.10	1.75
Terre Haute, IN MSA	4	20.00	99.47	100.00	25.00	25.00	50.00	0.73	0.99
Non-MSA IN	0	0.00	99.50	0.00	0.00	0.00	0.00	0.00	0.00

* Based on 2012 Peer Small Business Data -- US

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

*** Farms with revenues of \$1 million or less as a percentage of all farms (Source D&B - 2013).

**** Small loans to farms with revenues of \$1 million or less as a percentage of all loans reported as small loans to farms. No information was available for 0.00% of small loans to farms originated and purchased by the bank.

Table 14. Qualified Investments

QUALIFIED INVESTMENTS		Geography: STATE OF INDIANA				Evaluation Period: JANUARY 1, 2009 TO DECEMBER 31, 2013			
Assessment Area:	Prior Period Investments*		Current Period Investments		Total Investments			Unfunded Commitments**	
	#	\$(000's)	#	\$(000's)	#	\$(000's)	% of Total	#	\$(000's)
Full Review:									
Indianapolis-Carmel, IN MSA	6	4,363	73	19,576	79	23,939	3.64	6	5,366
Limited Review:									
Anderson, IN MSA	1	0	1	35	2	35	0.01	0	0
Kokomo, IN MSA	0	0	4	12	4	12	0.00	0	0
Terre Haute, IN MSA	0	0	9	2,649	9	2,649	0.40	2	438
Non-MSA IN	0	0	5	5	5	5	0.00	0	0
Broader Statewide or Regional Area	3	2,574	16	6,119	19	8,693	1.32	0	0

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

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

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

DISTRIBUTION OF BRANCH DELIVERY SYSTEM AND BRANCH OPENINGS/CLOSINGS																	
Geography: STATE OF INDIANA																	
Evaluation Period: JANUARY 1, 2009 TO DECEMBER 31, 2013																	
Assessment Area:	Deposits	Branches						Branch Openings/Closings						Population			
	% of Rated Area Deposits in AA	# of BANK Branches	% of Rated Area Branches in AA	Location of Branches by Income of Geographies (%)				# of Branch Openings	# of Branch Closings	Net change in Location of Branches (+ or -)				% of Population within Each Geography			
				Low	Mod	Mid	Upp			Low	Mod	Mid	Upp	Low	Mod	Mid	Upp
Full Review:																	
Indianapolis-Carmel, IN MSA	81.66	37	63.79	0.00	27.03	32.43	40.54	0	6	0	-1	-3	-2	8.63	22.04	39.58	29.76
Limited Review:																	
Anderson, IN MSA	1.17	1	1.72	0.00	0.00	100.00	0.00	0	0	0	0	0	0	1.54	21.44	51.48	22.95
Kokomo, IN MSA	8.95	6	10.34	16.67	33.33	33.33	16.67	0	2	0	-2	0	0	3.54	26.38	40.35	29.74
Terre Haute, IN MSA	5.10	9	15.52	0.00	0.00	100.00	0.00	0	0	0	0	0	0	11.37	10.74	53.95	23.93
Non-MSA IN	3.11	5	8.62	0.00	40.00	40.00	20.00	0	0	0	0	0	0	0.00	29.32	60.84	9.83

Table 1. Lending Volume

LENDING VOLUME												
Geography: STATE OF ARIZONA												
Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2013												
Assessment Area:	% of Rated Area Loans (#) in MA/AA*	Home Mortgage		Small Loans to Businesses		Small Loans to Farms		Community Development Loans**		Total Reported Loans		% of Rated Area Deposits in MA/AA***
		#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	
Full Review:												
Phoenix-Mesa-Glendale, AZ MSA	89.51	1,726	423,349	1,958	198,904	6	713	21	40,801	3,711	663,767	81.88
Limited Review:												
Prescott, AZ MSA	4.53	130	28,304	58	13,673	0	0	0	0	188	41,977	4.97
Tucson, AZ MSA	5.96	125	22,222	118	15,145	3	85	1	15,204	247	52,656	13.15
Broader Statewide or Regional Area	N/A	N/A	N/A	N/A	N/A	N/A	N/A	2	10,000	2	10,000	N/A

* Loan Data as of December 31, 2013. Rated area refers to either state or multistate MA rating area.

** The evaluation period for Community Development Loans is from January 01, 2009 to December 31, 2013.

*** Deposit Data as of June 30, 2013. Rated Area refers to either the state, multistate MA, or institution, as appropriate.

Table 2. Geographic Distribution of Home Purchase Loans

Geographic Distribution: HOME PURCHASE		Geography: STATE OF ARIZONA										Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2013				
Assessment Area:	Total Home Purchase Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*					
	#	% of Total**	% Owner Occ Units***	% BANK Loans****	% Owner Occ Units***	% BANK Loans****	% Owner Occ Units***	% BANK Loans****	% Owner Occ Units***	% BANK Loans****	Overall	Low	Mod	Mid	Upp	
Full Review:																
Phoenix-Mesa-Glendale, AZ MSA	501	87.13	3.66	2.00	21.50	18.16	38.07	35.53	36.77	44.31	0.20	0.09	0.17	0.19	0.21	
Limited Review:																
Prescott, AZ MSA	43	7.48	0.00	0.00	11.57	13.95	68.19	58.14	20.24	27.91	0.40	0.00	0.22	0.41	0.44	
Tucson, AZ MSA	31	5.39	3.46	0.00	22.02	12.90	37.37	48.39	37.15	38.71	0.10	0.00	0.08	0.15	0.08	

* Based on 2012 Peer Mortgage Data (USPR)

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

*** Percentage of Owner-occupied Units is the number of owner-occupied units in a particular geography divided by the number of owner-occupied housing units in the area based on 2010 Census information.

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

Table 3. Geographic Distribution of Home Improvement Loans

Geographic Distribution: HOME IMPROVEMENT		Geography: STATE OF ARIZONA								Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2013					
Assessment Area:	Total Home Improvement Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total**	% Owner Occ Units***	% BANK Loans****	% Owner Occ Units***	% BANK Loans****	% Owner Occ Units***	% BANK Loans****	% Owner Occ Units***	% BANK Loans****	Overall	Low	Mod	Mid	Upp
Full Review:															
Phoenix-Mesa-Glendale, AZ MSA	40	97.56	3.66	0.00	21.50	25.00	38.07	47.50	36.77	27.50	0.79	0.00	0.83	1.24	0.49
Limited Review:															
Prescott, AZ MSA	0	0.00	0.00	0.00	11.57	0.00	68.19	0.00	20.24	0.00	0.00	0.00	0.00	0.00	0.00
Tucson, AZ MSA	1	2.44	3.46	0.00	22.02	0.00	37.37	100.00	37.15	0.00	0.15	0.00	0.00	0.46	0.00

* Based on 2012 Peer Mortgage Data (USPR)

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

*** Percentage of Owner-occupied Units is the number of owner-occupied units in a particular geography divided by the number of owner-occupied housing units in the area based on 2010 Census information.

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

Table 4. Geographic Distribution of Home Mortgage Refinance Loans

Geographic Distribution: HOME MORTGAGE REFINANCE			Geography: STATE OF ARIZONA						Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2013						
Assessment Area:	Total Home Mortgage Refinance Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total**	% Owner Occ Units***	% BANK Loans****	% Owner Occ Units***	% BANK Loans****	% Owner Occ Units***	% BANK Loans****	% Owner Occ Units***	% BANK Loans****	Overall	Low	Mod	Mid	Upp
Full Review:															
Phoenix-Mesa-Glendale, AZ MSA	1,185	86.81	3.66	1.60	21.50	14.60	38.07	30.38	36.77	53.42	0.35	0.28	0.26	0.28	0.41
Limited Review:															
Prescott, AZ MSA	87	6.37	0.00	0.00	11.57	4.60	68.19	57.47	20.24	37.93	0.62	0.00	0.17	0.53	0.96
Tucson, AZ MSA	93	6.81	3.46	0.00	22.02	10.75	37.37	36.56	37.15	52.69	0.14	0.00	0.00	0.18	0.15

* Based on 2012 Peer Mortgage Data (USPR)

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

*** Percentage of Owner-occupied Units is the number of owner-occupied units in a particular geography divided by the number of owner-occupied housing units in the area based on 2010 Census information.

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

Table 6. Geographic Distribution of Small Loans to Businesses

Geographic Distribution: SMALL LOANS TO BUSINESSES			Geography: STATE OF ARIZONA								Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2013				
Assessment Area:	Total Small Business Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total**	% of Businesses***	% BANK Loans	% of Businesses***	% BANK Loans	% of Businesses***	% BANK Loans	% of Businesses***	% BANK Loans	Overall	Low	Mod	Mid	Upp
Full Review:															
Phoenix-Mesa-Glendale, AZ MSA	1,945	91.70	6.33	13.16	15.81	16.30	30.79	27.30	46.60	43.24	0.68	2.21	0.83	0.61	0.48
Limited Review:															
Prescott, AZ MSA	58	2.73	0.00	0.00	16.91	22.41	57.03	44.83	26.06	32.76	0.68	0.00	1.37	0.44	1.01
Tucson, AZ MSA	118	5.56	5.86	7.63	25.11	29.66	29.85	35.59	39.18	27.12	0.38	0.61	0.46	0.49	0.24

* Based on 2012 Peer Small Business Data -- US

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

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

Table 7. Geographic Distribution of Small Loans to Farms

Geographic Distribution: SMALL LOANS TO FARMS		Geography: STATE OF ARIZONA						Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2013							
Assessment Area:	Total Small Farm Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total**	% of Farms***	% BANK Loans	% of Farms***	% BANK Loans	% of Farms***	% BANK Loans	% of Farms***	% BANK Loans	Overall	Low	Mod	Mid	Upp
Full Review:															
Phoenix-Mesa-Glendale, AZ MSA	6	66.67	5.69	16.67	17.58	0.00	34.43	50.00	42.08	33.33	1.16	0.00	0.00	2.31	0.88
Limited Review:															
Prescott, AZ MSA	0	0.00	0.00	0.00	11.65	0.00	65.37	0.00	22.98	0.00	0.00	0.00	0.00	0.00	0.00
Tucson, AZ MSA	3	33.33	4.77	0.00	22.54	0.00	34.71	100.00	37.98	0.00	1.72	0.00	0.00	3.70	0.00

* Based on 2012 Peer Small Business Data -- US

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

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

Table 8. Borrower Distribution of Home Purchase Loans

Borrower Distribution: HOME PURCHASE		Geography: STATE OF ARIZONA										Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2013				
Assessment Area:	Total Home Purchase Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Market Share*					
	#	% of Total**	% Families***	% BANK Loans****	% Families***	% BANK Loans****	% Families***	% BANK Loans****	% Families***	% BANK Loans****	Overall	Low	Mod	Mid	Upp	
Full Review:																
Phoenix-Mesa-Glendale, AZ MSA	501	87.13	21.18	13.91	17.76	16.13	20.47	18.75	40.59	51.21	0.21	0.16	0.16	0.19	0.27	
Limited Review:																
Prescott, AZ MSA	43	7.48	18.52	11.90	20.31	9.52	20.86	16.67	40.31	61.90	0.40	1.12	0.11	0.46	0.38	
Tucson, AZ MSA	31	5.39	21.62	6.45	17.84	22.58	19.62	12.90	40.92	58.06	0.12	0.05	0.11	0.08	0.17	

* Based on 2012 Peer Mortgage Data (USPR)

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

*** Percentage of Families is based on the 2010 Census information.

**** As a percentage of loans with borrower income information available. No information was available for 1.0% of loans originated and purchased by bank.

