



Office of the  
Comptroller of the Currency  
Washington, DC 20219

**LARGE BANK**

## **PUBLIC DISCLOSURE**

January 4, 2016

### **COMMUNITY REINVESTMENT ACT PERFORMANCE EVALUATION**

Citizen's Bank, National Association  
Charter Number 24571  
One Citizens Plaza  
Providence, RI 02903

Office of the Comptroller of the Currency

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

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

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## Overall CRA Rating

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

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

| <b>Performance Levels</b> | Citizens Bank, N.A.<br>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:

- Excellent level of lending activity;
- Good distribution of home mortgage loans by income level of geography;
- Excellent distribution of small loans to businesses by income level of geography;
- Good distribution of home mortgage loans by income level of the borrower;
- Excellent distribution of small loans to businesses of different sizes;
- Excellent level of community development (CD) lending that had a positive impact on the bank's overall lending test rating;
- Excellent level and responsiveness of qualified investments;
- Accessible office locations and good use of alternative delivery systems; and
- Excellent 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):** A small subdivision of metropolitan and other densely populated counties. Census tract boundaries do not cross county lines; however, they may cross the boundaries of metropolitan areas. Census tracts generally have a population between 1,200 and 8,000 people, with an optimal size of 4,000 people. Their physical size varies widely depending upon population density. Census tracts are designed to be homogeneous with respect to population characteristics, economic status, and living conditions to allow for statistical comparisons.

**Community Development (CD):** Affordable housing (including multifamily rental housing) for low- or moderate-income individuals; community services targeted to low- or moderate-income individuals; activities that promote economic development by financing businesses or farms that meet Small Business Administration Development Company or Small Business Investment Company programs size eligibility standards or have gross annual revenues of \$1 million or less; activities that revitalize or stabilize low- or moderate-income geographies, distressed or underserved nonmetropolitan middle-income geographies, or designated disaster areas; or loans, investments, and services that support, enable or facilitate projects or activities under HUD Neighborhood Stabilization Program criteria that benefit low-, moderate-, and middle-income individuals and geographies in the bank's assessment area(s) or outside the assessment area(s) provided the bank has adequately addressed the community development needs of its assessment area(s).

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

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

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

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

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

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

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

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

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

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

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

**Median Family Income (MFI):** The median income determined by the U.S. Census Bureau every five years and used to determine the income level category of geographies. Also, the median income determined by the Federal Financial Institutions Examination Council (FFIEC)

annually that is used to determine the income level category of individuals. For any given area, the median is the point at which half of the families have income above it and half below it.

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

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

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

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

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

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

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

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

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

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

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

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

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

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

## Description of Institution

Citizens Bank N.A. (CBNA) is an interstate commercial bank headquartered in Providence, Rhode Island. CBNA is a wholly-owned subsidiary of Citizens Financial Group (CFG). CFG is a bank holding company also headquartered in Providence, Rhode Island, with total of assets of \$137.3 billion as of June 30, 2015. CFG was a wholly-owned subsidiary of the Royal Bank of Scotland Group (RBS) from 1988 to September 2014. CFG became a publicly traded company on September 24, 2014, and is listed on the New York Stock Exchange.

RBS is a diversified United-Kingdom-based banking and financial company, headquartered in Edinburgh, Scotland with total assets of £964.7 million (British pounds) as of December 31, 2014. RBS announced an initial public offering for a phased divestment of CFG in September 2014. As of October 30, 2015, RBS fully divested its remaining 20.9 percent stake in CFG. The full divesture made CFG a standalone bank holding company with no foreign parent influence.

CBNA was the 22<sup>nd</sup> largest commercial bank in the U.S. by asset size with total assets of \$107.0 billion as of June 30, 2015, constituting 77.9 percent of CFG total assets. CBNA assets comprised total loans of \$78.2 billion including \$31.9 billion in real estate related loans (40.8 percent of total loans), \$21.8 billion in commercial and industrial loans (27.9 percent), and \$16.2 billion (20.7 percent) in consumer loans. Total Tier One Capital was \$10.6 billion

CBNA is a full service commercial bank that offers a broad range of retail and commercial banking products and services to individuals, small businesses, middle-market companies, large corporations, and institutions. As of June 30, 2015, CBNA had 845 branch office locations and 1,882 ATMs within its assessment areas (AAs). CBNA had 12 rating areas that include nine state ratings and three multistate metropolitan areas (MMA) with 46 AAs.

Currently, there are no legal, financial, or other impediments to CBNA's ability to help meet the credit needs within its communities.

CBNA received a Satisfactory rating in its last CRA evaluation by the OCC dated December 31, 2012.

## Scope of the Evaluation

### Evaluation Period/Products Evaluated

January 1, 2012 through December 31, 2013

This evaluation period applies to those AAs prior to the 2014 Office of Management and Budget (OMB) census geography changes and the sale of CBNA retail branches in the state of Illinois. CBNA had 11 rating areas with 52 assessment areas in the 2012-2013 evaluation period. We analyzed home mortgage loans, small loans to business data, and community development loans 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.

The AAs included in this evaluation period are the following:

- The Boston-Cambridge-Quincy MA-NH MMA – includes all counties in the Boston-Quincy MD; all counties in the Cambridge-Newton-Framingham MD; all counties in the Peabody MD; and all counties in the Rockingham County-Strafford County MD.
- Providence-Warwick, RI-MA MMA – the entire state of Rhode Island and Bristol County in Massachusetts.
- The State of Connecticut – includes the entire Hartford-West Hartford-East Hartford MSA; the entire Bridgeport-Stamford-Norwalk MSA; the entire New Haven-Milford MSA; the entire Norwich-New London MSA; and the non-MSA county of Windham.
- The State of Delaware – includes New Castle County in the Wilmington, DE-MD-NJ MD; the entire Dover MSA; and the non-MSA county of Sussex.
- The State of Illinois – includes the counties of Cook, DuPage, Kendall, McHenry and Will in the Chicago-Joliet-Naperville MD; and Lake County in the Lake County-Kenosha County MD.
- The State of Massachusetts – includes the entire Springfield MSA; the entire Barnstable Town MSA; the entire Pittsfield MSA; and the entire Worcester MSA.
- The State of Michigan – includes the entire Detroit-Livonia-Dearborn MD; the entire Ann Arbor MSA; Kalamazoo County in the Kalamazoo MSA; the entire Lansing-East Lansing MSA; Monroe MSA; the entire Saginaw-Saginaw Township North MSA; the counties of Livingston, Macomb, and Oakland in the Warren-Troy-Farmington Hills MD; and non-MSA county of Shiawassee.
- The State of New Hampshire – includes the entire Manchester-Nashua MSA and non-MSA counties of Belknap, Carroll, Cheshire, Coos, Grafton, Merrimack, and Sullivan.
- The State of New York – includes the entire Buffalo-Niagara Falls MSA; the entire Rochester MSA; the entire Albany-Schenectady-Troy MSA; the entire Binghamton MSA; the entire Elmira MSA; the entire Ithaca MSA; the entire Kingston MSA; the entire Nassau-Suffolk MD; the counties of Bronx, Putnam, Queens, Richmond, Rockland, and Westchester in the New York-White Plains-Wayne, NY-NJ MD; the entire Poughkeepsie-Newburgh-Middletown MSA; the counties of Madison and Onondaga in the Syracuse MSA; the entire Utica-Rome MSA; and non-MSA counties of Cayuga, Chautauqua, Chenango, Columbia, Cortland, Delaware, Fulton, Genesee, Greene, Montgomery, Otsego, Schuyler, Seneca, Sullivan, and Wyoming.
- The State of Ohio – includes the entire Cleveland-Elyria-Mentor MSA; the entire Akron MSA; Stark County in the Canton-Massillon MSA; the counties of Fairfield and Franklin in the Columbus MSA; the counties of Lucas and Wood in the Toledo MSA; the counties of Mahoning and Trumbull in the Youngstown-Warren-Boardman MSA; and non-MSA counties of Columbiana, Scioto, and Tuscarawas.
- The State of Vermont – all counties in the Burlington-South Burlington MSA and non-MSA counties of Addison, Bennington, Rutland, Washington, Windham, and Windsor.

January 1, 2014 through June 30, 2015

This evaluation period applies to those AAs after the 2014 OMB geography changes became effective and the sale of all CBNA retail branches in the state of Illinois were finalized. CBNA had 11 rating areas with 49 assessment areas in the 2014-2015 evaluation period. We

analyzed home mortgage loans, small loans to business data, and community development loans from January 1, 2014, through June 30, 2015, using 2010-census demographic information, which we discuss in the narrative and include data in the tables in Appendix D.

Changes in AAs included in this period are the following:

- Removal of the State of Illinois – all branches were sold prior to this period.
- The Peabody MA MD was added to the Cambridge-Newton-Framingham MA MD.
- The Worcester MA-CT Multistate MMA was created as a result of 2014 OMB geography changes. This AA includes the entire Worcester MSA plus the Windham county of Connecticut.

### All Evaluation Period

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 included 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 and community development loans are considered at their original investment amount. Unless otherwise noted, the complexity and innovativeness of investments were typical for an institution of this size and capability.

Our review of services during the respective evaluation periods included analyzing CBNA's network of branches and deposit-taking ATMs for the availability and effectiveness of delivering retail banking services. CBNA offers alternative delivery systems and these were evaluated with bank provided data concerning the effectiveness of the systems in targeting low- and moderate-income geographies and individuals. We also considered the extent and innovativeness of CBNA's community development services in meeting the credit needs within its AAs.

Refer to the "Lending Test" section under each State or Multistate Area Rating for details regarding how loan products are weighted in arriving at an overall lending test rating.

### **Selection of Areas for Full-Scope Review**

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

## 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. Since the bank included all HMDA loans originated or purchased for the benefit of the national bank and the state chartered bank on the HMDA LAR for CBNA, loans are considered to be inside the assessment areas if they are in either bank's assessment area. Small business loans were reviewed with and without indirect auto loans, which is the bank's only nationwide product. CBNA originated or purchased a majority (79.2 percent) of its loans within the combined AAs during the evaluation period. CBNA originated 66.4 percent of their small business loans within the bank's AAs, and 94.3 percent if indirect auto loans are excluded. The bank originated or purchased 87.5 percent of HMDA reportable loans within their AAs.

## Ratings

The bank's overall rating is a blend of the multistate metropolitan area ratings and state ratings. The Boston-Cambridge-Quincy MA-NH MMA, Providence-Warwick, RI-MA MMA, the State of New York and State of Ohio were weighted the most heavily. These four rating areas account for 71 percent of the bank's deposits.

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

## Discriminatory or Other Illegal Credit Practices Review

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

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

- Evidence of noncompliance with the Fair Housing Act involving an allegation by the U.S. Department of Housing and Urban Development (HUD) that the bank discriminated against a woman (complainant) who was on maternity leave in 2015. CBNA entered into a HUD conciliation agreement related to the allegation on July 13, 2016. Under the terms of the agreement, the bank agreed to pay the complainant \$40,000, provide fair housing training to its staff, and adopt a parental leave policy making it clear that all loan products are to be made available, regardless of an applicant's parental status. The bank will also make a \$75,000 donation to a HUD-approved fair housing or advocacy organization. For further information, see the HUD Conciliation Agreement No. 03-15-047108.
- Evidence of deceptive practices in violation of section 5 of the Federal Trade Commission Act in connection with CBNA's failure to properly process cancellation credits and provide benefits to customers in its debt cancellation product. The practice affected approximately 3076 customers from 2005 through 2013. On November 10, 2015, the bank entered into a Consent Order with the OCC, which required the bank to pay a \$2 million civil money penalty (CMP) related to this deceptive practice and other non-credit related unfair or deceptive trade practices violations. The bank ceased offering debt cancellation products. The bank has provided \$542 thousand in restitution to affected customers. For further information on the practice and settlement, see OCC enforcement actions #2015-58, dated November 10, 2015.

The CRA performance rating was not lowered as a result of these findings. We considered the nature, extent, and strength of the evidence of the practices; the extent to which institution had policies and procedures in place to prevent the practices; the extent to which the institution has taken or has committed to take corrective action, including voluntary corrective action resulting from self-assessment; and other relevant information.

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

## Multistate Metropolitan Area Rating

### Boston-Cambridge-Quincy MA-NH MMA

**CRA rating for the Boston-Cambridge-Quincy MA-NH MMA<sup>1</sup>: Outstanding**

The lending test is rated: Outstanding

The investment test is rated: Outstanding

The service test is rated: Outstanding

The major factors that support this rating include:

- CBNA had an excellent level of lending activity.
- CBNA's geographic distribution of home mortgage loans and small loans to businesses is excellent.
- CBNA's borrower distribution of loans to individuals and businesses of different income levels is excellent.
- The level of community development lending and responsiveness to AA needs had a positive impact on the lending test rating.
- CBNA's level of qualified community development investments is excellent.
- CBNA's branch distribution and level of community development services is excellent.

### Description of Institution's Operations in Boston-Cambridge-Quincy MA-NH MMA

CBNA has delineated all three MDs within the Boston-Cambridge-Quincy MA-NH MMA as AAs. The MMA includes the Boston, MA MD, Cambridge-Newton-Framingham MD, and Rockingham MD. The Massachusetts portion of the MMA is comprised of Essex, Middlesex, Norfolk, Plymouth, and Suffolk counties. The MMA also includes Rockingham and Strafford counties in New Hampshire; however, the NH MSA accounts for only a small portion of the delineated AA. During this evaluation period the Peabody MD was combined with the Cambridge-Newton-Framingham MD.

Based on FDIC summary of deposits information as of June 30, 2015, CBNA has just under \$28.7 billion in deposits in the MMA representing about 39.2 percent of the bank's total deposits. The bank made 32.5 percent of its evaluation period lending in the MMA.

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<sup>1</sup> 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.

CBNA has 206 branches and 583 deposit-taking ATMs in the AA. Branches are located in eight low-income tracts and 36 moderate-income tracts, with 80 of the 162 mid- to upper-income tract branches located within 1000 feet of a low- or moderate-income tract. The bank is ranked third in deposits out of 139 FDIC-insured financial institutions in the MSA. The bank holds an 8.87 percent market share, preceded by State Street Bank and Trust Company with a 36.10 percent share, and Bank of America with a 17.95 percent share. CBNA is followed by Santander Bank with a 4.79 percent share and The Bank of New York Mellon with a 4.00 percent share.

The Boston MD poses a number of challenges to lenders. The cost of housing is high with the area's median housing values of \$415 thousand for 2015. Low-income borrowers face challenges qualifying for home purchase loans as HUD adjusted Median Family Income for 2015 is \$90 thousand, resulting in a low-income borrower earning less than \$45,000 annually or \$3,750 monthly. Assuming a 30-year mortgage with a three percent interest rate, and not accounting for down payment, home owner's insurance, and real estate taxes, a low-income borrower could afford at most a \$249 thousand mortgage, well below the median housing price. The difficulty in obtaining initial home ownership also impacts the volume of refinance loans to low-income borrowers.

According to a Federal Reserve study, "2014 Mortgage Lending Trends in New England", after record low interest rates in 2012 and 2013, refinance loans dropped significantly in volume for 2014. In addition, close to 40 percent of home purchase lending to low- and moderate-income borrowers were government-backed loans. These loans typically have higher loan-to-value making refinancing more difficult.

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

## **Scope of Evaluation in Boston-Cambridge-Quincy MA-NH MMA**

The Boston MA MD has the significant majority of the deposits within this rated area with 67.94 percent. We selected this AA for analysis using full-scope procedures and weighted it most heavily in our overall conclusions. The Cambridge-Newton-Framingham MA MD and Rockingham County-Strafford County NH MD have 27.87 percent and 4.19 percent of the rating area deposits and were analyzed using limited scope procedures. 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 2014 through 2015 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 Boston-Cambridge-Quincy, MA-NH MMA is rated Outstanding. Based on the full-scope review, the bank's performance in the Boston, MA MD is excellent.

#### ***Lending Activity***

Lending volume is excellent in the Boston-Cambridge-Quincy MA-NH MMA. CBNA's deposit market share for Boston, MA MD is 7.84 percent and the bank is ranked third out of 79 deposit-taking entities (top 3.79 percent). For home purchase loans, the bank is ranked ninth out of 453 lenders (top 1.99 percent) with a 1.47 percent market share. The top four home purchase lenders have over 18.67 percent of the market. For home improvement loans, the bank is ranked 28<sup>th</sup> out of 235 lenders (top 11.9 percent) with a 0.76 percent market share. For home refinance loans, the bank is ranked fifth out of 440 lenders (top 1.14 percent) with a 2.34 percent market share. The top four home refinance lenders have over 18.36 percent of the market. CBNA's market share for small loans to business is 3.03 percent and ranked eighth out of 117 lenders (top 6.84 percent). The top seven small business lenders in the AA have 65.48 percent of the market and there are six nationwide lenders that have significant small business credit card portfolios with average loan sizes of \$8 thousand versus CBNA's average loan size of \$71 thousand.

Refer to Table 1 Lending Volume in the Multistate Metropolitan Area 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***

CBNA's overall geographic distribution of loans by income level of geography is excellent in the Boston, MA MD. CBNA had excellent geographic distribution of home mortgage loans and excellent geographic distribution of small loans to businesses.

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

Geographic distribution of home purchase and home improvement mortgage loans in the Boston, MA MD is excellent. Geographic distribution of home refinance loans in the Boston, MA MD is good. Refer to Tables 2, 3, 4, and 5 in the Boston-Cambridge-Quincy MA-NH 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.

## 2014 and 2015

### Home Purchase

The bank's geographic distribution of home purchase loans is excellent. The bank's performance significantly exceeds the demographic comparator (percentage of owner occupied units) in both the low- and moderate-income geographies. The bank's market share for home purchase loans in low- and moderate-income geographies exceeds the bank's overall home purchase market share, reflecting excellent performance.

### Home Improvement

The bank's geographic distribution of home improvement loans is excellent. The bank's performance significantly exceeds the demographic comparator in both the low- and moderate-income census tracts. The bank's market share for home improvement loans in low- and moderate-income census tracts exceeds the bank's overall home improvement market share, reflecting excellent performance.

### Home Refinance

The bank's geographic distribution of home refinance loans is good. The bank's performance in low-income geographies exceeds the demographic comparator and its market share performance exceeds the bank's overall home refinance market share, reflecting excellent performance in the low-income geographies. The bank's performance in moderate-income geographies is lower than the demographic comparator and its home refinance market share is lower than the bank's overall home refinance market share, reflecting good performance.

During 2014, the bank ranked fifth of 264 lenders originating or purchasing a home refinance loan in the MD, capturing 3.24 percent of the market. Considering the bank's performance in this highly competitive market, ranking behind only national mortgage companies (Quicken Loans, LoanDepot.Com, LLC., Ditech Financial LLC, and Guaranteed Rate Inc.) and larger national banks (Wells Fargo Bank, NA, JPMorgan Chase Bank, NA, Bank of America, N.A.), CBNA's performance is good.

## 2012 and 2013

The bank's 2012 and 2013 geographic distribution of home purchase and home improvement loans in the Boston, MA MD is consistent with the bank's 2014 and 2015 excellent geographic distribution of home loans. The bank's 2012 and 2013 geographic distribution of home refinance loans is consistent with the bank's 2014 and 2015 good geographic distribution of refinance loans. The bank's performance for home purchase and home improvement loans significantly exceeds the demographic comparator in both low- and moderate income geographies. The bank's home purchase and home refinance market share in low- and moderate-income geographies exceeds its overall lending market share. The bank's home refinance lending performance in the low-income geographies is excellent as lending is near to the demographic comparator and the bank's lending market share exceeds its overall loan market share in the low-income geographies. In moderate-income geographies, the bank's performance is below the demographic comparator and the bank's lending market share is

near to its overall refinance loan market share. CBNA's stronger market share performance had a positive impact on the geographic distribution of these home loans.

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

Geographic distribution of small loans to businesses in the Boston, MA MD is excellent. Refer to Table 6 in the "Boston-Cambridge-Quincy, MA-NH MMA" section of Appendix D for the facts and data used to evaluate the geographic distribution of the bank's origination/purchase of small loans to businesses.

### **2014 and 2015**

The bank's geographic distribution of small loans to businesses in the Boston, MA MD is excellent. The bank's small loans to business in low-income geographies is below the demographic comparator (percent of small businesses) and exceeds the demographic comparator in moderate-income geographies. The bank's market share performance in both the low- and moderate-income geographies exceeds its overall small loans to business lending activity in the MD. CBNA's good distribution of loans and excellent market share performance resulted in excellent overall geographic distribution of small loans to businesses.

### **2012 and 2013**

The bank's geographic distribution of small loans to businesses during 2012 and 2013 is excellent and is not inconsistent with its lending performance during 2014 and 2015. The bank's lending performance in low-income geographies is excellent, as the bank's lending is near to the geographic comparator and exceeds its overall small loans to businesses market share. In moderate-income geographies, the bank's performance is excellent as performance approximates the demographic comparator and its overall market share of small loans to businesses.

### ***Lending Gap Analysis***

A lending gap analysis is performed on the bank's distribution of loans within the Boston, MA MD. We did not identify any conspicuous gaps in the analysis of the bank's lending performance during the evaluation period.

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

The bank's overall distribution of loans to borrowers of different income levels is excellent in the Boston, MA MD. CBNA's distribution of home loans is excellent and distribution of small loans to businesses is excellent.

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

CBNA's distribution of home mortgage loans to borrowers of different income levels is excellent. Distribution of home purchase and home improvement loans is excellent and distribution of home refinance loans is good. Refer to Tables 8, 9, and 10 in the Boston-

Cambridge-Quincy MA-NH 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.

## **2014 and 2015**

### Home Purchase

The bank's borrower distribution of home purchase loans is excellent. The percentage of home purchase loans is significantly below the demographic comparator (percent of families) for low-income borrowers and significantly exceeds the demographic comparator for moderate-income borrowers. The bank's lending market share to both low- and moderate-income borrowers, exceeds the bank's overall home purchase loan market share. We gave significant consideration to the high cost of housing in the Boston, MA MD. Low-income borrowers face certain challenges qualifying for home purchase loans as HUD adjusted Median Family Income for 2015 is \$90 thousand, resulting in a low-income borrower earning no more than \$45,000 annually or \$3,750 monthly. With the area's median housing values in the MD at \$415,180 qualifying for a loan could be a challenge for these low-income borrowers. Assuming a 30-year mortgage with a three percent interest rate, and not accounting for down payment, home owner's insurance, and real estate taxes, a low-income borrower, at the upper end of low-income, could afford at most a \$249 thousand mortgage, well below the median housing price.

### Home Improvement

The bank's borrower distribution of home improvement loans is excellent. The percentage of home improvement loans is below the demographic comparator for low-income borrowers and significantly exceeds the demographic comparator for moderate-income borrowers. The bank's lending market share significantly exceeds its overall home improvement loan market share to both low- and moderate-income borrowers. In 2015, the bank ranked fifth, capturing a 2.38 percent market share for home improvement loans to low-income borrowers. The top four market share leaders ranking higher than CBNA originated or purchased a range of only six to 25 home improvement loans to low-income borrowers, which illustrates the area's low demand for these types of loans. In total, there were only 210 loans originated or purchased by 79 lenders competing for loans in this market. The bank's performance is excellent when considering the lack of home improvement loan originations or purchases in the Boston, MA MD.

### Home Refinance

The bank's borrower distribution of home refinance loans is excellent. The percentage of home refinance loans is significantly below the demographic comparator for low-income borrowers and exceeds the demographic comparator for moderate-income borrowers. The bank's lending market share exceeds its overall home refinance loan market share to low- and moderate-income borrowers. As mentioned earlier, close to 40 percent of home purchase lending to low- and moderate-income borrowers are government-backed loans. These loans typically have higher loan-to-value making refinancing more difficult due to the high loan-to-values. The bank ranked seventh of 175 lenders competing for home refinance loans to low-income borrowers,

capturing a three percent market share. The top three lenders, Quicken Loans, Ditech Financial LLC, and Bank of America, N.A. captured 21.36 percent of market share and larger national banks such as JPMorgan Chase Bank, N.A. and Wells Fargo Bank N.A. performed only slightly better than CBNA, capturing 3.38 and 3.29 percent, respectively.

## **2012 and 2013**

The bank's borrower distribution of home purchase, home improvement, and home refinance loans for 2012 and 2013 is not inconsistent with the bank's excellent borrower distribution performance for these home loans during 2014 and 2015.

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

The bank's borrower distribution of small loans to businesses in the Boston, MA MD is excellent. The bank's lending performance is near to the demographic comparator (percent of businesses) and its lending market share to these businesses of different sizes significantly exceeds its overall small loans to businesses market share. CBNA ranked seventh of 142 lenders originating or purchasing a small loan to business with gross annual revenue equal to or less than \$1 million. Within the market, CBNA ranked second in average loan size to these businesses with an average \$47 thousand loan amount. The top five market leaders, which included American Express, FSB, Bank of America, N.A., Citibank, N.A., and Capital One Bank (USA), N.A. had an average loan size ranging from \$6 thousand to \$15 thousand. CBNA does not compete with these institutions for these smaller dollar credit lines or loans. Refer to Table 11 in the Boston-Cambridge-Quincy, MA-NH MMA section of Appendix D for the facts and data used to evaluate the borrower distribution of the bank's origination/purchase of small loans to businesses.

### **Community Development Lending**

The bank originated 17 qualified community development loans in the Boston, MA MD. This lending activity represents 10.46 percent of allocated Tier One capital, which has a significantly positive impact on the Boston, MA MD lending test rating. These qualified CD loans serve a primary purpose of affordable housing and community services, two identified credit needs of the MD. An example of a qualified CD loan included an \$11.0 million loan to finance construction of a 60-unit affordable housing building for LMI individuals. Refer to Table 1 Lending Volume in the Boston-Cambridge-Quincy, MA-NH 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**

CBNA's makes good use of flexible and/or innovative lending programs in the MD which has a positive impact on its lending test rating. During the evaluation period, the bank originated loans in the VA, My Community Mortgage, FHA, DHM Plus, FNMA, and Massachusetts Housing Loan programs. An example of an innovative or flexible loan program offered by CBNA in this MD includes participation in the Massachusetts Housing Partnership Program

(MHP) which offers first time home buyers critical home purchase information through a series of courses and allows these borrowers to make a minimum three percent down payment and a reduced interest rate with no points and a waiver of Personal Mortgage Insurance. The bank's lending activity in this MD over the evaluation period included 379 originations amounting to \$54.74 million.

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

Based on limited-scope reviews, the bank's performance under the lending test in the Cambridge-Newton-Framingham, MA and Rockingham County-Stafford County, NH is slightly weaker than its overall excellent performance in the Boston, MA MD with weaker distribution of refinance loans. Refer to the Tables 1 through 13 in the Boston-Cambridge-Quincy, MA-NH 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 the Boston-Cambridge-Quincy MA-NH MMA is outstanding. Based on the full-scope review, the bank's performance in the Boston MA MD is excellent. Refer to Table 14 in the Boston MA MD section of Appendix D for the facts and data used to evaluate the bank's level of qualified investments.

CBNA exhibited excellent responsiveness to the community development investment needs in the Boston MA MD. The volume of qualified community development investments is also excellent. While qualified investment opportunities in the Boston MA 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. CBNA's 166 current period investments total \$172 million. Forty prior period investments totaling \$51 million were still outstanding as of June 30, 2015. Investments included subsidized housing facilities in the AA, preserving affordable housing, targeted to low- and moderate-income geographies and individuals. The current period investments include \$3.9 million in grants that supported financial education, economic development, housing, fighting hunger, and human services 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 \$90 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 7.91 percent of the allocated portion of the bank's Tier One Capital in the Boston, MA MD.

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

Based on limited-scope reviews, the bank's performance under the investment test in the Cambridge-Newton-Framingham MD and Rockingham NH MD is not inconsistent with the bank's overall excellent performance under the investment test in the Boston-Cambridge-Quincy MA-NH MMA. Refer to Table 14 in the Boston-Cambridge-Quincy MA-NH 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 Boston-Cambridge-Quincy MA-NH MMA is rated Outstanding. Based on the full-scope review, the bank's performance in the Boston MA MD is excellent.

## **Retail Banking Services**

Refer to Table 15 in the Boston MA MD 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.

CBNA's branches are readily accessible to all portions of the AA. The bank operates 94 full-service branch offices in the Boston, MD. The bank's distribution of branches in low- and moderate-income geographies is below the percentage of the population living within those geographies. However, 29 branches located in middle- and upper-income geographies are within 1000 feet of low- and middle-income geographies. Bank analysis indicates that 50% of the account openings in these branches are for the benefit of individuals living in low-or moderate-income census tracts. Taking into account the adjacent branches, access to banking services in low- and moderate-income geographies is considered excellent. 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. CBNA offers a wide range of traditional deposit and banking products.