Table 9. Borrower Distribution of Home Improvement Loans

Borrower Distribution: HOME IMPROVEMENT		Geography: STATE OF ARIZONA								Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2013					
Assessment Area:	Total Home Improvement Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Market Share*				
	#	% of Total**	% Families***	% BANK Loans****	% Families***	% BANK Loans****	% Families***	% BANK Loans****	% Families***	% BANK Loans****	Overall	Low	Mod	Mid	Upp
Full Review:															
Phoenix-Mesa-Glendale, AZ MSA	40	97.56	21.18	25.00	17.76	20.00	20.47	25.00	40.59	30.00	0.82	2.70	0.29	0.71	0.71
Limited Review:															
Prescott, AZ MSA	0	0.00	18.52	0.00	20.31	0.00	20.86	0.00	40.31	0.00	0.00	0.00	0.00	0.00	0.00
Tucson, AZ MSA	1	2.44	21.62	0.00	17.84	100.00	19.62	0.00	40.92	0.00	0.16	0.00	0.79	0.00	0.00

* Based on 2012 Peer Mortgage Data (USPR)

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

*** Percentage of Families is based on the 2010 Census information.

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

Table 10. Borrower Distribution of Home Mortgage Refinance Loans

Borrower Distribution: HOME MORTGAGE REFINANCE			Geography: STATE OF ARIZONA				Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2013								
Assessment Area:	Total Home Mortgage Refinance Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Market Share*				
	#	% of Total**	% Families***	% BANK Loans****	% Families***	% BANK Loans****	% Families***	% BANK Loans****	% Families***	% BANK Loans****	Overall	Low	Mod	Mid	Upp
Full Review:															
Phoenix-Mesa-Glendale, AZ MSA	1,185	86.81	21.18	14.70	17.76	18.23	20.47	18.31	40.59	48.75	0.41	0.43	0.49	0.35	0.41
Limited Review:															
Prescott, AZ MSA	87	6.37	18.52	1.18	20.31	18.82	20.86	25.88	40.31	54.12	0.67	0.20	0.73	0.86	0.63
Tucson, AZ MSA	93	6.81	21.62	6.52	17.84	20.65	19.62	15.22	40.92	57.61	0.18	0.09	0.27	0.13	0.19

* Based on 2012 Peer Mortgage Data (USPR)

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

*** Percentage of Families is based on the 2010 Census information.

**** As a percentage of loans with borrower income information available. No information was available for 1.8% of loans originated and purchased by bank.

Table 11. Borrower Distribution of Small Loans to Businesses

Borrower Distribution: SMALL LOANS TO BUSINESSES		Geography: STATE OF ARIZONA				Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2013			
Assessment Area:	Total Small Loans to Businesses		Businesses With Revenues of \$1 million or less		Loans by Original Amount Regardless of Business Size			Market Share*	
	#	% of Total**	% of Businesses***	% BANK Loans****	\$100,000 or less	>\$100,000 to \$250,000	>\$250,000 to \$1,000,000	All	Rev\$ 1 Million or Less
Full Review:									
Phoenix-Mesa-Glendale, AZ MSA	1,958	91.75	72.46	63.64	75.54	12.05	12.41	0.68	0.61
Limited Review:									
Prescott, AZ MSA	58	2.72	76.25	53.45	48.28	17.24	34.48	0.68	0.95
Tucson, AZ MSA	118	5.53	72.42	41.53	61.02	26.27	12.71	0.38	0.41

* Based on 2012 Peer Small Business Data -- US

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

*** Businesses with revenues of \$1 million or less as a percentage of all businesses (Source D&B - 2013).

**** Small loans to businesses with revenues of \$1 million or less as a percentage of all loans reported as small loans to businesses. No information was available for 9.00% of small loans to businesses originated and purchased by the bank.

Table 12. Borrower Distribution of Small Loans to Farms

Borrower Distribution: SMALL LOANS TO FARMS		Geography: STATE OF ARIZONA				Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2013			
Assessment Area:	Total Small Loans to Farms		Farms With Revenues of \$1 million or less		Loans by Original Amount Regardless of Farm Size			Market Share*	
	#	% of Total**	% of Farms***	% BANK Loans****	\$100,000 or less	>\$100,000 to \$250,000	>\$250,000 to \$500,000	All	Rev\$ 1 Million or Less
Full Review:									
Phoenix-Mesa-Glendale, AZ MSA	6	66.67	95.14	66.67	83.33	0.00	16.67	1.16	2.52
Limited Review:									
Prescott, AZ MSA	0	0.00	98.71	0.00	0.00	0.00	0.00	0.00	0.00
Tucson, AZ MSA	3	33.33	96.80	0.00	100.00	0.00	0.00	1.72	0.00

* Based on 2012 Peer Small Business Data -- US

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

*** Farms with revenues of \$1 million or less as a percentage of all farms (Source D&B - 2013).

**** Small loans to farms with revenues of \$1 million or less as a percentage of all loans reported as small loans to farms. No information was available for 0.00% of small loans to farms originated and purchased by the bank.

Table 14. Qualified Investments

QUALIFIED INVESTMENTS									
				Geography: STATE OF ARIZONA				Evaluation Period: JULY 5, 2011 TO DECEMBER 31, 2013	
Assessment Area:	Prior Period Investments*		Current Period Investments		Total Investments			Unfunded Commitments**	
	#	\$(000's)	#	\$(000's)	#	\$(000's)	% of Total	#	\$(000's)
Full Review:									
Phoenix-Mesa-Glendale, AZ MSA	12	6,548	94	8,188	106	14,736	77.68	3	2,348
Limited Review:									
Prescott, AZ MSA	0	0	5	9	5	9	0.05	0	0
Tucson, AZ MSA	5	1,149	22	3,057	27	4,206	22.17	1	559
Broader Statewide or Regional Area	1	20	0	0	1	20	0.11	0	0

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

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

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

DISTRIBUTION OF BRANCH DELIVERY SYSTEM AND BRANCH OPENINGS/CLOSINGS				Geography: STATE OF ARIZONA				Evaluation Period: JULY 5, 2011 TO DECEMBER 31, 2013									
Assessment Area:	Deposits	Branches						Branch Openings/Closings				Population					
	% of Rated Area Deposits in AA	# of BANK Branches	% of Rated Area Branches in AA	Location of Branches by Income of Geographies (%)				# of Branch Openings	# of Branch Closings	Net change in Location of Branches (+ or -)				% of Population within Each Geography			
				Low	Mod	Mid	Upp			Low	Mod	Mid	Upp	Low	Mod	Mid	Upp
Full Review:																	
Phoenix-Mesa-Glendale, AZ MSA	81.88	43	81.13	0.00	23.26	41.86	32.56	0	5	0	0	-2	-3	8.18	24.70	36.00	30.95
Limited Review:																	
Prescott, AZ MSA	4.97	3	5.66	0.00	66.67	0.00	33.33	0	0	0	0	0	0	0.00	15.17	67.84	16.98
Tucson, AZ MSA	13.15	7	13.21	0.00	14.29	42.86	42.86	0	0	0	0	0	0	7.32	28.83	32.76	30.66

Table 1. Lending Volume

LENDING VOLUME												
Geography: STATE OF FLORIDA												
Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2013												
Assessment Area:	% of Rated Area Loans (#) in MA/AA*	Home Mortgage		Small Loans to Businesses		Small Loans to Farms		Community Development Loans**		Total Reported Loans		% of Rated Area Deposits in MA/AA***
		#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	#	\$(000's)	
Full Review:												
North Port-Bradenton-Sarasota, FL MSA	39.97	365	93,843	319	33,846	2	350	3	350	689	128,389	35.17
Limited Review:												
Cape Coral-Fort Myers, FL MSA	8.29	118	33,426	25	6,294	0	0	0	0	143	39,720	1.74
Naples-Marco Island, FL MSA	12.65	162	78,970	56	8,752	0	0	0	0	218	87,722	12.39
Orlando-Kissimmee-Sanford, FL MSA	27.67	142	34,417	332	42,626	0	0	3	7,640	477	84,683	33.39
Punta Gorda, FL MSA	1.86	26	6,080	6	1,108	0	0	0	0	32	7,188	3.55
Tampa-St Petersburg-Clearwater, FL MSA	5.10	27	6,996	58	5,671	2	486	1	457	88	13,610	11.83
West Palm Beach, FL MD	4.46	63	30,984	9	1,908	0	0	5	950	77	33,842	1.94

* Loan Data as of December 31, 2013. Rated area refers to either state or multistate MA rating area.

** The evaluation period for Community Development Loans is from July 05, 2011 to December 31, 2013.

*** Deposit Data as of June 30, 2013. Rated Area refers to either the state, multistate MA, or institution, as appropriate.

Table 2. Geographic Distribution of Home Purchase Loans

Geographic Distribution: HOME PURCHASE			Geography: STATE OF FLORIDA								Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2013				
Assessment Area:	Total Home Purchase Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total**	% Owner Occ Units***	% BANK Loans****	% Owner Occ Units***	% BANK Loans****	% Owner Occ Units***	% BANK Loans****	% Owner Occ Units***	% BANK Loans****	Overall	Low	Mod	Mid	Upp
Full Review:															
North Port-Bradenton-Sarasota, FL MSA	209	41.97	1.26	0.96	20.07	13.88	48.99	37.32	29.68	47.85	0.83	7.69	0.93	0.65	0.98
Limited Review:															
Cape Coral-Fort Myers, FL MSA	75	15.06	1.32	0.00	14.17	5.33	55.62	36.00	28.89	58.67	0.37	0.00	0.09	0.24	0.64
Naples-Marco Island, FL MSA	74	14.86	2.40	0.00	16.42	6.76	46.03	43.24	35.15	50.00	0.67	0.00	0.24	0.57	1.04
Orlando-Kissimmee-Sanford, FL MSA	74	14.86	0.39	0.00	17.78	12.16	42.19	44.59	39.64	43.24	0.14	0.00	0.13	0.17	0.12
Punta Gorda, FL MSA	17	3.41	0.00	0.00	6.26	0.00	76.48	70.59	17.26	29.41	0.38	0.00	0.00	0.34	0.63
Tampa-St Petersburg-Clearwater, FL MSA	18	3.61	3.23	5.56	18.89	11.11	36.80	27.78	41.09	55.56	0.05	0.55	0.05	0.07	0.03
West Palm Beach, FL MD	31	6.22	2.96	0.00	22.08	3.23	36.12	38.71	38.83	58.06	0.07	0.00	0.04	0.08	0.07

* Based on 2012 Peer Mortgage Data (USPR)

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

*** Percentage of Owner-occupied Units is the number of owner-occupied units in a particular geography divided by the number of owner-occupied housing units in the area based on 2010 Census information.