CBNA makes good use of alternative delivery systems through ATMs, telephone and on-line banking, electronic bill pay, and mobile banking options. The bank operates three hundred six deposit-taking ATMs in the Boston, MA MD. The percentage of deposit-taking ATMs in low-income geographies and moderate-income geographies is below the percentage of the population in those geographies. ATMs are available at all branches and therefore considering ATMs within 1000 feet of low- and moderate-income geographies, ATMs are readily accessible. Bank analysis of usage for telephone banking services was higher for customers located in low- and moderate-income geographies than other areas. Its analysis of mobile banking usage shows adequate usage but lower usage than total customer usage.

CBNA's record of opening and closing of branches have not affected the accessibility of its delivery systems, particularly in low- and moderate-income geographies or to low- and moderate-income individuals. CBNA opened one branch, which was in an upper-income geography, and closed seven branches, one of which was in a moderate-income geography. There are currently three branches within 900 feet of the closed moderate-income branch.

## **Community Development Services**

CBNA's level of community development services is excellent in the Boston, MD. Community development services have a positive impact on the service test. During the evaluation period, CBNA conducted four homebuyer education and foreclosure prevention ownership seminars. These assemblies were very responsive to community development needs, especially during the recent real estate recession. The bank recorded 46 participants in home ownership and foreclosure-prevention seminars targeted to low- and moderate-income individuals. In addition, the bank conducted 17 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 458 individuals participated in these financial education seminars. Sixty-five local CBNA management members were actively involved in providing leadership to 68 different community organizations. During the evaluation period, bank personnel participated on 44 boards, two committees, and in advisory roles offering technical assistance in 22 different organizations for 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 Cambridge-Newton-Framingham MD and Rockingham County-Stratford County MD was not inconsistent with the excellent service test performance in the Boston, MMA. Refer to the Table 15 in the Boston-Cambridge-Quincy MA-NH MMA section of Appendix D for the facts and data that support these conclusions.

## Multistate Metropolitan Area Rating

### Providence-Warwick, RI-MA MMA

**CRA rating for the Providence-Warwick, RI-MA MMA<sup>2</sup>:** 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:

- The bank's level of lending activity is excellent.
- CBNA's geographic distribution of loans is good. Performance for home loans is good and performance for small loans to businesses is excellent.
- CBNA's distribution of loans by income level of borrower is good. Distribution of home mortgage loans is good and distribution of small loans to businesses is excellent.
- Community development lending is excellent and responsive to AA needs, which had a significant positive impact on the lending test rating.
- CBNA's level of qualified community development investments is excellent.
- CBNA's branch distribution is good and its level of community development services is excellent.

### Description of Institution's Operations in Providence-Warwick, RI-MA MMA

CBNA has delineated all portions of the Providence-Warwick, RI-MA MMA as an AA. The Providence-Warwick, RI-MA MMA is comprised of Bristol, Kent, Newport, Providence, and Washington counties in Rhode Island, and Bristol County in Massachusetts.

Based on FDIC summary of deposits information as of June 30, 2015, CBNA has \$11 billion in deposits in this MMA, which represents 15.10 percent of the bank's total deposits. The bank made 12.94 percent of its evaluation period lending in this MMA.

CBNA has 100 branch locations and 255 ATMs within the MMA. The bank ranks first in deposit market share in this MMA with 29.75 percent. Primary competitors include Bank of America, N.A., the second largest deposit holder with 24.05 percent; Santander Bank, N.A. with 9.44

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<sup>2</sup> 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.

percent, and the Washington Trust Company of Westerly with 7.21 percent. There are 31 FDIC insured depository institutions with 10,705 branch locations within the bank's AA.

According to a Federal Reserve study, "2014 Mortgage Lending Trends in New England" after record low interest rates in 2012 and 2013, refinance loans dropped significantly in volume for 2014. In addition, close to 40 percent of home purchase lending to low- and moderate-income borrowers were government-backed loans. These loans typically have higher loan-to-value making refinancing more difficult.

Refer to the market profile for the Providence-Warwick, RI-MA MMA in Appendix C for detailed demographics and other performance context information for AA that received a full-scope review.

## **Scope of Evaluation in Providence-Warwick, RI-MA MMA**

We based our rating of the Providence-Warwick, RI-MA MMA on the area that received a full-scope review. We conducted a full-scope review of the Providence-Warwick, RI-MA MMA, which is the only AA in the MMA. We also gave greater consideration to the bank's performance in the 2014 through 2015 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 Providence-Warwick, RI-MA MMA is rated Outstanding. Based on full-scope reviews, the bank's performance in the Providence-Warwick, RI-MA MMA is excellent. Community development lending had a significant positive impact on the overall lending test rating.

### **Lending Activity**

Lending volume is excellent in the Providence-New Bedford-Fall River, RI-MA MMA. CBNA's deposit market share for Providence-New Bedford-Fall River, RI-MA MMA is 29.75 percent and the bank is ranked first out of 31 deposit-taking entities (top 3.23 percent). For home purchase loans, the bank is ranked sixth out of 265 lenders (1.63 percent) with a 2.63 percent market share. The top five home purchase lenders have over 21 percent of the market. For home improvement loans, the bank is ranked ninth out of 159 lenders (top 5.66 percent) with a 3.00 percent market share. For home refinance loans, the bank is ranked second out of 353 lenders (top .057 percent) with a 5.11 percent market share. The top home refinance lender has over seven percent of the market. CBNA's market share for small loans to business is 4.31 percent and ranked eighth out of 15 lenders (top 53.3 percent). The top seven small business lenders in the AA have 57.57 percent of the market and all are nationwide lenders that have significant small business credit card portfolios with average loan sizes of \$8 thousand versus CBNA's average loan size of \$67 thousand.

Refer to Table 1 Lending Volume in Providence-Warwick, RI-MA 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**

CBNA's overall geographic distribution of loans by income level of geography is good in the Providence-Warwick, RI-MA, MMA. CBNA had good geographic distribution of home mortgage loans and excellent geographic distribution of small loans to businesses.

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

Geographic distribution of home purchase loans is good, home improvement is excellent, and home refinance mortgage loans is poor in the Providence-Warwick, RI-MA MMA. Geographic distribution of home improvement loans in the Providence-Warwick, RI-MA MMA is excellent. Refer to Tables 2, 3, 4, and 5 in the Providence-Warwick, RI-MA 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.

### **2014 and 2015**

#### Home Purchase

The bank's geographic distribution of home purchase loans is good. The bank's performance is significantly below the demographic comparator (percentage of owner occupied housing units) in the low-income geographies. The bank's market share for home purchase loans in low-income geographies is significantly below the bank's overall home purchase market share. With just under four percent of owner-occupied housing units in this AA being located in the low-income geographies, challenges exist for lenders to originate or purchase home purchase loans in low-income geographies. The bank's lending performance is near to the demographic comparator in moderate-income geographies. The bank's market share for home purchase loans in moderate-income geographies exceeds the bank's overall home purchase market share. In this highly competitive home purchase lending market, 131 lenders competed for loans in the low-income geographies. CBNA ranked seventh, capturing a 2.63 percent market share, with the top lender Wells Fargo Bank, NA capturing 9.30 percent market share. However, Wells Fargo purchased large volumes of mortgage loans including home purchase loans located in low- or moderate-income tract. This skewed the market share lending for all lenders in this market. This competitor, who in previous years purchased 12 percent of their loans in low- or moderate-income tracts, purchased 86 percent in 2014.

#### Home Improvement

The bank's geographic distribution of home improvement loans is excellent. The bank's performance significantly exceeds the demographic comparator in both the low- and moderate-income census tracts. The bank's market share for home improvement loans in low- and moderate-income census tracts significantly exceeds the bank's overall home improvement market share, reflecting excellent performance.

## Home Refinance

The bank's geographic distribution of home refinance loans is poor. The bank's performance in low-income geographies is well below the demographic comparator and its market share performance is significantly lower than the bank's overall home refinance market share. The bank's performance in moderate-income geographies is slightly below the demographic comparator and its market share performance approximates the bank's overall home refinance market share. There are 353 lenders competing for home refinance loans in this AA. CBNA ranked second in this market, capturing 5.11 percent market share. The market leader, Quicken Loans captured 7.42 percent market share. However, Wells Fargo, with a lower overall market share, purchased large volumes of mortgage loans including refinance loan located in low- or moderate-income tract. This skewed the market share lending for all lenders in this market. This competitor, who in previous years purchased 12 percent of their loans in low- or moderate-income tracts, purchased 86 percent in 2014. Other market leaders capturing a larger market share than CBNA in these low-income geographies included local credit unions or national mortgage lenders.

## **2012 and 2013**

The bank's 2012 and 2013 geographic distribution of home purchase and home improvement loans during 2012 and 2013 is significantly stronger than the bank's adequate performance for these loans during 2014 and 2015. The bank's performance for home purchase and home improvement loans during 2012 and 2013 significantly exceeds the demographic comparator in low- and moderate-income geographies and its market share performance exceeds its overall home purchase and home improvement market share. The bank's 2012 and 2013 home refinance loan performance is consistent with its lending performance for these loans during 2014 and 2015. This lending activity had a significantly positive impact on the bank's overall geographic home loan distribution performance.

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

Geographic distribution of small loans to businesses in the Providence-Warwick, RI-MA MMA is excellent. Refer to Table 6 in the "Providence-Warwick, RI-MA MMA" section of Appendix D for the facts and data used to evaluate the geographic distribution of the bank's origination/purchase of small loans to businesses.

## **2014 and 2015**

The bank's geographic distribution of small loans to businesses in the Providence-Warwick, RI-MA MMA is excellent. The bank's small loans to business in low-income geographies is lower than the demographic comparator (percent of small businesses) and exceeds the demographic comparator in moderate-income geographies. The bank's market share performance in both low- and moderate-income geographies exceeds its overall small loans to business lending activity in the AA, reflecting excellent performance.

## **2012 and 2013**

The bank's geographic distribution of small loans to businesses during 2012 and 2013 is not inconsistent with its lending performance during 2014 and 2015 and reflects good overall performance. The bank's lending performance in low-income geographies is good, as the bank's lending is lower than the geographic comparator and near to its overall small loans to businesses overall market share. In moderate-income geographies, the bank's performance is excellent as performance exceeds both the demographic comparator and its overall market share of small loans to businesses.

### ***Lending Gap Analysis***

A lending gap analysis is performed on the bank's distribution of loans within the Providence-Warwick, RI-MA MMA. We did not identify any conspicuous gaps in the analysis of the bank's lending performance during the evaluation period.

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

The bank's overall distribution of loans to borrowers of different income levels is good in the Providence-Warwick, RI-MA, MMA. CBNA's distribution of home loans is good and distribution of small loans to businesses is excellent.

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

CBNA's distribution of home purchase loans is good and home improvement loans to borrowers of different income levels is excellent. The bank's distribution of home refinance loans to borrowers of different income levels is a. Refer to Tables 8, 9, and 10 in the Providence-Warwick, RI-MA 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.

## **2014 and 2015**

### **Home Purchase**

The bank's borrower distribution of home purchase loans is good. The percentage of home purchase loans is significantly below the demographic comparator (percent of families) for low-income borrowers. The bank's lending market share to low-income borrowers significantly exceeds the bank's overall home purchase loan market share, positively affecting its performance rating. The bank's home purchase lending to moderate-income borrowers significantly exceeds the demographic comparator and is near to the bank's overall home purchase loan market share, resulting in excellent lending performance in these moderate-income geographies. Consideration was given to the high cost of housing in the AA. Low-income borrowers can face challenges qualifying for home purchase loans in this AA as median housing values exceed \$300 thousand and a low-income borrower's annual gross income is no more than \$35 thousand. Not considering requirements for insurance and real estate taxes, a low-income borrower could qualify for at most \$215 thousand loan at three

percent interest and under flexible lending programs. CBNA is ranked eighth of 134 lenders competing for loans to low-income borrowers, capturing 2.6 percent of the market, behind the market leader Wells Fargo Bank, NA (9.05 percent of the market). Other national mortgage companies captured more market share than CBNA.

### Home Improvement

The bank's borrower distribution of home improvement loans is excellent. The percentage of home improvement loans is near to the demographic comparator for low-income borrowers and significantly exceeds the demographic comparator for moderate-income borrowers. The bank's lending market share significantly exceeds its overall home improvement loan market share to both low- and moderate-income borrowers, which has a positive impact on its performance rating. This performance reflects excellent borrower distribution in these geographies.

### Home Refinance

The bank's borrower distribution of home refinance loans is good. The percentage of home refinance loans is substantially below the demographic comparator for low-income borrowers. As mentioned earlier, the high percentage of government programs used by lower income borrowers effects their ability to refinance due to the high loan-to-values. The bank's lending market share to low-income borrowers approximates its overall home refinance loan market share. The bank's lending performance exceeds both the demographic comparator and its overall home refinance loan market share to moderate-income borrowers, reflecting excellent borrower distribution. The bank ranked third of 184 lenders originating or purchasing a home refinance loan to low- or moderate-income borrowers in the AA, capturing 6.09 percent of market share.

### **2012 and 2013**

The bank's borrower distribution of home improvement and home refinance loans for 2012 and 2013 is not inconsistent with the bank's borrower distribution performance for these loans during 2014 and 2015. The bank's home purchase lending to low- and moderate-income borrowers with different income levels is stronger during 2012 and 2013 than its performance during 2014 and 2015.

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

The bank's borrower distribution of small loans to businesses in the Providence-Warwick, RI-MA MMA is excellent.

### **2014 and 2015**

The bank's lending performance is near to the demographic comparator (percent of businesses) and its lending market share to these businesses of different sizes significantly exceeds its overall small loans to businesses market share, reflecting excellent performance. Refer to Table 11 in the Providence-Warwick, RI-MA MMA section of Appendix D for the facts

and data used to evaluate the borrower distribution of the bank's origination/purchase of small loans to businesses.

## **2012 and 2013**

The bank's borrower distribution of small loans to businesses is not inconsistent with the excellent performance rating for 2014 and 2015. The bank's lending performance is near to the demographic comparator and significantly exceeds its overall small loans to businesses market share.