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

Table 3. Geographic Distribution of Home Improvement Loans

Geographic Distribution: HOME IMPROVEMENT		Geography: STATE OF FLORIDA								Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2013					
Assessment Area:	Total Home Improvement Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total**	% Owner Occ Units***	% BANK Loans****	% Owner Occ Units***	% BANK Loans****	% Owner Occ Units***	% BANK Loans****	% Owner Occ Units***	% BANK Loans****	Overall	Low	Mod	Mid	Upp
Full Review:															
North Port-Bradenton-Sarasota, FL MSA	13	68.42	1.26	0.00	20.07	0.00	48.99	46.15	29.68	53.85	1.51	0.00	0.00	1.32	2.88
Limited Review:															
Cape Coral-Fort Myers, FL MSA	3	15.79	1.32	0.00	14.17	0.00	55.62	100.00	28.89	0.00	0.27	0.00	0.00	0.46	0.00
Naples-Marco Island, FL MSA	0	0.00	2.40	0.00	16.42	0.00	46.03	0.00	35.15	0.00	0.00	0.00	0.00	0.00	0.00
Orlando-Kissimmee-Sanford, FL MSA	3	15.79	0.39	0.00	17.78	0.00	42.19	0.00	39.64	100.00	0.20	0.00	0.00	0.00	0.47
Punta Gorda, FL MSA	0	0.00	0.00	0.00	6.26	0.00	76.48	0.00	17.26	0.00	0.00	0.00	0.00	0.00	0.00
Tampa-St Petersburg-Clearwater, FL MSA	0	0.00	3.23	0.00	18.89	0.00	36.80	0.00	41.09	0.00	0.00	0.00	0.00	0.00	0.00
West Palm Beach, FL MD	0	0.00	2.96	0.00	22.08	0.00	36.12	0.00	38.83	0.00	0.00	0.00	0.00	0.00	0.00

* Based on 2012 Peer Mortgage Data (USPR)

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

*** Percentage of Owner-occupied Units is the number of owner-occupied units in a particular geography divided by the number of owner-occupied housing units in the area based on 2010 Census information.

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

Table 4. Geographic Distribution of Home Mortgage Refinance Loans

Geographic Distribution: HOME MORTGAGE REFINANCE			Geography: STATE OF FLORIDA								Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2013				
Assessment Area:	Total Home Mortgage Refinance Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total**	% Owner Occ Units***	% BANK Loans****	% Owner Occ Units***	% BANK Loans****	% Owner Occ Units***	% BANK Loans****	% Owner Occ Units***	% BANK Loans****	Overall	Low	Mod	Mid	Upp
Full Review:															
North Port-Bradenton-Sarasota, FL MSA	143	37.05	1.26	0.00	20.07	16.78	48.99	27.97	29.68	55.24	0.51	0.00	0.72	0.29	0.74
Limited Review:															
Cape Coral-Fort Myers, FL MSA	40	10.36	1.32	0.00	14.17	5.00	55.62	37.50	28.89	57.50	0.16	0.00	0.17	0.13	0.21
Naples-Marco Island, FL MSA	88	22.80	2.40	3.41	16.42	3.41	46.03	32.95	35.15	60.23	0.89	5.56	0.24	0.54	1.39
Orlando-Kissimmee-Sanford, FL MSA	65	16.84	0.39	0.00	17.78	4.62	42.19	21.54	39.64	73.85	0.10	0.00	0.03	0.06	0.13
Punta Gorda, FL MSA	9	2.33	0.00	0.00	6.26	0.00	76.48	33.33	17.26	66.67	0.09	0.00	0.00	0.07	0.14
Tampa-St Petersburg-Clearwater, FL MSA	9	2.33	3.23	0.00	18.89	11.11	36.80	22.22	41.09	66.67	0.03	0.00	0.04	0.03	0.03
West Palm Beach, FL MD	32	8.29	2.96	0.00	22.08	15.63	36.12	25.00	38.83	59.38	0.05	0.00	0.04	0.05	0.06

* Based on 2012 Peer Mortgage Data (USPR)

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

*** Percentage of Owner-occupied Units is the number of owner-occupied units in a particular geography divided by the number of owner-occupied housing units in the area based on 2010 Census information.

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

Table 6. Geographic Distribution of Small Loans to Businesses

Geographic Distribution: SMALL LOANS TO BUSINESSES			Geography: STATE OF FLORIDA								Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2013				
Assessment Area:	Total Small Business Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total**	% of Businesses***	% BANK Loans	% of Businesses***	% BANK Loans	% of Businesses***	% BANK Loans	% of Businesses***	% BANK Loans	Overall	Low	Mod	Mid	Upp
Full Review:															
North Port-Bradenton-Sarasota, FL MSA	319	39.63	1.62	6.90	20.18	29.78	43.24	36.36	34.95	26.96	0.75	3.98	0.85	0.68	0.67
Limited Review:															
Cape Coral-Fort Myers, FL MSA	25	3.11	3.67	12.00	14.57	28.00	51.68	44.00	30.02	16.00	0.11	0.65	0.13	0.12	0.05
Naples-Marco Island, FL MSA	56	6.96	2.55	3.57	13.47	0.00	42.17	41.07	41.81	55.36	0.30	0.00	0.00	0.40	0.30
Orlando-Kissimmee-Sanford, FL MSA	332	41.24	0.62	1.51	21.26	22.59	37.42	30.42	40.71	45.48	0.31	0.41	0.49	0.26	0.28
Punta Gorda, FL MSA	6	0.75	0.00	0.00	6.80	0.00	78.33	83.33	14.87	16.67	0.10	0.00	0.00	0.09	0.24
Tampa-St Petersburg-Clearwater, FL MSA	58	7.20	4.74	6.90	20.59	31.03	32.99	32.76	41.36	29.31	0.11	0.26	0.12	0.07	0.11
West Palm Beach, FL MD	9	1.12	3.49	22.22	18.91	11.11	31.53	44.44	45.89	22.22	0.01	0.07	0.02	0.03	0.00

* Based on 2012 Peer Small Business Data -- US

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

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

Table 7. Geographic Distribution of Small Loans to Farms

Geographic Distribution: SMALL LOANS TO FARMS			Geography: STATE OF FLORIDA								Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2013				
Assessment Area:	Total Small Farm Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total**	% of Farms***	% BANK Loans	% of Farms***	% BANK Loans	% of Farms***	% BANK Loans	% of Farms***	% BANK Loans	Overall	Low	Mod	Mid	Upp
Full Review:															
North Port-Bradenton-Sarasota, FL MSA	2	50.00	1.51	0.00	18.15	0.00	48.21	50.00	32.14	50.00	0.00	0.00	0.00	0.00	0.00
Limited Review:															
Cape Coral-Fort Myers, FL MSA	0	0.00	1.58	0.00	17.82	0.00	56.81	0.00	23.79	0.00	0.00	0.00	0.00	0.00	0.00
Naples-Marco Island, FL MSA	0	0.00	6.33	0.00	19.73	0.00	47.48	0.00	26.46	0.00	0.00	0.00	0.00	0.00	0.00
Orlando-Kissimmee-Sanford, FL MSA	0	0.00	0.59	0.00	18.38	0.00	43.30	0.00	37.73	0.00	0.00	0.00	0.00	0.00	0.00
Punta Gorda, FL MSA	0	0.00	0.00	0.00	6.95	0.00	75.69	0.00	17.37	0.00	0.00	0.00	0.00	0.00	0.00
Tampa-St Petersburg-Clearwater, FL MSA	2	50.00	2.67	0.00	18.97	0.00	38.32	100.00	40.02	0.00	1.49	0.00	0.00	4.55	0.00
West Palm Beach, FL MD	0	0.00	3.87	0.00	22.38	0.00	29.38	0.00	44.33	0.00	0.00	0.00	0.00	0.00	0.00

* Based on 2012 Peer Small Business Data -- US

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

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

Table 8. Borrower Distribution of Home Purchase Loans

Borrower Distribution: HOME PURCHASE		Geography: STATE OF FLORIDA										Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2013				
Assessment Area:	Total Home Purchase Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Market Share*					
	#	% of Total**	% Families***	% BANK Loans****	% Families***	% BANK Loans****	% Families***	% BANK Loans****	% Families***	% BANK Loans****	Overall	Low	Mod	Mid	Upp	
Full Review:																
North Port-Bradenton-Sarasota, FL MSA	209	41.97	19.55	10.63	19.05	15.46	20.92	14.49	40.47	59.42	0.90	1.25	0.58	0.74	1.02	
Limited Review:																
Cape Coral-Fort Myers, FL MSA	75	15.06	18.96	0.00	18.96	4.00	21.42	9.33	40.66	86.67	0.41	0.00	0.13	0.23	0.62	
Naples-Marco Island, FL MSA	74	14.86	21.14	0.00	18.31	8.45	19.04	14.08	41.50	77.46	0.74	0.00	0.50	0.97	0.85	
Orlando-Kissimmee-Sanford, FL MSA	74	14.86	19.37	11.11	18.20	20.83	20.36	25.00	42.07	43.06	0.15	0.22	0.19	0.20	0.10	
Punta Gorda, FL MSA	17	3.41	16.43	0.00	19.62	12.50	25.30	12.50	38.65	75.00	0.37	0.00	0.26	0.00	0.60	
Tampa-St Petersburg-Clearwater, FL MSA	18	3.61	20.82	11.11	17.28	11.11	18.46	11.11	43.44	66.67	0.06	0.22	0.04	0.03	0.06	
West Palm Beach, FL MD	31	6.22	21.50	3.33	17.84	13.33	18.93	0.00	41.73	83.33	0.08	0.08	0.04	0.00	0.12	

* Based on 2012 Peer Mortgage Data (USPR)

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

*** Percentage of Families is based on the 2010 Census information.

**** As a percentage of loans with borrower income information available. No information was available for 1.8% of loans originated and purchased by bank.

Table 9. Borrower Distribution of Home Improvement Loans

Borrower Distribution: HOME IMPROVEMENT		Geography: STATE OF FLORIDA								Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2013					
Assessment Area:	Total Home Improvement Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Market Share*				
	#	% of Total**	% Families***	% BANK Loans****	% Families***	% BANK Loans****	% Families***	% BANK Loans****	% Families***	% BANK Loans****	Overall	Low	Mod	Mid	Upp
Full Review:															
North Port-Bradenton-Sarasota, FL MSA	13	68.42	19.55	7.69	19.05	30.77	20.92	7.69	40.47	53.85	1.57	0.00	1.74	0.00	2.82
Limited Review:															
Cape Coral-Fort Myers, FL MSA	3	15.79	18.96	0.00	18.96	0.00	21.42	33.33	40.66	66.67	0.28	0.00	0.00	1.10	0.00
Naples-Marco Island, FL MSA	0	0.00	21.14	0.00	18.31	0.00	19.04	0.00	41.50	0.00	0.00	0.00	0.00	0.00	0.00
Orlando-Kissimmee-Sanford, FL MSA	3	15.79	19.37	0.00	18.20	33.33	20.36	33.33	42.07	33.33	0.21	0.00	0.48	0.47	0.00
Punta Gorda, FL MSA	0	0.00	16.43	0.00	19.62	0.00	25.30	0.00	38.65	0.00	0.00	0.00	0.00	0.00	0.00
Tampa-St Petersburg-Clearwater, FL MSA	0	0.00	20.82	0.00	17.28	0.00	18.46	0.00	43.44	0.00	0.00	0.00	0.00	0.00	0.00
West Palm Beach, FL MD	0	0.00	21.50	0.00	17.84	0.00	18.93	0.00	41.73	0.00	0.00	0.00	0.00	0.00	0.00

* Based on 2012 Peer Mortgage Data (USPR)

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

*** Percentage of Families is based on the 2010 Census information.

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

Table 10. Borrower Distribution of Home Mortgage Refinance Loans

Borrower Distribution: HOME MORTGAGE REFINANCE		Geography: STATE OF FLORIDA						Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2013							
Assessment Area:	Total Home Mortgage Refinance Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Market Share*				
	#	% of Total**	% Families***	% BANK Loans****	% Families***	% BANK Loans****	% Families***	% BANK Loans****	% Families***	% BANK Loans****	Overall	Low	Mod	Mid	Upp
Full Review:															
North Port-Bradenton-Sarasota, FL MSA	143	37.05	19.55	3.55	19.05	14.18	20.92	12.77	40.47	69.50	0.57	0.32	0.42	0.33	0.73
Limited Review:															
Cape Coral-Fort Myers, FL MSA	40	10.36	18.96	0.00	18.96	0.00	21.42	15.79	40.66	84.21	0.18	0.00	0.00	0.16	0.24
Naples-Marco Island, FL MSA	88	22.80	21.14	4.55	18.31	4.55	19.04	11.36	41.50	79.55	0.97	0.85	0.34	0.72	1.20
Orlando-Kissimmee-Sanford, FL MSA	65	16.84	19.37	3.13	18.20	6.25	20.36	21.88	42.07	68.75	0.11	0.04	0.02	0.16	0.12
Punta Gorda, FL MSA	9	2.33	16.43	11.11	19.62	0.00	25.30	33.33	38.65	55.56	0.09	0.35	0.00	0.27	0.00
Tampa-St Petersburg-Clearwater, FL MSA	9	2.33	20.82	11.11	17.28	33.33	18.46	22.22	43.44	33.33	0.04	0.11	0.10	0.03	0.02
West Palm Beach, FL MD	32	8.29	21.50	3.13	17.84	15.63	18.93	18.75	41.73	62.50	0.06	0.00	0.11	0.05	0.06

* Based on 2012 Peer Mortgage Data (USPR)

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

*** Percentage of Families is based on the 2010 Census information.

**** As a percentage of loans with borrower income information available. No information was available for 1.3% of loans originated and purchased by bank.

Table 11. Borrower Distribution of Small Loans to Businesses

Borrower Distribution: SMALL LOANS TO BUSINESSES		Geography: STATE OF FLORIDA				Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2013			
Assessment Area:	Total Small Loans to Businesses		Businesses With Revenues of \$1 million or less		Loans by Original Amount Regardless of Business Size			Market Share*	
	#	% of Total**	% of Businesses***	% BANK Loans****	\$100,000 or less	>\$100,000 to \$250,000	>\$250,000 to \$1,000,000	All	Rev\$ 1 Million or Less
Full Review:									
North Port-Bradenton-Sarasota, FL MSA	319	39.63	73.15	59.87	74.92	13.79	11.29	0.75	0.97
Limited Review:									
Cape Coral-Fort Myers, FL MSA	25	3.11	73.85	40.00	24.00	48.00	28.00	0.11	0.13
Naples-Marco Island, FL MSA	56	6.96	72.49	46.43	60.71	17.86	21.43	0.30	0.35
Orlando-Kissimmee-Sanford, FL MSA	332	41.24	72.37	51.51	67.77	15.36	16.87	0.31	0.40
Punta Gorda, FL MSA	6	0.75	74.09	66.67	33.33	33.33	33.33	0.10	0.28
Tampa-St Petersburg-Clearwater, FL MSA	58	7.20	70.63	55.17	77.59	10.34	12.07	0.11	0.09
West Palm Beach, FL MD	9	1.12	72.17	44.44	44.44	0.00	55.56	0.01	0.01

* Based on 2012 Peer Small Business Data -- US

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

*** Businesses with revenues of \$1 million or less as a percentage of all businesses (Source D&B - 2013).

**** Small loans to businesses with revenues of \$1 million or less as a percentage of all loans reported as small loans to businesses. No information was available for 16.89% of small loans to businesses originated and purchased by the bank.

Table 12. Borrower Distribution of Small Loans to Farms

Borrower Distribution: SMALL LOANS TO FARMS		Geography: STATE OF FLORIDA				Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2013			
Assessment Area:	Total Small Loans to Farms		Farms With Revenues of \$1 million or less		Loans by Original Amount Regardless of Farm Size			Market Share*	
	#	% of Total**	% of Farms***	% BANK Loans****	\$100,000 or less	>\$100,000 to \$250,000	>\$250,000 to \$500,000	All	Rev\$ 1 Million or Less
Full Review:									
North Port-Bradenton-Sarasota, FL MSA	2	50.00	96.88	50.00	50.00	50.00	0.00	0.00	0.00
Limited Review:									
Cape Coral-Fort Myers, FL MSA	0	0.00	97.28	0.00	0.00	0.00	0.00	0.00	0.00
Naples-Marco Island, FL MSA	0	0.00	95.37	0.00	0.00	0.00	0.00	0.00	0.00
Orlando-Kissimmee-Sanford, FL MSA	0	0.00	96.65	0.00	0.00	0.00	0.00	0.00	0.00
Punta Gorda, FL MSA	0	0.00	98.32	0.00	0.00	0.00	0.00	0.00	0.00
Tampa-St Petersburg-Clearwater, FL MSA	2	50.00	96.25	100.00	0.00	50.00	50.00	1.49	3.03
West Palm Beach, FL MD	0	0.00	96.75	0.00	0.00	0.00	0.00	0.00	0.00

* Based on 2012 Peer Small Business Data -- US

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

*** Farms with revenues of \$1 million or less as a percentage of all farms (Source D&B - 2013).

**** Small loans to farms with revenues of \$1 million or less as a percentage of all loans reported as small loans to farms. No information was available for 0.00% of small loans to farms originated and purchased by the bank.

Table 14. Qualified Investments

QUALIFIED INVESTMENTS		Geography: STATE OF FLORIDA				Evaluation Period: JULY 5, 2011 TO DECEMBER 31, 2013			
Assessment Area:	Prior Period Investments*		Current Period Investments		Total Investments			Unfunded Commitments**	
	#	\$(000's)	#	\$(000's)	#	\$(000's)	% of Total	#	\$(000's)
Full Review:									
North Port-Bradenton-Sarasota, FL MSA	7	2,929	35	4,973	42	7,901	1.20	3	3,506
Limited Review:									
Cape Coral-Fort Myers, FL MSA	2	1,154	8	115	10	1,269	0.19	0	0
Naples-Marco Island, FL MSA	7	884	26	87	33	970	0.15	1	1,800
Orlando-Kissimmee-Sanford, FL MSA	3	3,538	15	1,039	18	4,576	0.69	2	933
Punta Gorda, FL MSA	1	309	3	7	4	316	0.05	0	0
Tampa-St Petersburg-Clearwater, FL MSA	1	796	4	12	5	808	0.12	0	0
West Palm Beach, FL MD	4	1,259	39	1,144	43	2,404	0.36	0	0
Broader Statewide or Regional Area	4	478	1	1,000	5	1,478	0.22	3	2,345

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

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

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

DISTRIBUTION OF BRANCH DELIVERY SYSTEM AND BRANCH OPENINGS/CLOSINGS				Geography: STATE OF FLORIDA				Evaluation Period: JULY 5, 2011 TO DECEMBER 31, 2013									
Assessment Area:	Deposits	Branches						Branch Openings/Closings						Population			
	% of Rated Area Deposits in AA	# of BANK Branches	% of Rated Area Branches in AA	Location of Branches by Income of Geographies (%)				# of Branch Openings	# of Branch Closings	Net change in Location of Branches (+ or -)				% of Population within Each Geography			
				Low	Mod	Mid	Upp			Low	Mod	Mid	Upp	Low	Mod	Mid	Upp
Full Review:																	
North Port-Bradenton-Sarasota, FL MSA	35.17	11	32.35	0.00	18.18	45.45	36.36	0	0	0	0	0	0	2.67	23.45	46.77	27.11
Limited Review:																	
Cape Coral-Fort Myers, FL MSA	1.74	1	2.94	0.00	0.00	100.00	0.00	0	1	0	0	-1	0	3.49	19.26	52.98	24.27
Naples-Marco Island, FL MSA	12.39	3	8.82	0.00	0.00	0.00	100.00	0	0	0	0	0	0	9.05	20.27	43.40	27.27
Orlando-Kissimmee-Sanford, FL MSA	33.39	14	41.18	0.00	35.71	28.57	35.71	0	2	0	0	0	-2	1.08	24.26	40.03	34.63
Punta Gorda, FL MSA	3.55	1	2.94	0.00	0.00	100.00	0.00	0	0	0	0	0	0	0.00	7.06	76.70	16.23
Tampa-St Petersburg-Clearwater, FL MSA	11.83	3	8.82	0.00	0.00	0.00	100.00	0	0	0	0	0	0	6.12	23.79	34.78	34.89
West Palm Beach, FL MD	1.94	1	2.94	0.00	0.00	100.00	0.00	0	0	0	0	0	0	4.88	26.01	33.30	35.59

Table 1. Lending Volume

LENDING VOLUME		Geography: STATE OF ILLINOIS						Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2013				
Assessment Area:	% of Rated Area Loans (#) in MA/AA*	Home Mortgage		Small Loans to Businesses		Small Loans to Farms		Community Development Loans**		Total Reported Loans		% of Rated Area Deposits in MA/AA***
		#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	#	\$(000's)	
Full Review:												
Rockford, IL MSA	100.00	544	48,725	352	33,503	25	5,498	4	7,200	925	94,926	100.00

* Loan Data as of December 31, 2013. Rated area refers to either state or multistate MA rating area.

** The evaluation period for Community Development Loans is from April 23, 2010 to December 31, 2013.

*** Deposit Data as of June 30, 2013. Rated Area refers to either the state, multistate MA, or institution, as appropriate.

Table 2. Geographic Distribution of Home Purchase Loans

Geographic Distribution: HOME PURCHASE			Geography: STATE OF ILLINOIS								Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2013				
Assessment Area:	Total Home Purchase Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total**	% Owner Occ Units***	% BANK Loans****	% Owner Occ Units***	% BANK Loans****	% Owner Occ Units***	% BANK Loans****	% Owner Occ Units***	% BANK Loans****	Overall	Low	Mod	Mid	Upp
Full Review:															
Rockford, IL MSA	141	100.00	4.00	2.13	19.24	19.15	45.61	47.52	31.16	31.21	1.83	0.00	2.01	2.11	1.46

* Based on 2012 Peer Mortgage Data (USPR)

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

*** Percentage of Owner-occupied Units is the number of owner-occupied units in a particular geography divided by the number of owner-occupied housing units in the area based on 2010 Census information.