## **Community Development Lending**

CBNA had 12 qualified CD loans during the evaluation period, totaling \$110.0 million. This represents 6.87 percent of allocated Tier One Capital and has a significant positive impact on the lending test rating. Eight loans totaling approximately \$81.3 million were for affordable housing purposes. These loans facilitated the creation or redevelopment of 111 affordable housing units. including a loan for \$25 million to warehouse mortgages to LMI first time home buyers originated by the RI Housing and Mortgage Finance Corporation. Refer to Table 1 Lending Volume in the Providence "Multistate Metropolitan Area(s)" 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**

CBNA's makes good use of flexible and/or innovative lending programs in the MMA which has a positive impact on its lending test rating. During the evaluation period, the bank originated loans in the VA, FHA, DHM Plus, Mortgage Closing Cost Assistance, and RI Housing loan programs. An example of an innovative or flexible loan program offered by CBNA in this MMA includes participation in the Destination Home Plus loan program which offers eligible homeowners an opportunity to buy a home with a minimal down payment option and low-monthly mortgage payments. This loan product offers above market loan-to-values and low, long term interest rate financing. This is targeted toward LMI borrowers or LMI geographies. The bank's lending activity in this program amounts to \$7.6 million with 54 originations during the evaluation period.

## **INVESTMENT TEST**

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

The bank's performance under the investment test in Providence-New Bedford-Fall River, RI-MA MMA is Outstanding. Based on the full-scope review, the bank's performance in the Providence-New Bedford-Fall River, RI-MA MMA is excellent. Refer to Table 14 in the Providence-New Bedford-Fall River, RI-MA section of Appendix D for the facts and data used to evaluate the bank's level of qualified investments.

CBNA exhibited excellent responsiveness to the community development investment needs in the Providence-New Bedford-Fall River, RI-MA MMA. The volume of qualified community development investments is also excellent. While qualified investment opportunities in the Providence-New Bedford-Fall River, RI-MA MMA 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. CBNA's 79 current period investments total \$116 million. Twenty-one prior period investments totaling \$39 million were still outstanding as of June 30, 2015. Investments included subsidized housing facilities in the AA and preserving affordable housing targeted to low- and moderate-income geographies and individuals. The current period investments include \$1.6 million in grants that supported community development service activities used primarily for area educational needs, youth programming, and human service, 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 \$39 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 9.67 percent of the allocated portion of the bank's Tier One Capital in the Providence-New Bedford-Fall River, RI-MA MMA.

## **SERVICE TEST**

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

The bank's performance under the service test in Providence-New Bedford-Fall River-RI-MA MMA is rated High Satisfactory. Based on the full-scope review, the bank's performance in the Providence-New Bedford-Fall River-RI-MA MMA is good.

### **Retail Banking Services**

CBNA's branches are accessible to all portions of the AA. The bank operates 100 full-service branch offices in the Providence-New Bedford-Fall River-RI-MA MMA. The bank's distribution of branches in low-income geographies is well below and in moderate-income geographies is near to the percentage of the population living within those geographies. However, 10 branches located in middle- and upper- income geographies are within 1000 feet of low- and middle- income geographies. Bank analysis indicates that 37% of the account openings in these branches are for the benefit of individuals living in low-or moderate-income census tracts. Taking into account the adjacent branches, access to banking services in low- and moderate-income geographies is considered excellent. 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. CBNA offers a wide range of traditional deposit and banking products.

CBNA makes adequate use of alternative delivery systems through ATMs, telephone and on-line banking, electronic bill pay, and mobile banking options. The bank operates fifty-nine deposit-taking ATMs in the Providence-New Bedford-Fall River-RI-MA MMA 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. ATMs are available at all branches and therefore considering ATMs within 1000 feet of low- and moderate-income geographies, ATMs are accessible. Bank analysis of usage for telephone banking services was higher for customers located in low- and moderate-income geographies than other areas. Its analysis of mobile banking usage shows good usage but lower usage than total customer usage.

CBNA'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. CBNA closed one branch, which was in a middle-income geography.

Refer to Table 15 in the Providence-New Bedford-Fall River-RI-MA 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.

## **Community Development Services**

CBNA's level of community development services is excellent in the Providence-New Bedford-Fall River-RI-MA MMA. Community development services have a positive impact on the service test. During the evaluation period, CBNA conducted four homebuyer and foreclosure-prevention seminars. These assemblies were very responsive to community development needs, especially considering the recent real estate recession. The bank recorded 87 participants in the home ownership and foreclosure-prevention seminars targeted to low- and moderate-income individuals. In addition, the bank conducted 37 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 796 individuals participated in these financial education seminars. Local CBNA management members were actively involved in providing leadership to 49 different community organizations. During the evaluation period, bank personnel participated on 30 boards, and in advisory roles offering technical assistance in 19 different organizations for community development volunteer activities.

## Multistate Metropolitan Area Rating

### Worcester MA-CT MMA

#### CRA rating for the Worcester MA-CT MMA<sup>3</sup>: Satisfactory

The lending test is rated: High Satisfactory

The investment test is rated: Outstanding

The service test is rated: Low Satisfactory

The major factors that support this rating include:

- CBNA had a good level of lending activity during the evaluation period.
- CBNA's geographic distribution of loans is adequate. Distribution of home mortgage loans is adequate and small loans to businesses is poor.
- CBNA's distribution of loans by income level of borrower is good. Distribution for home mortgage loans is adequate and small loans to businesses is excellent.
- Community development lending is excellent and had a significantly positive impact on lending test performance.
- CBNA's level of qualified community development investments.
- CBNA's branch distribution is adequate and community development services is good.

#### Description of Institution's Operations Worcester MA-CT MMA

CBNA has delineated the entire Worcester, MA-CT MMA as an AA, which includes Worcester County, MA and Windham County, CT.

Based on FDIC summary of deposits information as of June 30, 2015, CBNA has over \$347.44 million in deposits in this MMA, which represents 0.47 percent of the bank's total deposits. The bank made 0.06 percent of its evaluation period lending in this MMA.

CBNA has 11 office locations and 70 deposit-taking ATMs within the MMA. The bank ranks 14<sup>th</sup> in deposit market share with 2.15 percent. Primary competitors include Bank of America, N.A., the largest deposit holder with 13.24 percent market share, Commerce Bank & Trust Company with 9.18 percent market share, and UniBank for Savings with 8.65 percent deposit market share. There are 43 FDIC-insured depository institutions with 266 offices within the bank's AA.

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<sup>3</sup> 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 Worcester MA-CT MMA in Appendix C for detailed demographics and other performance context information for assessment areas that received full-scope reviews.

## **Scope of Evaluation in Worcester MA-CT MMA**

This AA became a MMA as a result of OMB geography changes which became effective on January 1, 2014. Therefore, the evaluation period is from January 1, 2014, to June 30, 2015. 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 Worcester, MA-CT MMA is rated High Satisfactory. Based on the full-scope review, the bank's performance in the Worcester, MA-CT MMA is good. Community development lending had a significant positive impact on the overall lending test rating.

### **Lending Activity**

Lending volume is good in the Worcester MA-CT MMA. CBNA's deposit market share for Worcester MA-CT MMA is 2.15 percent and the bank is ranked 14<sup>th</sup> out of 43 deposit-taking entities (top 32.6 percent). For home purchase loans, the bank is ranked 31<sup>st</sup> out of 371 lenders (top 8.36 percent) with a 0.61 percent market share. The top two home purchase lenders have over 13 percent of the market. For home improvement loans, the bank is ranked 84<sup>th</sup> out of 165 lenders (top 50 percent) with a 0.18 percent market share. Competitors for home improvement loans include a community bank headquartered in Worcester. For home refinance loans, the bank is ranked 23<sup>rd</sup> out of 351 lenders (top 6.57 percent) with a 0.94 percent market share. The top four home refinance lenders have almost 23 percent of the market. CBNA's market share for small loans to business is 1.17 percent and ranked 15<sup>th</sup> out of 88 lenders (top 17.05 percent). The top three small business lenders in the AA have 41.57 percent of the market and are nationwide lenders that have significant small business credit card portfolios with average loan sizes of \$6 thousand versus CBNA's average loan size of \$101 thousand.

Refer to Table 1 Lending Volume in Worcester MA-CT 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**

CBNA's overall geographic distribution of loans by income level of geography is adequate in the Worcester, MA-CT MMA. CBNA had adequate geographic distribution of home mortgage loans and poor geographic distribution of small loans to businesses.

## ***Home Mortgage Loans***

Geographic distribution of home purchase mortgage loans in the Worcester, MA-CT MMA is adequate. Geographic distribution of home improvement loans is excellent. Geographic distribution of home refinance loans in the Worcester, MA-CT MMA is good. Refer to Tables 2, 3, and 4 in the Worcester, MA-CT 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 adequate. The bank's performance is significantly below the demographic comparator (percentage of owner occupied units) in the low-income geographies. The bank's market share is significantly below the bank's overall market share for home purchase loans in low-income geographies. Market share reports show 98 lenders originating or purchasing 279 home purchase loan in the low-income geographies during 2014. In this highly competitive market for these loans, the top two lenders, Wells Fargo Bank, NA and Evolve Bank and Trust were the only lenders capturing more than nine home purchase loans in these low-income geographies, representing 13.06 percent of the market. The AA's low-income geographies represent only 1.93 percent of all owner-occupied housing in the AA. This has a negative impact on the demand for these types of loans. In the moderate-income geographies, the bank's performance is enhanced with good geographic distribution performance of home purchase loans. The bank's performance is below the demographic comparator and its market share exceeds its overall market share of home purchase loans in moderate-income geographies.

### **Home Improvement**

The bank's geographic distribution of home improvement loans is excellent. The bank's performance significantly exceeds the demographic comparator in both the low- and moderate-income census tracts. The bank's market share for home improvement loans in low- and moderate-income census tracts significantly exceeds the bank's overall home improvement market share, reflecting excellent performance.

### **Home Refinance**

The bank's geographic distribution of home refinance loans is good. The bank's performance in low-income geographies significantly exceeds the demographic comparator and its market share performance is significantly below the bank's overall home refinance market share, reflecting good performance in these low-income geographies. The bank's performance in moderate-income geographies is significantly below the demographic comparator and its home refinance market share approximates the bank's overall home refinance market share, reflecting good performance in the moderate-income geographies.

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

Geographic distribution of small loans to businesses in the Worcester, MA-CT MMA is poor. Refer to Table 6 in the Worcester, MA-CT MMA section of Appendix D for the facts and data used to evaluate the geographic distribution of the bank's origination/purchase of small loans to businesses.

The bank's geographic distribution of small loans to businesses in the Worcester, MA-CT MMA is poor. The bank's small loans to business in low-income geographies is significantly lower than the demographic comparator (percent of small businesses). The bank's small loans to businesses market share is significantly below its overall small loans to business reflecting very poor performance in these low-income geographies. Although the bank's performance in moderate-income geographies is stronger than in low-income geographies, it is adequate and lower than the demographic comparator. Its market share of small loans to businesses is poor and lower than the bank's overall small loans to business market share. Market share reports show CBNA ranking sixth of 83 lenders, capturing 1.17 percent of market share in the AA. Of the lenders ranking higher than CBNA, only three ranked higher by average loan size. CBNA does not compete for these smaller credit lines or credit card accounts and ranked sixth of these lenders by average loan size, which has a positive impact on the overall rating of poor.

### ***Lending Gap Analysis***

A lending gap analysis is performed on the bank's distribution of loans within the Worcester, MA-CT MMA. We did not identify any conspicuous gaps in the analysis of the bank's lending performance during the evaluation period.

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

The bank's overall distribution of loans to borrowers of different income levels is good in the Worcester, MA-CT MMA. CBNA's distribution of home loans is adequate and distribution of small loans to businesses is excellent.

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

CBNA's distribution of home purchase loans and home improvement loans to borrowers of different income levels is good. The bank's distribution of home refinance loans is adequate. Refer to Tables 8, 9, and 10 in the Worcester, MA-CT 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 good. The percentage of home purchase loans is significantly below the demographic comparator (percent of families) for low-income borrowers and significantly exceeds the demographic comparator for moderate-income borrowers. The bank's lending market share to both 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 good. The percentage of home improvement loans approximates the demographic comparator for low-income borrowers and significantly exceeds the demographic comparator for moderate-income borrowers. The bank's lending market share is significantly below its overall home improvement loan market share to low-income borrowers and significantly exceeds its overall home improvement loan market share to moderate-income borrowers. Market share reports show 44 lenders purchasing or originating 135 home improvement purpose loans during 2014. The top two lenders in this market (Commerce Bank and Trust Company and Country Bank for Savings) captured a combined 37.78 percent of the market with 38 and 13 loans originated or purchased respectively, followed by the other 42 lenders that originated or purchased less than five home improvement loans each during 2014.

## Home Refinance

The bank's borrower distribution of home refinance loans is adequate. The percentage of home refinance loans is below the demographic comparator for both low-and-moderate income borrowers. The bank's lending market share exceeds its overall home refinance loan market share to low-income borrowers, and is significantly below its overall home refinance market share to moderate-income borrowers. Market share reports identify 202 lenders competing for the 1877 home refinance mortgage loans to low- or moderate-income borrowers... The top four lenders in the market include Quicken Loans, Bank of America, NA, Wells Fargo Bank, NA, and Citimortgage, Inc. These lenders captured a total of 22.86 percent of market share. In this highly competitive market for these loans and CBNA's stronger market share performance reflects adequate performance.

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

The bank's borrower distribution of small loans to businesses in the Worcester, MA-CT MMA is excellent. The bank's lending performance exceeds the demographic comparator (percent of businesses) and its lending market share to these businesses of different sizes significantly exceeds its overall small loans to businesses market share. Refer to Table 11 in the Worcester, MA-CT MMA section of Appendix D for the facts and data used to evaluate the borrower distribution of the bank's origination/purchase of small loans to businesses.

## **Community Development Lending**

The bank originated two qualified community development loans in the Worcester, MA-CT MMA during the 2014 and 2015 evaluation period. Two other community development loans were originated during the period when this AA was part of the State of Massachusetts rating area. This lending activity represents 45.52 percent of allocated Tier One capital, which has a significantly positive impact on the Worcester, MA-CT MMA lending test rating. These qualified CD loans serve a primary purpose of affordable housing, an identified community credit need. An example of a qualified CD loan includes a \$12.79 million loan to finance an affordable housing project in Worcester, MA that would supply 94 housing-units to low- or moderate-

income families and an additional 16 units for qualified Section 8 housing. Refer to Table 1 Lending Volume in the Worcester, MA-CT 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**

CBNA makes limited use of innovative and flexible lending programs in the Worcester, MA-CT MMA. 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 Worcester MA-CT MSA is Outstanding. Based on the full-scope review, the bank's performance in the Worcester MA-CT MSA is excellent. Refer to Table 14 in the Worcester MA-CT MSA section of Appendix D for the facts and data used to evaluate the bank's level of qualified investments.