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

Table 3. Geographic Distribution of Home Improvement Loans

Geographic Distribution: HOME IMPROVEMENT			Geography: STATE OF ILLINOIS						Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2013						
Assessment Area:	Total Home Improvement Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total**	% Owner Occ Units***	% BANK Loans****	% Owner Occ Units***	% BANK Loans****	% Owner Occ Units***	% BANK Loans****	% Owner Occ Units***	% BANK Loans****	Overall	Low	Mod	Mid	Upp
Full Review:															
Rockford, IL MSA	23	100.00	4.00	8.70	19.24	17.39	45.61	56.52	31.16	17.39	2.92	0.00	6.67	2.17	2.25

* Based on 2012 Peer Mortgage Data (USPR)

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

*** Percentage of Owner-occupied Units is the number of owner-occupied units in a particular geography divided by the number of owner-occupied housing units in the area based on 2010 Census information.

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

Table 4. Geographic Distribution of Home Mortgage Refinance Loans

Geographic Distribution: HOME MORTGAGE REFINANCE			Geography: STATE OF ILLINOIS				Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2013								
Assessment Area:	Total Home Mortgage Refinance Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total**	% Owner Occ Units***	% BANK Loans****	% Owner Occ Units***	% BANK Loans****	% Owner Occ Units***	% BANK Loans****	% Owner Occ Units***	% BANK Loans****	Overall	Low	Mod	Mid	Upp
Full Review:															
Rockford, IL MSA	380	100.00	4.00	0.79	19.24	16.58	45.61	48.95	31.16	33.68	2.24	2.46	2.67	2.49	1.86

* Based on 2012 Peer Mortgage Data (USPR)

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

*** Percentage of Owner-occupied Units is the number of owner-occupied units in a particular geography divided by the number of owner-occupied housing units in the area based on 2010 Census information.

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

Table 6. Geographic Distribution of Small Loans to Businesses

Geographic Distribution: SMALL LOANS TO BUSINESSES			Geography: STATE OF ILLINOIS								Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2013				
Assessment Area:	Total Small Business Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total**	% of Businesses***	% BANK Loans	% of Businesses***	% BANK Loans	% of Businesses***	% BANK Loans	% of Businesses***	% BANK Loans	Overall	Low	Mod	Mid	Upp
Full Review:															
Rockford, IL MSA	352	100.00	6.69	13.64	19.31	18.47	44.92	38.07	28.59	29.83	2.17	3.67	2.34	1.72	2.94

* Based on 2012 Peer Small Business Data -- US

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

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

Table 7. Geographic Distribution of Small Loans to Farms

Geographic Distribution: SMALL LOANS TO FARMS			Geography: STATE OF ILLINOIS								Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2013				
Assessment Area:	Total Small Farm Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total**	% of Farms***	% BANK Loans	% of Farms***	% BANK Loans	% of Farms***	% BANK Loans	% of Farms***	% BANK Loans	Overall	Low	Mod	Mid	Upp
Full Review:															
Rockford, IL MSA	25	100.00	1.27	0.00	11.35	0.00	55.87	84.00	31.31	16.00	14.29	0.00	0.00	21.43	5.13

* Based on 2012 Peer Small Business Data -- US

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

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

Table 8. Borrower Distribution of Home Purchase Loans

Borrower Distribution: HOME PURCHASE			Geography: STATE OF ILLINOIS								Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2013				
Assessment Area:	Total Home Purchase Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Market Share*				
	#	% of Total**	% Families***	% BANK Loans****	% Families***	% BANK Loans****	% Families***	% BANK Loans****	% Families***	% BANK Loans****	Overall	Low	Mod	Mid	Upp
Full Review:															
Rockford, IL MSA	141	100.00	21.62	24.82	17.49	37.59	21.84	19.86	39.06	17.73	2.25	2.99	3.28	1.68	1.18

* Based on 2012 Peer Mortgage Data (USPR)

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

*** Percentage of Families is based on the 2010 Census information.

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

Table 9. Borrower Distribution of Home Improvement Loans

Borrower Distribution: HOME IMPROVEMENT			Geography: STATE OF ILLINOIS						Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2013						
Assessment Area:	Total Home Improvement Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Market Share*				
	#	% of Total**	% Families***	% BANK Loans****	% Families***	% BANK Loans****	% Families***	% BANK Loans****	% Families***	% BANK Loans****	Overall	Low	Mod	Mid	Upp
Full Review:															
Rockford, IL MSA	23	100.00	21.62	26.09	17.49	21.74	21.84	39.13	39.06	13.04	3.26	3.92	5.45	3.09	1.92

* Based on 2012 Peer Mortgage Data (USPR)

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

*** Percentage of Families is based on the 2010 Census information.

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

Table 10. Borrower Distribution of Home Mortgage Refinance Loans

Borrower Distribution: HOME MORTGAGE REFINANCE			Geography: STATE OF ILLINOIS				Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2013								
Assessment Area:	Total Home Mortgage Refinance Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Market Share*				
	#	% of Total**	% Families***	% BANK Loans****	% Families***	% BANK Loans****	% Families***	% BANK Loans****	% Families***	% BANK Loans****	Overall	Low	Mod	Mid	Upp
Full Review:															
Rockford, IL MSA	380	100.00	21.62	15.08	17.49	25.93	21.84	25.40	39.06	33.60	2.56	5.13	3.23	2.40	1.85

* Based on 2012 Peer Mortgage Data (USPR)

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

*** Percentage of Families is based on the 2010 Census information.

**** As a percentage of loans with borrower income information available. No information was available for 0.5% of loans originated and purchased by bank.

Table 11. Borrower Distribution of Small Loans to Businesses

Borrower Distribution: SMALL LOANS TO BUSINESSES		Geography: STATE OF ILLINOIS			Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2013				
Assessment Area:	Total Small Loans to Businesses		Businesses With Revenues of \$1 million or less		Loans by Original Amount Regardless of Business Size			Market Share*	
	#	% of Total**	% of Businesses***	% BANK Loans****	\$100,000 or less	>\$100,000 to \$250,000	>\$250,000 to \$1,000,000	All	Rev\$ 1 Million or Less
Full Review:									
Rockford, IL MSA	352	100.00	72.53	74.43	79.83	8.24	11.93	2.17	6.44

* Based on 2012 Peer Small Business Data -- US

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

*** Businesses with revenues of \$1 million or less as a percentage of all businesses (Source D&B - 2013).

**** Small loans to businesses with revenues of \$1 million or less as a percentage of all loans reported as small loans to businesses. No information was available for 1.42% of small loans to businesses originated and purchased by the bank.

Table 12. Borrower Distribution of Small Loans to Farms

Borrower Distribution: SMALL LOANS TO FARMS		Geography: STATE OF ILLINOIS				Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2013			
Assessment Area:	Total Small Loans to Farms		Farms With Revenues of \$1 million or less		Loans by Original Amount Regardless of Farm Size			Market Share*	
	#	% of Total**	% of Farms***	% BANK Loans****	\$100,000 or less	>\$100,000 to \$250,000	>\$250,000 to \$500,000	All	Rev\$ 1 Million or Less
Full Review:									
Rockford, IL MSA	25	100.00	97.75	52.00	12.00	52.00	36.00	14.29	13.33

* Based on 2012 Peer Small Business Data -- US

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

*** Farms with revenues of \$1 million or less as a percentage of all farms (Source D&B - 2013).

**** Small loans to farms with revenues of \$1 million or less as a percentage of all loans reported as small loans to farms. No information was available for 4.00% of small loans to farms originated and purchased by the bank.

Table 14. Qualified Investments

QUALIFIED INVESTMENTS		Geography: STATE OF ILLINOIS				Evaluation Period: APRIL 23, 2010 TO DECEMBER 31, 2013			
Assessment Area:	Prior Period Investments*		Current Period Investments		Total Investments			Unfunded Commitments**	
	#	\$(000's)	#	\$(000's)	#	\$(000's)	% of Total	#	\$(000's)
Full Review:									
Rockford, IL MSA	1	50	84	3,791	85	3,841	0.58	1	1,086
Broader Statewide or Regional Area	2	1,346	5	2,405	7	3,751	0.57	1	89

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

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

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

DISTRIBUTION OF BRANCH DELIVERY SYSTEM AND BRANCH OPENINGS/CLOSINGS				Geography: STATE OF ILLINOIS				Evaluation Period: APRIL 23, 2010 TO DECEMBER 31, 2013									
Assessment Area:	Deposits	Branches						Branch Openings/Closings				Population					
	% of Rated Area Deposits in AA	# of BANK Branches	% of Rated Area Branches in AA	Location of Branches by Income of Geographies (%)				# of Branch Openings	# of Branch Closings	Net change in Location of Branches (+ or -)				% of Population within Each Geography			
				Low	Mod	Mid	Upp			Low	Mod	Mid	Upp	Low	Mod	Mid	Upp
Full Review:																	
Rockford, IL MSA	100.00	13	100.00	15.38	23.08	30.77	30.77	0	1	0	0	-1	0	8.23	22.66	42.71	26.40

Table 1. Lending Volume

LENDING VOLUME		Geography: STATE OF KANSAS						Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2013				
Assessment Area (2013):	% of Rated Area Loans (#) in MA/AA*	Home Mortgage		Small Loans to Businesses		Small Loans to Farms		Community Development Loans**		Total Reported Loans		% of Rated Area Deposits in MA/AA***
		#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	#	\$(000's)	
Full Review:												
Non-MSA KS	100.00	33	2,782	17	779	1	300	0	0	51	3,861	100.00

* Loan Data as of December 31, 2013. Rated area refers to either state or multistate MA rating area.

** The evaluation period for Community Development Loans is from July 5, 2011 to December 31, 2013.

*** Deposit Data as of June 30, 2013. Rated Area refers to either the state, multistate MA, or institution, as appropriate.

Table 2. Geographic Distribution of Home Purchase Loans

Geographic Distribution: HOME PURCHASE			Geography: STATE OF KANSAS								Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2013				
Assessment Area:	Total Home Purchase Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total**	% Owner Occ Units***	% BANK Loans****	% Owner Occ Units***	% BANK Loans****	% Owner Occ Units***	% BANK Loans****	% Owner Occ Units***	% BANK Loans****	Overall	Low	Mod	Mid	Upp
Full Review:															
Non-MSA KS	10	100.00	0.00	0.00	6.11	0.00	85.58	90.00	8.31	10.00	0.21	0.00	0.00	0.25	0.00

* Based on 2012 Peer Mortgage Data (USPR)

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

*** Percentage of Owner-occupied Units is the number of owner-occupied units in a particular geography divided by the number of owner-occupied housing units in the area based on 2010 Census information.

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

Table 3. Geographic Distribution of Home Improvement Loans

Geographic Distribution: HOME IMPROVEMENT			Geography: STATE OF KANSAS						Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2013						
Assessment Area:	Total Home Improvement Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total**	% Owner Occ Units***	% BANK Loans****	% Owner Occ Units***	% BANK Loans****	% Owner Occ Units***	% BANK Loans****	% Owner Occ Units***	% BANK Loans****	Overall	Low	Mod	Mid	Upp
Full Review:															
Non-MSA KS	5	100.00	0.00	0.00	6.11	0.00	85.58	80.00	8.31	20.00	4.44	0.00	0.00	5.56	0.00

* Based on 2012 Peer Mortgage Data (USPR)

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

*** Percentage of Owner-occupied Units is the number of owner-occupied units in a particular geography divided by the number of owner-occupied housing units in the area based on 2010 Census information.

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

Table 4. Geographic Distribution of Home Mortgage Refinance Loans

Geographic Distribution: HOME MORTGAGE REFINANCE			Geography: STATE OF KANSAS				Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2013								
Assessment Area:	Total Home Mortgage Refinance Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total**	% Owner Occ Units***	% BANK Loans****	% Owner Occ Units***	% BANK Loans****	% Owner Occ Units***	% BANK Loans****	% Owner Occ Units***	% BANK Loans****	Overall	Low	Mod	Mid	Upp
Full Review:															
Non-MSA KS	18	100.00	0.00	0.00	6.11	11.11	85.58	72.22	8.31	16.67	1.25	0.00	2.70	0.98	2.78

* Based on 2012 Peer Mortgage Data (USPR)

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

*** Percentage of Owner-occupied Units is the number of owner-occupied units in a particular geography divided by the number of owner-occupied housing units in the area based on 2010 Census information.

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

Table 6. Geographic Distribution of Small Loans to Businesses

Geographic Distribution: SMALL LOANS TO BUSINESSES			Geography: STATE OF KANSAS								Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2013				
Assessment Area:	Total Small Business Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total**	% of Businesses***	% BANK Loans	% of Businesses***	% BANK Loans	% of Businesses***	% BANK Loans	% of Businesses***	% BANK Loans	Overall	Low	Mod	Mid	Upp
Full Review:															
Non-MSA KS	17	100.00	0.00	0.00	14.94	58.82	73.24	35.29	11.81	5.88	0.31	0.00	0.97	0.22	0.00

* Based on 2012 Peer Small Business Data -- US

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

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

Table 7. Geographic Distribution of Small Loans to Farms

Geographic Distribution: SMALL LOANS TO FARMS			Geography: STATE OF KANSAS						Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2013						
Assessment Area:	Total Small Farm Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total**	% of Farms***	% BANK Loans	% of Farms***	% BANK Loans	% of Farms***	% BANK Loans	% of Farms***	% BANK Loans	Overall	Low	Mod	Mid	Upp
Full Review:															
Non-MSA KS	1	100.00	0.00	0.00	2.42	0.00	92.74	100.00	4.84	0.00	0.88	0.00	0.00	0.93	0.00

* Based on 2012 Peer Small Business Data -- US

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

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

Table 8. Borrower Distribution of Home Purchase Loans

Borrower Distribution: HOME PURCHASE		Geography: STATE OF KANSAS								Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2013					
Assessment Area:	Total Home Purchase Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Market Share*				
	#	% of Total**	% Families***	% BANK Loans****	% Families***	% BANK Loans****	% Families***	% BANK Loans****	% Families***	% BANK Loans****	Overall	Low	Mod	Mid	Upp
Full Review:															
Non-MSA KS	10	100.00	20.53	20.00	20.46	30.00	22.08	30.00	36.93	20.00	0.25	0.00	0.94	0.00	0.00

* Based on 2012 Peer Mortgage Data (USPR)

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

*** Percentage of Families is based on the 2010 Census information.

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

Table 9. Borrower Distribution of Home Improvement Loans

Borrower Distribution: HOME IMPROVEMENT		Geography: STATE OF KANSAS								Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2013					
Assessment Area:	Total Home Improvement Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Market Share*				
	#	% of Total**	% Families***	% BANK Loans****	% Families***	% BANK Loans****	% Families***	% BANK Loans****	% Families***	% BANK Loans****	Overall	Low	Mod	Mid	Upp
Full Review:															
Non-MSA KS	5	100.00	20.53	0.00	20.46	60.00	22.08	20.00	36.93	20.00	5.06	0.00	18.18	5.26	2.22

* Based on 2012 Peer Mortgage Data (USPR)

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

*** Percentage of Families is based on the 2010 Census information.

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

Table 10. Borrower Distribution of Home Mortgage Refinance Loans

Borrower Distribution: HOME MORTGAGE REFINANCE		Geography: STATE OF KANSAS						Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2013							
Assessment Area:	Total Home Mortgage Refinance Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Market Share*				
	#	% of Total**	% Families***	% BANK Loans****	% Families***	% BANK Loans****	% Families***	% BANK Loans****	% Families***	% BANK Loans****	Overall	Low	Mod	Mid	Upp
Full Review:															
Non-MSA KS	18	100.00	20.53	11.11	20.46	44.44	22.08	11.11	36.93	33.33	1.49	4.26	2.13	0.60	1.35

* Based on 2012 Peer Mortgage Data (USPR)

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

*** Percentage of Families is based on the 2010 Census information.

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

Table 11. Borrower Distribution of Small Loans to Businesses

Borrower Distribution: SMALL LOANS TO BUSINESSES		Geography: STATE OF KANSAS			Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2013				
Assessment Area:	Total Small Loans to Businesses		Businesses With Revenues of \$1 million or less		Loans by Original Amount Regardless of Business Size			Market Share*	
	#	% of Total**	% of Businesses***	% BANK Loans****	\$100,000 or less	>\$100,000 to \$250,000	>\$250,000 to \$1,000,000	All	Rev\$ 1 Million or Less
Full Review:									
Non-MSA KS	17	100.00	71.19	58.82	82.35	17.65	0.00	0.31	0.49

* Based on 2012 Peer Small Business Data -- US

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

*** Businesses with revenues of \$1 million or less as a percentage of all businesses (Source D&B - 2013).

**** Small loans to businesses with revenues of \$1 million or less as a percentage of all loans reported as small loans to businesses. No information was available for 35.29% of small loans to businesses originated and purchased by the bank.

Table 12. Borrower Distribution of Small Loans to Farms

Borrower Distribution: SMALL LOANS TO FARMS		Geography: STATE OF KANSAS				Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2013			
Assessment Area:	Total Small Loans to Farms		Farms With Revenues of \$1 million or less		Loans by Original Amount Regardless of Farm Size			Market Share*	
	#	% of Total**	% of Farms***	% BANK Loans****	\$100,000 or less	>\$100,000 to \$250,000	>\$250,000 to \$500,000	All	Rev\$ 1 Million or Less
Full Review:									
Non-MSA KS	1	100.00	99.19	0.00	0.00	0.00	100.00	0.88	0.00

* Based on 2012 Peer Small Business Data -- US

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

*** Farms with revenues of \$1 million or less as a percentage of all farms (Source D&B - 2013).

**** Small loans to farms with revenues of \$1 million or less as a percentage of all loans reported as small loans to farms. No information was available for 0.00% of small loans to farms originated and purchased by the bank.

Table 14. Qualified Investments

QUALIFIED INVESTMENTS		Geography: STATE OF KANSAS				Evaluation Period: JULY 5, 2011 TO DECEMBER 31, 2013			
Assessment Area:	Prior Period Investments*		Current Period Investments		Total Investments			Unfunded Commitments**	
	#	\$(000's)	#	\$(000's)	#	\$(000's)	% of Total	#	\$(000's)
Full Review:									
Non-MSA KS	0	0	3	20	3	20	0.00	0	0
Broader Statewide or Regional Area	4	300	0	0	4	300	0.05	0	0

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

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

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

DISTRIBUTION OF BRANCH DELIVERY SYSTEM AND BRANCH OPENINGS/CLOSINGS				Geography: STATE OF KANSAS				Evaluation Period: JULY 5, 2011 TO DECEMBER 31, 2013									
Assessment Area:	Deposits	Branches						Branch Openings/Closings				Population					
	% of Rated Area Deposits in AA	# of BANK Branches	% of Rated Area Branches in AA	Location of Branches by Income of Geographies (%)				# of Branch Openings	# of Branch Closings	Net change in Location of Branches (+ or -)				% of Population within Each Geography			
				Low	Mod	Mid	Upp			Low	Mod	Mid	Upp	Low	Mod	Mid	Upp
Full Review:																	
Non-MSA KS	100.00	2	100.00	0.00	100.00	0.00	0.00	0	0	0	0	0	0	0.00	7.58	80.15	12.28

Table 1. Lending Volume

LENDING VOLUME		Geography: STATE OF MISSOURI						Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2013				
Assessment Area:	% of Rated Area Loans (#) in MA/AA*	Home Mortgage		Small Loans to Businesses		Small Loans to Farms		Community Development Loans**		Total Reported Loans		% of Rated Area Deposits in MA/AA***
		#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	#	\$(000's)	
Full Review:												
St Joseph, MO-KS MMA	100.00	37	5,716	24	3,526	0	0	1	10,000	62	19,242	100.00

* Loan Data as of December 31, 2013. Rated area refers to either state or multistate MA rating area.

** The evaluation period for Community Development Loans is from July 5, 2011 to December 31, 2013.

*** Deposit Data as of June 30, 2013. Rated Area refers to either the state, multistate MA, or institution, as appropriate.

Table 2. Geographic Distribution of Home Purchase Loans

Geographic Distribution: HOME PURCHASE		Geography: STATE OF MISSOURI								Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2013					
Assessment Area:	Total Home Purchase Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total**	% Owner Occ Units***	% BANK Loans****	% Owner Occ Units***	% BANK Loans****	% Owner Occ Units***	% BANK Loans****	% Owner Occ Units***	% BANK Loans****	Overall	Low	Mod	Mid	Upp
Full Review:															
St Joseph, MO-KS MMA	13	100.00	0.00	0.00	10.66	0.00	65.87	69.23	23.46	30.77	0.65	0.00	0.00	0.80	0.49

* Based on 2012 Peer Mortgage Data (USPR)

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

*** Percentage of Owner-occupied Units is the number of owner-occupied units in a particular geography divided by the number of owner-occupied housing units in the area based on 2010 Census information.

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

Table 3. Geographic Distribution of Home Improvement Loans

Geographic Distribution: HOME IMPROVEMENT			Geography: STATE OF MISSOURI						Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2013						
Assessment Area:	Total Home Improvement Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total**	% Owner Occ Units***	% BANK Loans****	% Owner Occ Units***	% BANK Loans****	% Owner Occ Units***	% BANK Loans****	% Owner Occ Units***	% BANK Loans****	Overall	Low	Mod	Mid	Upp
Full Review:															
St Joseph, MO-KS MMA	1	100.00	0.00	0.00	10.66	0.00	65.87	100.00	23.46	0.00	0.43	0.00	0.00	0.64	0.00

* Based on 2012 Peer Mortgage Data (USPR)

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

*** Percentage of Owner-occupied Units is the number of owner-occupied units in a particular geography divided by the number of owner-occupied housing units in the area based on 2010 Census information.

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

Table 4. Geographic Distribution of Home Mortgage Refinance Loans

Geographic Distribution: HOME MORTGAGE REFINANCE			Geography: STATE OF MISSOURI				Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2013								
Assessment Area:	Total Home Mortgage Refinance Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total**	% Owner Occ Units***	% BANK Loans****	% Owner Occ Units***	% BANK Loans****	% Owner Occ Units***	% BANK Loans****	% Owner Occ Units***	% BANK Loans****	Overall	Low	Mod	Mid	Upp
Full Review:															
St Joseph, MO-KS MMA	23	100.00	0.00	0.00	10.66	0.00	65.87	65.22	23.46	34.78	0.69	0.00	0.00	0.67	0.83

* Based on 2012 Peer Mortgage Data (USPR)

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

*** Percentage of Owner-occupied Units is the number of owner-occupied units in a particular geography divided by the number of owner-occupied housing units in the area based on 2010 Census information.