CBNA exhibited excellent responsiveness to the community development investment needs in the Worcester MA-CT MSA. The volume of qualified community development investments is excellent. While qualified investment opportunities in the Worcester MA-CT MSA 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. CBNA's nine current period investments total \$28 million with seven prior period investments still outstanding as of June 30, 2015, totaling \$10 million. 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 \$80 thousand in grants that supported community development service activities that directly and positively affect the AA. The grants were used primarily for area educational needs, human service, and housing. Both current and prior period qualified investments were very responsive to identified community development needs. In addition, the bank has over \$16 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 77.69 percent of the allocated portion of the bank's Tier One Capital in the Worcester MA-CT MSA.

Refer to Table 14 in the Worcester MA-CT MMA section of Appendix D for the facts and data used to evaluate the bank's level of qualified investments.

## SERVICE TEST

The bank's performance under the service test in Worcester-CT MMA is rated Low Satisfactory. Based on the full-scope review, the bank's performance in the Worcester-CT MMA is adequate.

### Retail Banking Services

Refer to Table 15 in the Worcester MA-CT 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.

CBNA's branches are reasonably accessible to all portions of the AA. The bank operates 11 full-service branch offices in the Worcester-CT MMA, none of which is in a low- or moderate-income geography. Although CBNA does not have any branches located in the low- and moderate- income geographies, one branch located in middle geographies is within 1000 feet of low- and moderate- income geographies. Bank analysis indicates that 59% of the account openings in these branches are for the benefit of individuals living in low-or moderate-income census tracts. 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. CBNA offers a wide range of traditional deposit and banking products.

CBNA makes good use of alternative delivery systems through ATMs, telephone and on-line banking, electronic bill pay, and mobile banking options. The bank operates sixty-one deposit-taking ATMs in the Worcester-CT MMA. 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. ATMs are available at all branches and therefore considering ATMs within 1000 feet of low- and moderate-income geographies, ATMs are reasonable accessible to all portions of the AA. Bank analysis of usage for telephone banking services was higher for customers located in low- and moderate-income geographies than other areas. The analysis of mobile banking usage shows good usage that is similar to total customer usage.

CBNA's record of opening and closing of branches has affected the accessibility of its delivery systems, particularly in low- and moderate-income geographies or to low- and moderate-income individuals. CBNA closed two branches, one of which was in a moderate-income geography. Analysis has shown that the remaining braches are in use by residents of the low- and moderate-income geographies. These closings both occurred in 2012, prior to this AA becoming a multistate MSA.

### Community Development Services

CBNA's level of community development services is good in the Worcester-CT MMA. Community development services have a positive impact on the service test. During the evaluation period, the bank conducted 60 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 1,290 individuals participated in these financial education seminars. Local CBNA management members were actively involved in providing leadership to three different community organizations. During the evaluation period, bank personnel participated on two boards, and in advisory role offered technical assistance in a different organization for community development.

## State Rating

### **State of Connecticut**

|  |                          |
|--|--------------------------|
| <b>CRA Rating for Connecticut<sup>4</sup>:</b> | <b>Satisfactory</b>      |
| The lending test is rated:                     | <b>Low Satisfactory</b>  |
| The investment test is rated:                  | <b>Outstanding</b>       |
| The service test is rated:                     | <b>High Satisfactory</b> |

The major factors that support this rating:

- CBNA had a good level of lending activity.
- CBNA's geographic distribution of loans is adequate. Distribution for home mortgage loans is adequate and small loans to businesses is poor.
- CBNA's borrower distribution of loans is good with adequate distribution for home mortgage loans and excellent distribution for small loans to businesses.
- CBNA's qualified community development lending has a positive impact on the lending test rating.
- The bank's level of qualified community development investments is excellent and responsive to AA needs.
- CBNA's branch distribution and level of community development services is good.

### **Description of Institution's Operations in Connecticut**

CBNA has delineated four AAs within the state of Connecticut that covers five counties. The following four AAs are New Haven-Milford MSA that consist of New Haven county, Bridgeport - Stamford-Norwalk MSA that consist of Fairfield county, Norwich-New London MSA that consist of New London county and Hartford-West Hartford-East Hartford MSA that consist of Hartford and Middlesex counties. The Non MSA area of Connecticut, Windham County, due to the 2014 OMB MA changes, was incorporated into the Worcester MA-CT MMA. This county was considered as part of the evaluation for the 2012-2013 portion of the evaluation period.

Based on FDIC summary of deposits information as of June 30, 2015, CBNA had \$2.6 billion in deposits in the state, which represents 3.48 percent of the bank's total deposits. The bank made 7.12 percent of its evaluation period lending in the state.

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<sup>4</sup> 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.

CBNA has 44 office locations and 116 deposit taking ATMs within the state. The bank ranks 11<sup>th</sup> in deposit market share with 2.15 percent. The top three competitors include Bank of America, N.A., with 24.67 percent, People's United Bank, N.A., with 12.91 percent, and Webster Bank, N.A., with 12.82 percent. There are 63 FDIC-insured depository institutions within the bank's AAs.

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

## **Scope of Evaluation in Connecticut**

We selected New Haven-Milford CT MSA for analysis using full-scope procedures as it represents a large percentage of deposits and loans made within Connecticut, with 32.34 percent in deposits and 30.92 percent in lending. 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. We also gave greater consideration to the bank's performance in the 2014 through 2015 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 Connecticut is rated Low Satisfactory. Based on full-scope reviews, the bank's performance in the New Haven-Milford, CT MSA is adequate. More weight is placed on home purchase lending performance as the bank originated or purchased more home purchase purpose loans than home improvement and home refinance loans combined.

### **Lending Activity**

Lending volume is good in the state of Connecticut. CBNA's deposit market share for the New Haven MSA is 3.24 percent and the bank is ranked seventh (out of 26 deposit-taking entities or top 26.9 percent). For home purchase loans, the bank is ranked tenth (out of 262 lenders or top 3.82 percent) with a 1.11 percent market share. For home improvement loans, the bank is ranked 36 (out of 102 lenders or top 35.3 percent) with a 0.44 percent market share. For home refinance loans, the bank is ranked 11<sup>th</sup> (out of 256 lenders or top 4.30 percent) with a 1.07 percent market share. CBNA's market share for small loans to business is 1.18 percent and ranked 17<sup>th</sup> (out of 73 lenders or top 23 percent). Of the top 17 small business lenders seven are nationwide lenders with significant small business credit card portfolios with average loan sizes of \$9 thousand or less versus CBNA's average loan size of \$88 thousand.

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

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

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

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

Geographic distribution of home purchase mortgage loans is adequate in the New Haven-Milford, CT MSA. CBNA's geographic distribution of home purchase loans and home improvement loans is adequate. Geographic distribution of home refinance loans is poor. Refer to Tables 2, 3, and 4 in the state of Connecticut section of Appendix D for the facts and data used to evaluate the geographic distribution of the bank's home mortgage loan originations and purchases.

### **2014 and 2015**

#### Home Purchase

The bank's geographic distribution of home purchase loans is adequate. The bank's performance significantly exceeds the demographic comparator (owner-occupied units) in low-income geographies and its market share performance significantly exceeds the bank's overall market share for home purchase loans. The bank's performance in moderate-income geographies is significantly below the demographic comparator and the bank's market share for home purchase loans is significantly below its overall home purchase lending market share in moderate-income geographies.

#### Home Improvement

The bank's geographic distribution of home improvement loans is adequate. The bank's performance in low-income geographies significantly exceeds the demographic comparator and is significantly below its overall home improvement lending market share. The bank's performance in the moderate-income geographies is poor as its performance is below the demographic comparator and significantly below its overall home improvement market share. The volume of home improvement loans for this time period was low and market share performance for 2014 showed no loans in low- or moderate-income geographies.

#### Home Refinance

The bank's geographic distribution of home refinance loans is poor. The bank's performance in low-income geographies is significantly below the demographic comparator and its market share performance is significantly below the bank's overall market share for refinance loans. The bank's performance in moderate-income geographies is below the demographic

comparator and its market share performance is below the bank's overall market share for refinance loans.

## **2012 and 2013**

The bank's 2012 and 2013 geographic distribution of home purchase and home improvement loans was good and stronger than the bank's adequate performance in 2014 and 2015. Geographic distribution of home refinance loans is not inconsistent with the bank's poor performance for these loans during 2014 and 2015.

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

Geographic distribution of small loans to businesses in the New Haven-Milford, CT MSA is poor. Refer to Table 6 in the state of Connecticut section of Appendix D for the facts and data used to evaluate the geographic distribution of the bank's origination/purchase of small loans to businesses.

## **2014 and 2015**

The bank's geographic distribution of small loans to businesses in the New Haven-Milford, CT MSA is poor. The bank's small loans to businesses in low-income geographies is significantly below the demographic comparator (percent of small businesses) and is below the demographic comparator in moderate-income geographies. The bank's market share performance is poor and very poor, respectively, in low- and moderate-income geographies and is significantly below its overall small loans to business market share performance. Market share reports show CBNA ranks 17<sup>th</sup> of 97 lenders competing for these loans, capturing 1.18 percent of market share. CBNA's average loan size of \$88 thousand ranks fourth of the lenders that captured a higher market share percentage by loan count. The top four lenders competing for these small loans to businesses include American Express, FSB, Citibank, N.A., US Bank, N.A., and Capital One Bank (USA), N.A., representing 48.35 percent of the market with an average loan size of \$17 thousand. CBNA does not compete for these lower credit card or credit line loans.

## **2012 and 2013**

The bank's geographic distribution of small loans to businesses during 2012 and 2013 is slightly stronger than the bank's lending performance during 2014 and 2015 in the low- and moderate-income geographies, reflecting adequate performance.

### ***Lending Gap Analysis***

A lending gap analysis is performed on the bank's distribution of loans within the New Haven-Milford, CT MSA. We did not identify any unexplained conspicuous gaps in the analysis of the bank's lending performance over the evaluation period.

## Distribution of Loans by Income Level of the Borrower

The bank's overall distribution of loans to borrowers of different income levels is good in the New Haven-Milford, CT MSA. CBNA's distribution of home loans is adequate and distribution of small loans to businesses is excellent.

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

CBNA's distribution of home purchase loans to borrowers of different income levels is adequate. The bank's distribution of home improvement loans to borrowers of different income levels is excellent. The bank's borrower distribution of home refinance loans to borrowers of different income levels is good. Refer to Tables 8, 9, and 10 in the state of Connecticut section of Appendix D for the facts and data used to evaluate the borrower distribution of the bank's home mortgage loan originations and purchases.

### **2014 and 2015**

#### Home Purchase

The bank's borrower distribution of home purchase loans is adequate. The percentage of home purchase loans is significantly below the demographic comparator (percent of families) for low-income borrowers. The bank's lending market share to low-income borrowers is well below the bank's overall home purchase loan market share. Low-income borrowers face challenges qualifying for home purchase loans in this MSA as annual income is below 50 percent of the HUD Adjusted Median Family Income or \$40,400 annually and median home prices of \$272,790. In the AA, 23 percent of the population is considered to be low-income, this includes the 11 percent of households that are living below the poverty level which when considered reduces the number of families that could qualify for mortgages. The bank's home purchase lending to moderate-income borrowers significantly exceeds the demographic comparator for moderate-income borrowers. The bank's lending market share is below its 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 to low-income borrowers is near to the demographic comparator and significantly exceeds its overall home improvement loan market share. The bank's borrower distribution of home improvement loans significantly exceeds both the demographic comparator for moderate-income borrowers and the bank's overall home improvement loan market share. This performance reflects excellent borrower distribution in these geographies.

#### Home Refinance

The bank's borrower distribution of home refinance loans is good. The percentage of home refinance loans is significantly below the demographic comparator for low-income borrowers. The bank's lending market share to low-income borrowers is near to its overall home refinance loan market share. The bank's lending performance exceeds the demographic comparator and

significantly exceeds its overall home refinance loan market share to moderate-income borrowers, reflecting excellent borrower distribution of home refinance loans to moderate-income borrowers. This results in good overall home refinance borrower distribution.

## **2012 and 2013**

The bank's borrower distribution of home purchase, home improvement, and home refinance mortgage loans during 2012 and 2013 is slightly weaker than its overall 2014 and 2015 good performance rating with weaker geographic home lending distribution.

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

The bank's borrower distribution of small loans to businesses in the New Haven-Milford, CT MSA is excellent.

## **2014 and 2015**

The bank's lending performance is near to the demographic comparator (percent of businesses) and its lending market share to these businesses of different sizes significantly exceeds its overall small loans to businesses market share, reflecting excellent performance. Refer to Table 11 in the state of Connecticut section of Appendix D for the facts and data used to evaluate the borrower distribution of the bank's origination/purchase of small loans to businesses.

## **2012 and 2013**

The bank's borrower distribution of small loans to businesses is not inconsistent with the excellent performance rating for 2014 and 2015. The bank's lending performance is near to the demographic comparator and significantly exceeds its overall small loans to businesses market share.

### **Community Development Lending**

CBNA originated one qualified community development loan for \$10 million in the New Haven-Milford, CT MSA during the evaluation period. The qualified loan serves a purpose of community service and is to build out a food pantry serving LMI individuals and families. This loan activity represents 8.36 percent of allocated Tier One Capital and has a positive impact on the lending test rating. Refer to Table 1 Lending Volume in the state of Connecticut section of Appendix D for the facts and data used to evaluate the bank's level of community development lending. This table includes all community development loans, including multifamily loans that also qualify as community development loans.

### **Product Innovation and Flexibility**

The bank made limited use of innovative or flexible lending programs. This had a neutral impact on the overall lending test rating.

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

Based on limited-scope reviews, the bank's performance under the lending test in the Bridgeport-Stamford-Norwalk, CT MSA is not inconsistent with the bank's overall good performance under the lending test in the New Haven-Milford, CT MSA. In the Hartford-West Hartford-East Hartford, CT MSA, Norwich-New London, CT MSA, and the CT non-MSA the bank's performance is stronger than the bank's New Haven-Milford, CT MSA with stronger borrower distribution of home loans and small loans to businesses. This performance has a neutral impact on the overall lending test rating. Refer to the Tables 1 through 13 in the state of Connecticut section of Appendix D for the facts and data that support these conclusions.