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

Table 6. Geographic Distribution of Small Loans to Businesses

Geographic Distribution: SMALL LOANS TO BUSINESSES			Geography: STATE OF MISSOURI								Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2013				
Assessment Area:	Total Small Business Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total**	% of Businesses***	% BANK Loans	% of Businesses***	% BANK Loans	% of Businesses***	% BANK Loans	% of Businesses***	% BANK Loans	Overall	Low	Mod	Mid	Upp
Full Review:															
St Joseph, MO-KS MMA	24	100.00	0.00	0.00	16.69	8.33	62.40	54.17	20.90	37.50	0.64	0.00	0.61	0.45	1.38

* Based on 2012 Peer Small Business Data -- US

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

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

Table 8. Borrower Distribution of Home Purchase Loans

Borrower Distribution: HOME PURCHASE		Geography: STATE OF MISSOURI								Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2013					
Assessment Area:	Total Home Purchase Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Market Share*				
	#	% of Total**	% Families***	% BANK Loans****	% Families***	% BANK Loans****	% Families***	% BANK Loans****	% Families***	% BANK Loans****	Overall	Low	Mod	Mid	Upp
Full Review:															
St Joseph, MO-KS MMA	13	100.00	18.90	15.38	18.32	23.08	22.83	15.38	39.95	46.15	0.84	1.69	0.67	0.77	0.77

* Based on 2012 Peer Mortgage Data (USPR)

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

*** Percentage of Families is based on the 2010 Census information.

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

Table 9. Borrower Distribution of Home Improvement Loans

Borrower Distribution: HOME IMPROVEMENT		Geography: STATE OF MISSOURI						Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2013							
Assessment Area:	Total Home Improvement Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Market Share*				
	#	% of Total**	% Families***	% BANK Loans****	% Families***	% BANK Loans****	% Families***	% BANK Loans****	% Families***	% BANK Loans****	Overall	Low	Mod	Mid	Upp
Full Review:															
St Joseph, MO-KS MMA	1	100.00	18.90	0.00	18.32	0.00	22.83	0.00	39.95	100.00	0.53	0.00	0.00	0.00	1.19

* Based on 2012 Peer Mortgage Data (USPR)

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

*** Percentage of Families is based on the 2010 Census information.

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

Table 10. Borrower Distribution of Home Mortgage Refinance Loans

Borrower Distribution: HOME MORTGAGE REFINANCE			Geography: STATE OF MISSOURI				Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2013								
Assessment Area:	Total Home Mortgage Refinance Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Market Share*				
	#	% of Total**	% Families***	% BANK Loans****	% Families***	% BANK Loans****	% Families***	% BANK Loans****	% Families***	% BANK Loans****	Overall	Low	Mod	Mid	Upp
Full Review:															
St Joseph, MO-KS MMA	23	100.00	18.90	0.00	18.32	21.74	22.83	13.04	39.95	65.22	0.91	0.00	0.62	0.25	1.43

* Based on 2012 Peer Mortgage Data (USPR)

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

*** Percentage of Families is based on the 2010 Census information.

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

Table 11. Borrower Distribution of Small Loans to Businesses

Borrower Distribution: SMALL LOANS TO BUSINESSES		Geography: STATE OF MISSOURI			Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2013				
Assessment Area:	Total Small Loans to Businesses		Businesses With Revenues of \$1 million or less		Loans by Original Amount Regardless of Business Size			Market Share*	
	#	% of Total**	% of Businesses***	% BANK Loans****	\$100,000 or less	>\$100,000 to \$250,000	>\$250,000 to \$1,000,000	All	Rev\$ 1 Million or Less
Full Review:									
St Joseph, MO-KS MMA	24	100.00	70.14	58.33	54.17	29.17	16.67	0.64	1.40

* Based on 2012 Peer Small Business Data -- US

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

*** Businesses with revenues of \$1 million or less as a percentage of all businesses (Source D&B - 2013).

**** Small loans to businesses with revenues of \$1 million or less as a percentage of all loans reported as small loans to businesses. No information was available for 16.67% of small loans to businesses originated and purchased by the bank.

Table 14. Qualified Investments

QUALIFIED INVESTMENTS		Geography: STATE OF MISSOURI				Evaluation Period: JULY 5, 2011 TO DECEMBER 31, 2013			
Assessment Area:	Prior Period Investments*		Current Period Investments		Total Investments			Unfunded Commitments**	
	#	\$(000's)	#	\$(000's)	#	\$(000's)	% of Total	#	\$(000's)
Full Review:									
St Joseph, MO-KS MMA	0	0	3	13	3	13	0.00	0	0
Broader Statewide or Regional Area	1	0	3	3,159	4	3,159	0.48	2	2,120

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

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

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

DISTRIBUTION OF BRANCH DELIVERY SYSTEM AND BRANCH OPENINGS/CLOSINGS				Geography: STATE OF MISSOURI				Evaluation Period: JULY 5, 2011 TO DECEMBER 31, 2013									
Assessment Area:	Deposits	Branches				Branch Openings/Closings				Population							
	% of Rated Area Deposits in AA	# of BANK Branches	% of Rated Area Branches in AA	Location of Branches by Income of Geographies (%)				# of Branch Openings	# of Branch Closings	Net change in Location of Branches (+ or -)				% of Population within Each Geography			
				Low	Mod	Mid	Upp			Low	Mod	Mid	Upp	Low	Mod	Mid	Upp
Full Review:																	
St Joseph, MO-KS MMA	100.00	1	100.00	0.00	0.00	100.00	0.00	0	0	0	0	0	0	0.00	14.46	64.32	21.22

Table 1. Lending Volume

LENDING VOLUME		Geography: STATE OF NEVADA						Evaluation Period: JANUARY 1, 2012 TO AUGUST 16, 2013				
Assessment Area:	% of Rated Area Loans (#) in MA/AA*	Home Mortgage		Small Loans to Businesses		Small Loans to Farms		Community Development Loans**		Total Reported Loans		% of Rated Area Deposits in MA/AA***
		#	\$ (000's)		\$ (000's)	#	\$ (000's)	#	\$ (000's)	#	\$(000's)	
Full Review:												
Las Vegas-Paradise, NV MSA	100.00	19	3,259	12	617	0	0	0	0	31	3,876	100.00

* Loan Data as of December 31, 2013. Rated area refers to either state or multistate MA rating area.

** The evaluation period for Community Development Loans is from July 05, 2011 to August 16, 2013.

*** Deposit Data as of June 30, 2013. Rated Area refers to either the state, multistate MA, or institution, as appropriate.

Table 2. Geographic Distribution of Home Purchase Loans

Geographic Distribution: HOME PURCHASE			Geography: STATE OF NEVADA								Evaluation Period: JANUARY 1, 2012 TO AUGUST 16, 2013				
Assessment Area:	Total Home Purchase Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total**	% Owner Occ Units***	% BANK Loans****	% Owner Occ Units***	% BANK Loans****	% Owner Occ Units***	% BANK Loans****	% Owner Occ Units***	% BANK Loans****	Overall	Low	Mod	Mid	Upp
Full Review:															
Las Vegas-Paradise, NV MSA	5	100.00	1.74	0.00	15.53	0.00	45.66	60.00	37.07	40.00	0.01	0.00	0.00	0.01	0.01

* Based on 2012 Peer Mortgage Data (USPR)

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

*** Percentage of Owner-occupied Units is the number of owner-occupied units in a particular geography divided by the number of owner-occupied housing units in the area based on 2010 Census information.

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

Table 4. Geographic Distribution of Home Mortgage Refinance Loans

Geographic Distribution: HOME MORTGAGE REFINANCE			Geography: STATE OF NEVADA						Evaluation Period: JANUARY 1, 2012 TO AUGUST 16, 2013						
Assessment Area:	Total Home Mortgage Refinance Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total**	% Owner Occ Units***	% BANK Loans****	% Owner Occ Units***	% BANK Loans****	% Owner Occ Units***	% BANK Loans****	% Owner Occ Units***	% BANK Loans****	Overall	Low	Mod	Mid	Upp
Full Review:															
Las Vegas-Paradise, NV MSA	14	100.00	1.74	0.00	15.53	0.00	45.66	50.00	37.07	50.00	0.02	0.00	0.00	0.03	0.01

* Based on 2012 Peer Mortgage Data (USPR)

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

*** Percentage of Owner-occupied Units is the number of owner-occupied units in a particular geography divided by the number of owner-occupied housing units in the area based on 2010 Census information.

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

Table 6. Geographic Distribution of Small Loans to Businesses

Geographic Distribution: SMALL LOANS TO BUSINESSES		Geography: STATE OF NEVADA								Evaluation Period: JANUARY 1, 2012 TO AUGUST 16, 2013					
Assessment Area:	Total Small Business Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total**	% of Businesses***	% BANK Loans	% of Businesses***	% BANK Loans	% of Businesses***	% BANK Loans	% of Businesses***	% BANK Loans	Overall	Low	Mod	Mid	Upp
Full Review:															
Las Vegas-Paradise, NV MSA	12	100.00	4.87	0.00	21.78	8.33	42.12	75.00	31.22	16.67	0.02	0.00	0.02	0.02	0.02

* Based on 2012 Peer Small Business Data -- US

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

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

Table 8. Borrower Distribution of Home Purchase Loans

Borrower Distribution: HOME PURCHASE		Geography: STATE OF NEVADA										Evaluation Period: JANUARY 1, 2012 TO AUGUST 16, 2013				
Assessment Area:	Total Home Purchase Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Market Share*					
	#	% of Total**	% Families***	% BANK Loans****	% Families***	% BANK Loans****	% Families***	% BANK Loans****	% Families***	% BANK Loans****	Overall	Low	Mod	Mid	Upp	
Full Review:																
Las Vegas-Paradise, NV MSA	5	100.00	20.10	40.00	18.02	0.00	22.00	0.00	39.88	60.00	0.01	0.02	0.00	0.00	0.02	

* Based on 2012 Peer Mortgage Data (USPR)

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

*** Percentage of Families is based on the 2010 Census information.

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

Table 10. Borrower Distribution of Home Mortgage Refinance Loans

Borrower Distribution: HOME MORTGAGE REFINANCE		Geography: STATE OF NEVADA						Evaluation Period: JANUARY 1, 2012 TO AUGUST 16, 2013							
Assessment Area:	Total Home Mortgage Refinance Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Market Share*				
	#	% of Total**	% Families***	% BANK Loans****	% Families***	% BANK Loans****	% Families***	% BANK Loans****	% Families***	% BANK Loans****	Overall	Low	Mod	Mid	Upp
Full Review:															
Las Vegas-Paradise, NV MSA	14	100.00	20.10	0.00	18.02	8.33	22.00	16.67	39.88	75.00	0.02	0.00	0.02	0.01	0.02

* Based on 2012 Peer Mortgage Data (USPR)

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

*** Percentage of Families is based on the 2010 Census information.

**** As a percentage of loans with borrower income information available. No information was available for 11.8% of loans originated and purchased by bank.

Table 11. Borrower Distribution of Small Loans to Businesses

Borrower Distribution: SMALL LOANS TO BUSINESSES		Geography: STATE OF NEVADA				Evaluation Period: JANUARY 1, 2012 TO AUGUST 16, 2013			
Assessment Area:	Total Small Loans to Businesses		Businesses With Revenues of \$1 million or less		Loans by Original Amount Regardless of Business Size			Market Share*	
	#	% of Total**	% of Businesses***	% BANK Loans****	\$100,000 or less	>\$100,000 to \$250,000	>\$250,000 to \$1,000,000	All	Rev\$ 1 Million or Less
Full Review:									
Las Vegas-Paradise, NV MSA	12	100.00	71.33	50.00	83.33	16.67	0.00	0.02	0.05

* Based on 2012 Peer Small Business Data -- US

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

*** Businesses with revenues of \$1 million or less as a percentage of all businesses (Source D&B - 2013).

**** Small loans to businesses with revenues of \$1 million or less as a percentage of all loans reported as small loans to businesses. No information was available for 14.29% of small loans to businesses originated and purchased by the bank.

Table 14. Qualified Investments

QUALIFIED INVESTMENTS		Geography: STATE OF NEVADA				Evaluation Period: JULY 5, 2011 TO AUGUST 16, 2013			
Assessment Area:	Prior Period Investments*		Current Period Investments		Total Investments			Unfunded Commitments**	
	#	\$(000's)	#	\$(000's)	#	\$(000's)	% of Total	#	\$(000's)
Full Review:									
Las Vegas-Paradise, NV MSA	3	2,197	4	6	7	2,203	100.00	0	0

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

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

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

DISTRIBUTION OF BRANCH DELIVERY SYSTEM AND BRANCH OPENINGS/CLOSINGS				Geography: STATE OF NEVADA				Evaluation Period: JULY 5, 2011 TO AUGUST 16, 2013									
Assessment Area:	Deposits	Branches						Branch Openings/Closings				Population					
	% of Rated Area Deposits in AA	# of BANK Branches	% of Rated Area Branches in AA	Location of Branches by Income of Geographies (%)				# of Branch Openings	# of Branch Closings	Net change in Location of Branches (+ or -)				% of Population within Each Geography			
				Low	Mod	Mid	Upp			Low	Mod	Mid	Upp	Low	Mod	Mid	Upp
Full Review:																	
Las Vegas-Paradise, NV MSA	100.00	1	100.00	0.00	100.00	0.00	0.00	0	1	0	-1	0	0	5.29	22.78	42.19	29.74

Table 1. Lending Volume

LENDING VOLUME		Geography: STATE OF WASHINGTON						Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2013				
Assessment Area:	% of Rated Area Loans (#) in MA/AA*	Home Mortgage		Small Loans to Businesses		Small Loans to Farms		Community Development Loans**		Total Reported Loans		% of Rated Area Deposits in MA/AA***
		#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	#	\$(000's)	
Full Review:												
Seattle-Bellevue-Everett, WA MSA	100.00	92	51,046	5	1,982	0	0	0	0	97	53,028	100.00

* Loan Data as of December 31, 2013. Rated area refers to either state or multistate MA rating area.

** The evaluation period for Community Development Loans is from July 5, 2011 to December 31, 2013.

*** Deposit Data as of June 30, 2013. Rated Area refers to either the state, multistate MA, or institution, as appropriate.

Table 2. Geographic Distribution of Home Purchase Loans

Geographic Distribution: HOME PURCHASE		Geography: STATE OF WASHINGTON								Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2013					
Assessment Area:	Total Home Purchase Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total**	% Owner Occ Units***	% BANK Loans****	% Owner Occ Units***	% BANK Loans****	% Owner Occ Units***	% BANK Loans****	% Owner Occ Units***	% BANK Loans****	Overall	Low	Mod	Mid	Upp
Full Review:															
Seattle-Bellevue-Everett, WA MSA	35	100.00	1.72	2.86	13.22	11.43	47.34	25.71	37.72	60.00	0.03	0.00	0.03	0.00	0.06

* Based on 2012 Peer Mortgage Data (USPR)

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

*** Percentage of Owner-occupied Units is the number of owner-occupied units in a particular geography divided by the number of owner-occupied housing units in the area based on 2010 Census information.

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

Table 3. Geographic Distribution of Home Improvement Loans

Geographic Distribution: HOME IMPROVEMENT			Geography: STATE OF WASHINGTON								Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2013				
Assessment Area:	Total Home Improvement Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total**	% Owner Occ Units***	% BANK Loans****	% Owner Occ Units***	% BANK Loans****	% Owner Occ Units***	% BANK Loans****	% Owner Occ Units***	% BANK Loans****	Overall	Low	Mod	Mid	Upp
Full Review:															
Seattle-Bellevue-Everett, WA MSA	1	100.00	1.72	0.00	13.22	0.00	47.34	0.00	37.72	100.00	0.00	0.00	0.00	0.00	0.00

* Based on 2012 Peer Mortgage Data (USPR)

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

*** Percentage of Owner-occupied Units is the number of owner-occupied units in a particular geography divided by the number of owner-occupied housing units in the area based on 2010 Census information.

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

Table 4. Geographic Distribution of Home Mortgage Refinance Loans

Geographic Distribution: HOME MORTGAGE REFINANCE			Geography: STATE OF WASHINGTON						Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2013						
Assessment Area:	Total Home Mortgage Refinance Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total**	% Owner Occ Units***	% BANK Loans****	% Owner Occ Units***	% BANK Loans****	% Owner Occ Units***	% BANK Loans****	% Owner Occ Units***	% BANK Loans****	Overall	Low	Mod	Mid	Upp
Full Review:															
Seattle-Bellevue-Everett, WA MSA	56	100.00	1.72	1.79	13.22	8.93	47.34	28.57	37.72	60.71	0.03	0.00	0.00	0.02	0.05

* Based on 2012 Peer Mortgage Data (USPR)

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

*** Percentage of Owner-occupied Units is the number of owner-occupied units in a particular geography divided by the number of owner-occupied housing units in the area based on 2010 Census information.

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

Table 6. Geographic Distribution of Small Loans to Businesses

Geographic Distribution: SMALL LOANS TO BUSINESSES			Geography: STATE OF WASHINGTON								Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2013				
Assessment Area:	Total Small Business Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total**	% of Businesses***	% BANK Loans	% of Businesses***	% BANK Loans	% of Businesses***	% BANK Loans	% of Businesses***	% BANK Loans	Overall	Low	Mod	Mid	Upp
Full Review:															
Seattle-Bellevue-Everett, WA MSA	5	100.00	4.93	0.00	14.72	0.00	43.56	20.00	36.67	80.00	0.01	0.00	0.00	0.00	0.01

* Based on 2012 Peer Small Business Data -- US

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

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

Table 8. Borrower Distribution of Home Purchase Loans

Borrower Distribution: HOME PURCHASE		Geography: STATE OF WASHINGTON								Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2013					
Assessment Area:	Total Home Purchase Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Market Share*				
	#	% of Total**	% Families***	% BANK Loans****	% Families***	% BANK Loans****	% Families***	% BANK Loans****	% Families***	% BANK Loans****	Overall	Low	Mod	Mid	Upp
Full Review:															
Seattle-Bellevue-Everett, WA MSA	35	100.00	19.98	14.29	16.95	14.29	21.06	5.71	42.02	65.71	0.03	0.04	0.00	0.00	0.06

* Based on 2012 Peer Mortgage Data (USPR)

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

*** Percentage of Families is based on the 2010 Census information.

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

Table 9. Borrower Distribution of Home Improvement Loans

Borrower Distribution: HOME IMPROVEMENT			Geography: STATE OF WASHINGTON						Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2013						
Assessment Area:	Total Home Improvement Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Market Share*				
	#	% of Total**	% Families***	% BANK Loans****	% Families***	% BANK Loans****	% Families***	% BANK Loans****	% Families***	% BANK Loans****	Overall	Low	Mod	Mid	Upp
Full Review:															
Seattle-Bellevue-Everett, WA MSA	1	100.00	19.98	0.00	16.95	100.00	21.06	0.00	42.02	0.00	0.00	0.00	0.00	0.00	0.00

* Based on 2012 Peer Mortgage Data (USPR)

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

*** Percentage of Families is based on the 2010 Census information.

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

Table 10. Borrower Distribution of Home Mortgage Refinance Loans

Borrower Distribution: HOME MORTGAGE REFINANCE		Geography: STATE OF WASHINGTON						Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2013							
Assessment Area:	Total Home Mortgage Refinance Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Market Share*				
	#	% of Total**	% Families***	% BANK Loans****	% Families***	% BANK Loans****	% Families***	% BANK Loans****	% Families***	% BANK Loans****	Overall	Low	Mod	Mid	Upp
Full Review:															
Seattle-Bellevue-Everett, WA MSA	56	100.00	19.98	14.81	16.95	14.81	21.06	7.41	42.02	62.96	0.04	0.05	0.02	0.01	0.06

* Based on 2012 Peer Mortgage Data (USPR)

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

*** Percentage of Families is based on the 2010 Census information.

**** As a percentage of loans with borrower income information available. No information was available for 3.6% of loans originated and purchased by bank.

Table 11. Borrower Distribution of Small Loans to Businesses

Borrower Distribution: SMALL LOANS TO BUSINESSES		Geography: STATE OF WASHINGTON			Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2013				
Assessment Area:	Total Small Loans to Businesses		Businesses With Revenues of \$1 million or less		Loans by Original Amount Regardless of Business Size			Market Share*	
	#	% of Total**	% of Businesses***	% BANK Loans****	\$100,000 or less	>\$100,000 to \$250,000	>\$250,000 to \$1,000,000	All	Rev\$ 1 Million or Less
Full Review:									
Seattle-Bellevue-Everett, WA MSA	5	100.00	66.11	80.00	40.00	0.00	60.00	0.01	0.01

* Based on 2012 Peer Small Business Data -- US

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

*** Businesses with revenues of \$1 million or less as a percentage of all businesses (Source D&B - 2013).

**** Small loans to businesses with revenues of \$1 million or less as a percentage of all loans reported as small loans to businesses. No information was available for 0.00% of small loans to businesses originated and purchased by the bank.

Table 14. Qualified Investments

QUALIFIED INVESTMENTS		Geography: STATE OF WASHINGTON				Evaluation Period: JULY 5, 2011 TO DECEMBER 31, 2013			
Assessment Area:	Prior Period Investments*		Current Period Investments		Total Investments			Unfunded Commitments**	
	#	\$(000's)	#	\$(000's)	#	\$(000's)	% of Total	#	\$(000's)
Full Review:									
Seattle-Bellevue-Everett, WA MSA	7	2,829	14	835	21	3,664	100.00	1	115

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

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

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

DISTRIBUTION OF BRANCH DELIVERY SYSTEM AND BRANCH OPENINGS/CLOSINGS				Geography: STATE OF WASHINGTON				Evaluation Period: JULY 5, 2011 TO DECEMBER 31, 2013									
Assessment Area:	Deposits	Branches				Branch Openings/Closings				Population							
	% of Rated Area Deposits in AA	# of BANK Branches	% of Rated Area Branches in AA	Location of Branches by Income of Geographies (%)				# of Branch Openings	# of Branch Closings	Net change in Location of Branches (+ or -)				% of Population within Each Geography			
				Low	Mod	Mid	Upp			Low	Mod	Mid	Upp	Low	Mod	Mid	Upp
Full Review:																	
Seattle-Bellevue-Everett, WA MSA	100.00	1	100.00	0.00	0.00	100.00	0.00	0	0	0	0	0	0	4.59	17.79	46.05	31.27