## **INVESTMENT TEST**

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

The bank's performance under the investment test is Outstanding. Based on the full-scope review, the bank's performance in the New Haven-Milford MSA is excellent. Refer to Table 14 in the New Haven-Milford MSA of Appendix D for the facts and data used to evaluate the bank's level of qualified investments.

CBNA exhibited excellent responsiveness to the community development investment needs in the New Haven-Milford MSA. The level of qualified community development investments is also excellent. While qualified investment opportunities in the New Haven-Milford MSA 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. CBNA's 31 current period investments total \$5 million, with five prior period investments still outstanding as of June 30, 2015, totaling \$16 million. The current period investments include \$318 thousand in grants that supported community development service activities used primarily for area human services, educational needs and housing that directly and positively affect the AA. Both current and prior period qualified investments were 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, represents 17.89 percent of the allocated portion of the bank's Tier One Capital in the New Haven MSA.

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

Based on limited-scope reviews, the bank's performance under the investment test in the Bridgeport-Stamford-Norwalk MSA, the Hartford-West Hartford-East Hartford MSA, and in the Norwich-New London MSA areas is not inconsistent with the bank's overall excellent performance in the New Haven-Milford MSA. Refer to the Table 14 in the state of Connecticut section of Appendix D for the facts and data that support these conclusions.

## **SERVICE TEST**

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

The bank's performance under the service test in New Haven-Milford MSA is rated High Satisfactory. Based on the full-scope review, the bank's performance in the New Haven-Milford MSA is good.

#### **Retail Banking Services**

Refer to Table 15 in the New Haven-Milford MSA 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.

CBNA's branches are accessible to all portions of the AA. The bank operates 14 full-service branch offices in the New Haven-Milford MSA. CBNA does not have any branches located in low-income tracts. The bank's distribution of branches in moderate-income geographies exceeds the percentage of the population living within those geographies. Also, two branches located in middle- and upper-income geographies are within 1000 feet of low- and moderate-income geographies. Bank analysis indicates that 52% of the account openings in these branches are for the benefit of individuals living in low- or moderate-income census tracts. 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. CBNA offers a wide range of traditional deposit and banking products.

CBNA makes adequate use of alternative delivery systems through ATMs, telephone and on-line banking, electronic bill pay, and mobile banking options. The bank operates thirty-one deposit-taking ATMs in the New Haven-Milford MSA. 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. Bank analysis of usage for telephone banking services was higher for customers located in low- and moderate-income geographies than other areas. Its analysis of mobile banking usage shows good usage but slightly lower usage than total customer usage.

CBNA'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. CBNA closed one branch in a moderate-income geography. The closing was an instore branch and was closed as a result of a loss of contract. The nearest branch is 1.4 miles from the former branch. There was limited impact on accessibility based on this closing.

## **Community Development Services**

CBNA's level of community development services is good in the New Haven-Milford MSA. Community development services have a positive impact on the service test. The bank recorded 22 participants in one homebuyer education and foreclosure-prevention seminars targeted to low- and moderate-income individuals. In addition, the bank conducted 25 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 521 individuals participated in these financial education seminars. Local CBNA management members were actively involved in providing leadership to 15 different community organizations. During the evaluation period, bank personnel participated on seven boards, three committees, and in advisory roles offering technical assistance in five different organizations for 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 Bridgeport-Stamford-Norwalk MSA and in the Norwich-New London MSA areas was not inconsistent with the bank's overall good performance under the service test in the state of Connecticut. The bank performance in the Hartford-West Hartford-East Hartford MSA, was below the bank's overall good performance under the service test performance in state of Connecticut. CBNA's branch distribution in the Hartford-West Hartford-East Hartford was weaker than the branch distribution in the New Haven-Milford CT, MSA. The bank's performance in the limited-scope areas had a neutral impact on the bank's overall service test performance. Refer to the Table 15 in the state of Connecticut section of Appendix D for the facts and data that support these conclusions.

## State Rating

### **State of Delaware**

|   |                          |
|---|--------------------------|
| <b>CRA Rating for Delaware<sup>5</sup>:</b> | <b>Outstanding</b>       |
| <b>The lending test is rated:</b>           | <b>Outstanding</b>       |
| <b>The investment test is rated:</b>        | <b>Outstanding</b>       |
| <b>The service test is rated:</b>           | <b>High Satisfactory</b> |

The major factors that support this rating:

- CBNA had an excellent level of lending activity.
- The bank's geographic distribution of loans is good. Performance for home loans is good and small loans to businesses is excellent.
- CBNA's distribution of loans by income level of borrower and businesses of different sizes is excellent.
- CBNA's level of qualified community development lending is adequate and responsive to AA needs lending.
- CBNA's level of qualified community development investments is excellent.
- CBNA's branch distribution is good and its level of community development services is adequate.

### **Description of Institution's Operations in Delaware**

CBNA has delineated three AAs within the state of Delaware, which includes the three counties that make up the state. They are the Dover, DE MSA, the non-MSA AA, and New Castle County in the Wilmington, DE MD.

We evaluated home mortgage loans, small loans to businesses, community development loans; qualified investments; and community development and retail services from January 1, 2012, through June 30, 2015.

Based on FDIC summary of deposits information as of June 30, 2015, CBNA has \$997 million in deposits in the state, which represents 1.36 percent of the bank's total deposits. The bank made 2.15 percent of its evaluation period lending in this state.

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<sup>5</sup> 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.

CBNA has 23 office locations and 47 deposit taking ATMs within the state. The bank ranks 16<sup>th</sup> in deposit market share with 0.29 percent. Primary competitors include Capital One Bank, N.A. with 25.54 percent, TD Bank, N.A. with 19.55 percent and Chase Bank USA, N.A. with 17.72 percent. There are 40 FDIC-insured depository institutions within the bank's AAs.

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

## **Scope of Evaluation in Delaware**

The Delaware portion of the Wilmington, DE MD has 61.86 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. 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 2014 through 2015 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 the state of Delaware is Outstanding. Based on full-scope reviews, the bank's performance in the Wilmington, DE MD is excellent. More weight is placed on home purchase lending performance as the bank originated or purchased more home purchase purpose loans than home improvement and home refinance loans combined. Community development lending had a significant positive impact on the overall lending test rating

### **Lending Activity**

Lending volume is excellent in the state of Delaware. CBNA's deposit market share for Wilmington, DE MD is 0.21% percent and the bank is ranked 15<sup>th</sup> (out of 33 deposit-taking entities or top 45.45 percent). For home purchase loans, the bank is ranked 12<sup>th</sup> (out of 240 lenders or top five percent) with a 0.80 percent market share. For home improvement loans, the bank is ranked 16<sup>th</sup> (out of 87 lenders or top 18.39 percent) with a 1.29 percent market share. For home refinance loans, the bank is ranked eighth (out of 224 lenders or top 3.57 percent) with a 1.41 percent market share. CBNA's market share for small loans to business is 1.33 percent and ranked 15<sup>th</sup> (out of 78 lenders or top 19.23 percent). Of the top 15 small business lenders eight are nationwide lenders that have significant small business credit card portfolios with average loan sizes of \$9 thousand versus CBNA's average loan size of \$74 thousand.

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

## Distribution of Loans by Income Level of the Geography

CBNA's overall geographic distribution of loans by income level of geography is good in the Wilmington, DE MD. CBNA has good geographic distribution of home mortgage loans and excellent geographic distribution of small loans to businesses.

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

Geographic distribution of home purchase mortgage loans in the Wilmington, DE MD is good. CBNA's geographic distribution of Home Improvement loans is excellent. CBNA's distribution of home refinance loans is adequate. Refer to Tables 2, 3, and 4 in the state of Delaware section of Appendix D for the facts and data used to evaluate the geographic distribution of the bank's home mortgage loan originations and purchases.

### **2014 and 2015**

#### Home Purchase

The bank's geographic distribution of home purchase loans is good. The bank's performance significantly exceeds the demographic comparator (owner-occupied units) in low-income geographies. The bank's market share for home purchase loans in low-income geographies is well below the bank's overall home purchase market share. Market share reports illustrate the highly competitive market for home purchase loans in the AA. CBNA is ranked 15<sup>th</sup> with a 1.56 percent market share, behind only two other national banks (Wells Fargo Bank, NA with a 10.04 percent market share and Bank of America, N.A. with 3.01 percent market share). The other market leaders ranking higher than CBNA included national mortgage companies and locally situated banks. The bank's performance in moderate-income geographies is near to the demographic comparator and approximates its overall home purchase market share in moderate-income geographies, reflecting good overall performance.

#### Home Improvement

The bank's geographic distribution of home improvement loans is excellent. The bank's performance in both low-and-moderate income geographies significantly exceeds both the demographic comparator and its overall home improvement lending market share.

#### Home Refinance

The bank's geographic distribution of home refinance loans is adequate. The bank's performance is significantly below the demographic comparator in low-income geographies and is below the demographic comparator in moderate-income geographies. The bank's market share for home refinance loans is significantly below its overall home refinance lending market share in the low-income geographies. Market share reports show 48 lenders competed for 112 home refinance loan originations or purchases during 2015. CBNA ranked 14<sup>th</sup>, capturing 1.79 percent market share. The top three lenders in the market (Wells Fargo Bank, NA, Quicken Loans, and Nationstar Mortgage LLC) captured 25.89 percent of the market. The

other lenders capturing a greater market share than CBNA originated or purchased a range of three to six loans, which compared to CBNA's two loans shows the closeness of market share position with these higher ranking lenders. The bank's overall market share for home refinance loans exceeds its overall home refinance market share in moderate-income geographies. .

## **2012 and 2013**

The bank's 2012 and 2013 geographic distribution of home purchase and home refinance loans is slightly weaker than the bank's adequate performance for these loans during 2014 and 2015 with weaker geographic home mortgage lending. The bank's geographic distribution of home improvement loans is not inconsistent with the bank's excellent performance during 2014 and 2015.

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

Geographic distribution of small loans to businesses in the Wilmington, DE MD is excellent. Refer to Table 6 in the state of Delaware section of Appendix D for the facts and data used to evaluate the geographic distribution of the bank's origination/purchase of small loans to businesses.

## **2014 and 2015**

The bank's geographic distribution of small loans to businesses in the Wilmington, DE MD is excellent. The bank's small loans to business in low-income geographies is near to the demographic comparator (percent of small businesses) and significantly exceeds the demographic comparator in moderate-income geographies. The bank's market share performance in both low- and moderate-income geographies exceeds its overall small loans to business lending activity in the AA, reflecting excellent performance.

## **2012 and 2013**

The bank's geographic distribution of small loans to businesses during 2012 and 2013 is slightly weaker than the bank's excellent rating in the low-income geographies and not inconsistent with the bank's excellent lending performance rating in moderate-income geographies during 2014 and 2015.

### ***Lending Gap Analysis***

A lending gap analysis is performed on the bank's distribution of loans within the Wilmington, DE MD. We did not identify any conspicuous gaps in the analysis of the bank's lending performance during the evaluation period.

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

The bank's overall distribution of loans to borrowers of different income levels in the Wilmington DE MD is excellent. CBNA's distribution of home loans is excellent and distribution of small loans to businesses is excellent.

## ***Home Mortgage Loans***

CBNA's distribution of home purchase and home improvement loans to borrowers of different income levels is excellent. CBNA's distribution of home refinance loans is good. Refer to Tables 8, 9, and 10 in the state of Delaware section of Appendix D for the facts and data used to evaluate the borrower distribution of the bank's home mortgage loan originations and purchases.

### **2014 and 2015**

#### 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 is slightly lower than the demographic comparator (percent of families) and its market share performance significantly exceeds its overall home purchase lending in the AA. Low-income families earn less than 50 percent of the median family income and include the households that are below the area's poverty level (nine percent). The bank's home purchase lending to moderate-income borrowers significantly exceeds the demographic comparator and approximated its overall home purchase lending market share, reflecting excellent performance.

#### Home Improvement

The bank's borrower distribution of home improvement loans is excellent. The percentage of home improvement loans to low-income borrowers significantly exceeds both the demographic comparator and its overall home improvement loan market share. The bank's borrower distribution of home improvement loans to moderate-income borrowers also significantly exceeds both the demographic comparator and the bank's overall home improvement loan market share. This performance reflects excellent home improvement lending borrower distribution in these geographies.

#### Home Refinance

The bank's borrower distribution of home refinance loans is good. The percentage of home refinance loans is below the demographic comparator for low-income borrowers. The bank's lending market share to low-income borrowers exceeds its overall home refinance loan market share. The bank's lending performance exceeds the demographic comparator and is below its overall home refinance loan market share to moderate-income borrowers. The bank's performance of exceeding the demographic comparator in this AA reflects excellent borrower distribution of home refinance loans to moderate-income borrowers. This results in good overall home refinance borrower distribution.

### **2012 and 2013**

The bank's borrower distribution of home purchase, home improvement, and home refinance mortgage loans during 2012 and 2013 is not inconsistent with its overall 2014 and 2015 excellent performance.

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

The bank's borrower distribution of small loans to businesses of different sizes in the Wilmington, DE MD is excellent.

#### **2014 and 2015**

The bank's lending performance approximates the demographic comparator (percent of businesses) and its lending market share to these businesses of different sizes significantly exceeds its overall small loans to businesses market share, reflecting excellent performance. Refer to Table 11 in the state of Delaware section of Appendix D for the facts and data used to evaluate the borrower distribution of the bank's origination/purchase of small loans to businesses.

#### **2012 and 2013**

The bank's borrower distribution of small loans to businesses of different sizes is not inconsistent with the excellent performance rating for 2014 and 2015. The bank's lending performance exceeds the demographic comparator and significantly exceeds its overall small loans to businesses market share, reflecting excellent performance

### **Community Development Lending**

CBNA originated one qualified community development loan for \$1.78 million that serves a purpose of affordable housing, an identified credit need of the AA. This lending activity represents 1.99 percent of allocated Tier One Capital and has a neutral impact on the lending test rating. Refer to Table 1 Lending Volume in the state of Delaware section of Appendix D for the facts and data used to evaluate the bank's level of community development lending. This table includes all community development loans, including multifamily loans that also qualify as community development loans.

### **Product Innovation and Flexibility**

CBNA makes limited use of innovative or flexible lending programs in the Wilmington, DE-MD-NJ MD. This has 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 Dover, DE MSA is not inconsistent with the bank's overall excellent performance under the lending testing in the Wilmington, DE MD. The bank's performance in the Salisbury, DE MD is weaker than the bank's overall performance in the Wilmington, DE MD with weaker geographic distribution of home loans. This performance has a neutral impact on the overall lending test

rating. Refer to the Tables 1 through 13 in the state of Delaware section of Appendix D for the facts and data that support these conclusions.

## **INVESTMENT TEST**

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

The bank's performance under the investment test in the Wilmington, DE MD is Outstanding. Based on the full-scope review, the bank's performance in the Wilmington, DE MD is excellent. Refer to Table 14 in the state of Delaware section of Appendix D for the facts and data used to evaluate the bank's level of qualified investments.

CBNA exhibited an excellent level of responsiveness to the community investment needs in the Wilmington, DE MD. A small number of prior period qualified investments continue to have ongoing benefit to the identified needs in the AA. Total CBNA qualified investments in the Wilmington, DE MD include 45 current period and five prior period investments totaling \$6.6 million. These include are \$4.9 million of 1-4 affordable housing, low moderate income MBS that CBNA purchased in the current period. Qualified investments also include \$16 thousand in grants and \$109 thousand in contributions that directly and positively affect this AA. These investments were highly 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 the pro rata share of deposits as a means of comparative analysis. The dollar amount of the investments, not including unfunded commitments-none, represents 7.45 percent of Tier One Capital allocated to the Wilmington, DE MD.

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

Based on limited-scope reviews, the bank's performance under the investment test in the Dover, DE MSA is not inconsistent with, the bank's overall outstanding performance under the investment test in the Wilmington, DE MD. CBNA's performance in the Salisbury, DE MD is weaker than the bank's overall performance. The volume of qualified investments made in the Salisbury, DE MSA is lower as a percent of allocated Tier One Capital, than investments made, in the Wilmington, DE MD. Refer to Table 14 in the Delaware section of Appendix D for the facts and data that support these conclusions.

## **SERVICE TEST**

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

The bank's performance under the service test in Wilmington, DE MD is rated High Satisfactory. Based on the full-scope review, the bank's performance in the Wilmington, DE MD is good.

## Retail Banking Services

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

CBNA's branches are accessible to all portions of the AA. The bank operates 15 full-service branch offices in the Wilmington, DE MD. The bank's distribution of branches in low-income geographies is well below and moderate-income geographies is below the percentage of the population living within those geographies. Only 5 percent of the population live in low-income census tracts. However, 4 branches located in middle- and upper-income geographies are within 1000 feet of low- and moderate- income geographies. Bank analysis indicates that 49% of the account openings in these branches are for the benefit of individuals living in low-or moderate-income census tracts. Taking into account the adjacent 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. CBNA offers a wide range of traditional deposit and banking products.

CBNA makes adequate use of alternative delivery systems through ATMs, telephone and on-line banking, electronic bill pay, and mobile banking options. The bank operates twenty-nine deposit-taking ATMs in the Wilmington, DE 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. ATMs are available at all branches and therefore considering ATMs within 1000 feet of low- and moderate-income geographies, ATMs are readily accessible. Bank analysis of usage for telephone banking services was higher for customers located in low- and moderate-income geographies than other areas. The analysis of mobile banking usage shows good usage but slightly lower usage than total customer usage.

CBNA'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. CBNA closed two branches, neither of which was in a low- or moderate-income geography.

## Community Development Services

CBNA's level of community development services is adequate in the Wilmington, DE MD. During the evaluation period, CBNA conducted three home ownership and foreclosure-prevention seminars. These assemblies were very responsive to community development needs, especially during the recent real estate recession. The bank recorded 26 participants in homebuyer education and foreclosure-prevention seminars targeted to low- and moderate-

income individuals. In addition, the bank conducted nine 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 194 individuals participated in these financial education seminars. Local CBNA management members were actively involved in providing leadership to 11 different community organizations. During the evaluation period, bank personnel participated on six boards, one committee, and in advisory roles offering technical assistance in four different organizations for 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 Dover, DE MSA and the Salisbury, DE MD was than the bank's excellent service test performance in the state of Delaware. The service test performance in the limited-scope areas had no impact on the bank's overall service test rating for the state of Delaware. Refer to the Table 15 in the state of Delaware of Appendix D for the facts and data that support these conclusions.

## State Rating

### **State of Illinois**

|   |                          |
|---|--------------------------|
| <b>CRA Rating for Illinois<sup>6</sup>:</b> | <b>Satisfactory</b>      |
| <b>The lending test is rated:</b>           | <b>High Satisfactory</b> |
| <b>The investment test is rated:</b>        | <b>Outstanding</b>       |
| <b>The service test is rated:</b>           | <b>Low Satisfactory</b>  |

The major factors that support this rating:

- CBNA had a good level of lending activity during the evaluation period.
- CBNA's geographic distribution of loans is good. Performance for home mortgage loans is good and small loans to businesses is excellent.
- CBNA's borrower distribution of loans is good with good distribution of home mortgage loans and excellent distribution of small loans to businesses.
- Community development lending activity had a neutral impact on the lending test rating.
- CBNA's level of qualified community development investments is excellent.
- CBNA's branch distribution is adequate and level of community development services is good.

### **Description of Institution's Operations in Illinois**

CBNA has delineated two AAs within the state of Illinois. They include significant portions of the Chicago-Joliet-Naperville, IL MD including Cook, Dupage, Kane, McHenry, and Will counties and Lake County in the Lake County-Kenosha County, IL MD.

Based on FDIC summary of deposits information as of June 30, 2013, CBNA has just over \$5.99 billion in deposits in the state, which represents 6.98 percent of the bank's total deposits. The bank made 8.15 percent of its evaluation period lending in the state of Illinois.

CBNA has 105 office locations and 240 deposit-taking ATMs within the state. The bank ranks tenth in deposit market share with 1.94 percent. Primary competitors include JPMorgan Chase Bank, NA, the deposit share market leader with 23.86 percent, BMO Harris Bank, NA with

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<sup>6</sup> 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.

12.35 percent, and Bank of America, NA with 8.46 percent. There are 202 FDIC-insured depository institutions with 2,728 office locations within the bank's AAs.

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**

This AA was evaluated only for the 2012 and 2013 period. All branches were sold to another financial institution in 2014. The Chicago-Joliet-Naperville, IL MD has the substantial majority of deposits within the state with 99.6 percent, which is the AA we selected for analysis using full-scope procedures and weighted most heavily in our overall conclusions. The other AA was 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 the state of Illinois is rated High Satisfactory. Based on the full-scope review, the bank's performance in the Chicago-Joliet-Naperville, IL MD is good.

### **Lending Activity**

Lending volume is good in the state of Illinois. CBNA's deposit market share for Chicago-Joliet-Naperville IL MD is 2.04 percent and the bank is ranked tenth out of 196 deposit-taking entities or top 5 percent). For home purchase loans, the bank is ranked 33<sup>rd</sup> out of 670 lenders or top 5 percent with a 0.54 percent market share. For home improvement loans, the bank is ranked second out of 265 lenders or top 1 percent with 8.70 percent market share. For home refinance loans, the bank is ranked 20<sup>th</sup> out of 731 lenders or top 3 percent with a 0.67 percent market share. CBNA's market share for small loans to business is 0.85 percent and ranked 20<sup>th</sup> out of 194 lenders or top 10 percent. In this AA, seven of the top 10 small business lenders are nationwide lenders that have significant small business credit card portfolios. Refer to Table 1 Lending Volume in the state of Illinois section of Appendix D for the facts and data used to evaluate the bank's lending activity.

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

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

## ***Home Mortgage Loans***

Geographic distribution of home purchase and home refinance mortgage loans in the Chicago-Joliet-Naperville, IL MD is good. Geographic distribution of home improvement loans is excellent. 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.

### **Home Purchase**

The bank's geographic distribution of home purchase loans is good. The bank's performance is near to the demographic comparator (owner-occupied housing). The bank's market share is lower than its overall market share for home purpose loans in low-income geographies. The bank's performance is below the demographic comparator and its market share for these loans exceeds its overall market share for these loans in the moderate-income geographies.

### **Home Improvement**

The bank's geographic distribution of home improvement loans is excellent. The bank's performance significantly exceeds the demographic comparator in both the low- and moderate-income census tracts. The bank's market share for home improvement loans in low- and moderate-income census tracts exceeds the bank's overall home improvement market share, reflecting excellent performance.

### **Home Refinance**

The bank's geographic distribution of home refinance loans is good. The bank's performance in low-income geographies is significantly below the demographic comparator and its market share performance exceeds the bank's overall home refinance market share, reflecting good performance in these low-income geographies. The bank's performance in moderate-income geographies is lower than the demographic comparator and its home refinance market share significantly exceeds the bank's overall home refinance market share, reflecting similarly good performance in the moderate-income geographies.

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

Geographic distribution of small loans to businesses in the Chicago-Joliet-Naperville, IL MD 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/purchase of small loans to businesses.

The bank's geographic distribution of small loans to businesses in the Chicago-Joliet-Naperville, IL MD is excellent. The bank's small loans to business in low-income geographies approximates the demographic comparator (percent of small businesses). The bank's small loans to businesses market share significantly exceeds its overall small loans to business market share, reflecting excellent performance in these low-income geographies. The bank's performance in moderate-income geographies exceeds the demographic comparator and its

market share of small loans to businesses significantly exceeds its overall small loans to business market share.

### **Lending Gap Analysis**

A lending gap analysis was performed on the bank's distribution of loans within the Chicago-Joliet-Naperville, IL MD. We did not identify any conspicuous gaps in the analysis of the bank's lending performance during the evaluation period.

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

The bank's overall distribution of loans to borrowers of different income levels is good in the Chicago-Joliet-Naperville, IL MD. CBNA's distribution of home loans is good and distribution of small loans to businesses is excellent.

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

CBNA's distribution of home purchase is good and home refinance loans to borrowers of different income levels is adequate. The bank's distribution of home improvement loans 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.

#### Home Purchase

The bank's borrower distribution of home purchase loans is good. The percentage of home purchase loans is significantly below the demographic comparator (percent of families) for low-income borrowers and its home purchase market share to low-income borrowers is near to its overall home purchase market share. The bank's percentage of home purchase loans significantly exceeds the demographic comparator for moderate-income borrowers and CBNA's lending market share approximates its 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 exceeds the demographic comparator for low-income borrowers. The bank's lending market share significantly exceeds its overall home improvement loan market share to low-income borrowers. The bank's lending performance to moderate-income borrowers significantly exceeds both the demographic comparator and its overall home improvement loan market share to moderate-income borrowers.

#### Home Refinance

The bank's borrower distribution of home refinance loans is adequate. The percentage of home refinance loans is significantly below the demographic comparator for low-income borrowers and is below the demographic comparator for moderate-income borrowers. The

bank's lending market share below the overall market share for low-income borrows and approximates the overall market share for moderate-income borrowers.

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

The bank's borrower distribution of small loans to businesses in the Chicago-Joliet-Naperville, IL MD is excellent. The bank's lending performance approximates the demographic comparator (percent of businesses) and its lending market share to these businesses of different sizes significantly exceeds its overall small loans to businesses market share. Refer to Table 11 in the Chicago-Joliet-Naperville, IL MD section of Appendix D for the facts and data used to evaluate the borrower distribution of the bank's origination/purchase of small loans to businesses.

### **Community Development Lending**

The bank originated six qualified community development loans totaling \$11.6 million in the Chicago-Joliet-Naperville, IL MD. This lending activity represents 1.42 percent of allocated Tier One capital, which has a neutral impact on the Chicago-Joliet-Naperville, IL MD lending test rating. Refer to Table 1 Lending Volume in the state of Illinois 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**

CBNA 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 is weaker than the bank's overall good performance under the lending test in the state of Illinois with weaker geographic and borrower distribution of home mortgage loans. The performance in the limited-scope area has no impact on the overall state rating. Refer to Table 1 through 13 in the state of Illinois section of Appendix D for the facts and data that support these conclusions.

## **INVESTMENT TEST**

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

The bank's performance under the investment test in Illinois is 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 state of Illinois section of Appendix D for the facts and data used to evaluate the bank's level of qualified investments.

CBNA exhibited an excellent level of responsiveness to the community investment needs in the Chicago-Joliet-Naperville, IL MD. The volume of qualified community development investments for the evaluation period in the Chicago MD is excellent. Prior period qualified investments continue to have ongoing benefit to the identified needs in the AA. CBNA's investments in the Chicago-Joliet-Naperville, IL MD include 103 qualified investments totaling \$105 million and grants and contributions totaling \$700 thousand that directly and positively affect this AA. The bank entered into three investments during the exam cycle for \$19 million that include investments in subsidized housing and nursing care to seniors. These investments were highly responsive to the identified community development needs in the AA. In addition, the bank has over \$7 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 12.78 percent of Tier One Capital allocated to the Chicago-Joliet-Naperville, IL MD.

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

Based on limited-scope reviews, the bank's performance under the investment test in the Lake County-Kenosha County MD was weaker due to a lower level of investment activity than the bank's overall excellent performance under the investment test in the state of Illinois. Due to the size of the limited-scope area, this did not affect the overall state rating for the investment test. Refer to the Table 14 in the state of Illinois section of Appendix D for the facts and data that support these conclusions.

### **SERVICE TEST**

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

The bank's performance under the service test in Illinois is rated Low Satisfactory. Based on the full-scope review, the bank's performance in the Chicago-Joliet-Naperville, IL MD is adequate.

### **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.

CBNA's branches were reasonably accessible to all portions of the AA. Prior to the sale of all retail branches in June 2014, the bank operated 100 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 below, the percentage of the population living within those geographies. However, 39 branches located in middle- and upper-income geographies are within 1000 feet of low- and middle-income geographies. Taking into account

the adjacent 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. CBNA offers a wide range of traditional deposit and banking products.

CBNA makes adequate use of alternative delivery systems through ATMs, telephone and on-line banking, electronic bill pay, and mobile banking options. The bank operates deposit-taking two-hundred forty 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.

CBNA's record of opening and closing of branches has adversely affected the accessibility of its delivery systems, particularly in low- and moderate-income geographies or to low- and moderate-income individuals. CBNA closed five branches with one in a moderate-income geography during 2012 and all branches were sold to another financial institution in 2014. This financial institution already had a larger presence in Illinois than CBNA.

## **Community Development Services**

CBNA's level of community development services is good in the Chicago-Joliet-Naperville, IL MD. During the evaluation period, CBNA conducted six foreclosure-prevention seminars. These assemblies were responsive to community development needs, especially during the recent real estate recession. In addition, the bank conducted two financial education seminars with various local community and municipal organizations. These classes provided instruction on basic banking. Local CBNA management members were actively involved in providing leadership to 69 different community organizations. During the evaluation period, bank personnel participated on 49 boards; seven committees, and 13 times in advisory roles in 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 Lake County-Kenosha County MD not inconsistent with the adequate performance under the service test in the state of Illinois. Refer to the Table 15 in the state of Illinois section of Appendix D for the facts and data that support these conclusions.

## State Rating

### **State of Massachusetts**

|  |                    |
|--|--------------------|
| <b>CRA Rating for Massachusetts<sup>7</sup>:</b> | <b>Outstanding</b> |
| <b>The lending test is rated:</b>                | <b>Outstanding</b> |
| <b>The investment test is rated:</b>             | <b>Outstanding</b> |
| <b>The service test is rated:</b>                | <b>Outstanding</b> |

The major factors that support this rating:

- CBNA had an excellent level of lending activity.
- CBNA's geographic distribution of home loans and small loans to businesses is excellent.
- CBNA distribution of loans by income level of borrower and businesses of different sizes is excellent.
- CBNA did not originate any qualified community development loans which was given neutral consideration in determining the lending test rating.
- CBNA's level of qualified community development investments is excellent.
- CBNA's branch distribution is good and its level of community development services is excellent.

### **Description of Institution's Operations in Massachusetts**

CBNA has delineated four AAs within the state of Massachusetts. These AAs include the Springfield, Barnstable Town, Worcester, and Pittsfield MSAs. The Worcester MSA was considered as part of the state rating for the 2012 to 2013 evaluation periods. OMB geography changes in 2014 created a MMA for Worcester and Windham County CT. This review does not include areas within the Boston, MA-NH MMA or the counties in the Providence, RI-MA MMA.

Based upon FDIC summary of deposits information as of June 30, 2015, CBNA maintains approximately \$1.1 billion in deposits in the state of Massachusetts, representing approximately 1.57 percent of the Bank's total deposits. As of June 30, 2015, the Bank ranks sixth in deposit market share at 4.70 percent out of 36 deposit taking institutions within rated areas of the state of Massachusetts. Primary competitors within Massachusetts include TD Bank, NA with 13.17 percent, Berkshire Bank with 12.11 percent and Bank of America, NA

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<sup>7</sup> 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.

with 10.76 percent respectively. Within the rated areas of the state of Massachusetts, CBNA has 36 branch office locations and 50 deposit taking ATMs.

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

## **Scope of Evaluation in Massachusetts**

As of June 30, 2015, the Springfield, MA MSA maintains approximately 36 percent of the deposits within this rated area. We selected for this AA for analysis using full-scope procedures and weighted most heavily for overall conclusions. All other AAs within the state of Massachusetts were assessed using limited-scope procedures. State conclusions were largely based on the results from the full-scope review for the Springfield, MA MSA. Furthermore, we gave greater consideration to CBNA's performance during the 2014 through 2015 portion of the evaluation period because it is more reflective of the Bank's current business activity and lending 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 the state of Massachusetts is rated Outstanding. Based on the full-scope review, the bank's performance in the Springfield MSA is excellent.

### **Lending Activity**

Lending volume is excellent in the Springfield MA MSA. CBNA's deposit market share for Springfield MA MSA is 3.15 percent and the bank is ranked 11<sup>th</sup> (out of 20 deposit-taking entities or top 55 percent). For home purchase loans, the bank is ranked 8<sup>th</sup> (out of 237 lenders or top 3.38 percent) with a 1.97 percent market share. For home improvement loans, the bank is ranked 16<sup>th</sup> (out of 93 lenders or top 17.20 percent) with a 2.02 percent market share. For home refinance loans, the bank is ranked 7<sup>th</sup> (out of 209 lenders or top 3.35 percent) with a 2.33 percent market share. CBNA's market share for small loans to business is 1.36 percent and ranked 14<sup>th</sup> (out of 55 lenders or top 25.45 percent). The top four small business lenders are nationwide lenders that have significant small business credit card portfolios with average loan sizes of \$7 thousand, while CBNA's average loan size is \$59 thousand.

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

## Distribution of Loans by Income Level of the Geography

CBNA's overall geographic distribution of loans by income level of geography is excellent in the Springfield, MA MSA. CBNA had excellent geographic distribution of home mortgage loans and excellent geographic distribution of small business loans.

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

Geographic distribution of home purchase and home improvement mortgage loans in the Springfield, MA MSA is excellent. Geographic distribution of home refinance loans in the Springfield, MA MSA is good. Refer to Tables 2, 3, and 4 in the state of Massachusetts section of Appendix D for the facts and data used to evaluate the geographic distribution of the bank's home mortgage loan originations and purchases.

### **2014 and 2015**

#### Home Purchase

The bank's geographic distribution of home purchase loans is excellent. The bank's performance significantly exceeds the demographic comparator (percentage of owner occupied units) in both the low- and moderate-income census tracts. The bank's market share for home purchase loans in low- and moderate-income geographies exceeds the bank's overall home purchase market share, reflecting excellent performance.

#### Home Improvement

The bank's geographic distribution of home improvement loans is excellent. The bank's performance significantly exceeds the demographic comparator in both the low- and moderate-income census tracts. The bank's market share for home improvement loans in low- and moderate-income census tracts exceeds the bank's overall home improvement market share, reflecting excellent performance.

#### Home Refinance

The bank's geographic distribution of home refinance loans is good. The bank's performance exceeds the demographic comparator in low-income census tracts and is near to the demographic comparator in moderate-income geographies. The bank's market share in low-income geographies exceeds the bank's overall market home refinance market share. In moderate-income geographies, the bank's market share for home refinance loans is near to the bank's overall the bank's overall home refinance loan market share. This reflects good geographic lending distribution performance.

### **2012 and 2013**

The bank's 2012 and 2013 geographic distribution of home purchase, home improvement, and home refinance loans in the Springfield, MA MSA is not inconsistent with the bank's 2014 and 2015 excellent geographic distribution of home loans.

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

Geographic distribution of small loans to businesses in the Springfield, MA MSA is excellent. Refer to Table 6 in the state of Massachusetts section of Appendix D for the facts and data used to evaluate the geographic distribution of the bank's origination/purchase of small loans to businesses.

### **2014 and 2015**

The bank's geographic distribution of small loans to businesses in the Springfield, MA MSA is excellent. The bank's small loans to businesses in both low- and moderate-income geographies exceeds the demographic comparator (percent of small businesses). The bank's market share for small loans to businesses exceeds the bank's overall small loans to businesses in both low- and moderate-income geographies, reflecting excellent performance.

### **2012 and 2013**

The bank's geographic distribution of small loans to businesses during 2012 and 2013 is excellent. The bank's lending performance in the low-income geographies is excellent as the bank's lending approximates the geographic comparator and exceeds its overall small loans to businesses market share. In moderate-income geographies, the bank's performance is good as performance is near to both, the demographic comparator and its overall market lending share of small loans to businesses. This reflects overall excellent performance.

### ***Lending Gap Analysis***

A lending gap analysis is performed on the bank's distribution of loans within the Springfield, MA MSA. We did not identify any conspicuous gaps in the analysis of the bank's lending performance during the evaluation period.

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

The bank's overall distribution of loans to borrowers of different income levels is excellent in the Springfield, MA MSA. CBNA's borrower distribution of home loans is excellent and borrower distribution of small loans to businesses is excellent.

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

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

## 2014 and 2015

### Home Purchase

The bank's borrower distribution of home purchase loans is excellent. The percentage of home purchase loans is below the demographic comparator (percent of families) for low-income borrowers and significantly exceeds the demographic comparator for moderate-income borrowers. The bank's lending market share to both low- and moderate-income borrowers, exceeds the bank's overall home purchase loan market share. With 23 percent of families considered to be low-income and 15% poverty rate, it is difficult for low-income borrowers to qualify for mortgages. In addition, \$33 thousand is the highest income for a low-income borrower, and the median price for housing is \$216 thousand.

### Home Improvement

The bank's borrower distribution of home improvement loans is excellent. The percentage of home improvement loans is below the demographic comparator for low-income borrowers and significantly exceeds the demographic comparator for moderate-income borrowers. The bank's lending market share to both low- and moderate-income borrowers significantly exceeds the bank's overall home improvement market share, reflecting excellent performance.

### Home Refinance

The bank's borrower distribution of home refinance loans is excellent. The percentage of home refinance loans is below the demographic comparator for low-income borrowers and exceeds the demographic comparator for moderate-income borrowers. The bank's percentage of home refinance loans significantly exceeds its overall home refinance lending market share to low-income borrowers and exceeds its overall market share to moderate-income borrowers.

## 2012 and 2013

The bank's borrower distribution performance for home purchase, home improvement, and home refinance mortgage loans is not inconsistent with the bank's borrower distribution of these loans during 2014 and 2015.

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

The bank's borrower distribution of small loans to businesses in the Springfield, MA MSA is excellent.

## 2014 and 2015

The bank's borrower distribution of originated or purchased small loans to businesses in the Springfield, MA MSA exceeds the demographic comparator (percent of businesses) and significantly exceeds its overall small loans to businesses market share, reflecting excellent performance. Refer to Table 11 in the state of Massachusetts section of Appendix D for the

facts and data used to evaluate the borrower distribution of the bank's origination/purchase of small loans to businesses.

## **2012 and 2013**

The bank's borrower distribution of small loans to businesses is not inconsistent with the bank's excellent performance rating for 2014 and 2015. The bank's lending performance exceeds the demographic comparator and significantly exceeds its overall small loans to businesses market share, reflecting excellent performance.

## **Community Development Lending**

The bank did not originate any qualified community development loans in the Springfield, MA MSA during the evaluation period, which has a neutral impact on the lending test rating. Refer to Table 1 Lending Volume in the state of Massachusetts section of Appendix D for the facts and data used to evaluate the bank's level of community development lending. This table includes all community development loans, including multifamily loans that also qualify as community development loans.

## **Product Innovation and Flexibility**

The bank 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 Pittsfield, MA MSA and the Worcester, MA MSA (for 2012 and 2013 only) is not inconsistent with the bank's overall excellent performance under the lending test in state of Massachusetts. In the Barnstable Town, MA MSA the bank's performance is weaker than the bank's overall excellent performance in the state of Massachusetts with weaker geographical distribution of loans. This did not have an impact on the overall lending test rating. Refer to the Tables 1 through 13 in the state of Massachusetts section of Appendix D for the facts and data that support these conclusions.

## **INVESTMENT TEST**

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

The bank's performance under the investment test in the state of Massachusetts is Outstanding. Based on the full-scope review, the bank's performance in the Springfield MA MSA is excellent. Performance in the limited-scope AA had a positive impact on the overall state rating. Refer to Table 14 in the Springfield MA MSA section of Appendix D for the facts and data used to evaluate the bank's level of qualified investments.

CBNA exhibited an excellent level of responsiveness to the community investment needs in the Springfield MA MSA. The volume of qualified community development investments for the evaluation period in the Springfield MA MSA is excellent. Prior period qualified investments continue to have ongoing benefit to the identified needs in the Springfield MA. CBNA made 21 current and prior period qualified investments in the MSA totaling \$48 million. These include seven grants and contributions totaling \$270 thousand that directly and positively affect this AA as well as one \$5.0 million investment for an extended care facility, which provides nursing care in the current period was made. This investment was highly responsive to the identified community development needs in the AA. In addition, the bank has over \$6.5 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 investments, not including unfunded commitments, represents 80.07 percent of Tier One Capital allocated to the Springfield MA MSA.

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

Based on limited-scope reviews, the bank's performance under the investment test in the Barnstable Town, MA, Worcester, MA, and Pittsfield, MA MSAs is not inconsistent with the bank's overall excellent performance under the investment test in the state of Massachusetts. Refer to Table 14 in the state of Massachusetts section of Appendix D for the facts and data that support these conclusions.

## **SERVICE TEST**

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

The bank's performance under the service test in state of Massachusetts is rated Outstanding. Based on the full-scope review, the bank's performance in the Springfield MA MSA is excellent.

### **Retail Banking Services**

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

CBNA's branches are readily accessible to all portions of the AA. The bank operates 19 full-service branch offices in the Springfield MA MSA. The bank's distribution of branches in low-income geographies is below and moderate-income geographies exceeds, the percentage of the population living within those geographies. In addition, two branches located in middle- and upper-income geographies are within 1000 feet of low- and middle-income geographies. Bank analysis indicates that 56% of the account openings in these branches are for the benefit of individuals living in low-or moderate-income census tracts. 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. CBNA offers a wide range of traditional deposit and banking products.

CBNA makes good use of alternative delivery systems through ATMs, telephone and on-line banking, electronic bill pay, and mobile banking options. The bank operates 50 deposit-taking ATMs in the Springfield MA MSA. 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. Bank analysis of usage for telephone banking services was significantly higher for customers located in low- and moderate-income geographies than other areas. The analysis of mobile banking usage shows good usage but slightly lower usage than total customer usage.

CBNA'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. CBNA closed one branch, which was in middle-income geography.

## **Community Development Services**

CBNA's level of community development services is excellent in the Springfield MA MSA. During the evaluation period, the bank conducted 53 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 1,127 individuals participated in these financial education seminars. Local CBNA management members were actively involved in providing leadership to four different community organizations. During the evaluation period, bank personnel participated on three boards and in advisory roles offering technical assistance to one organization for community development volunteer activities.

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

Based on limited-scope reviews, the bank's performance under the service in the Barnstable Town, MA MSA was not inconsistent with the bank's overall performance in the state of Massachusetts. The performance under the service test in the Worcester, MA, and Pittsfield, MA MSAs, is weaker than, the service test performance in the state of Massachusetts due to differences in branch distribution. The bank's performance in these limited-scope areas did not impact on the overall service test performance rating for the state of Massachusetts. Refer to the Table 15 in the state of Massachusetts section of Appendix D for the facts and data that support these conclusions.

## State Rating

### **State of Michigan**

|   |                          |
|---|--------------------------|
| <b>CRA Rating for Michigan<sup>8</sup>:</b> | <b>Outstanding</b>       |
| <b>The lending test is rated:</b>           | <b>Outstanding</b>       |
| <b>The investment test is rated:</b>        | <b>Outstanding</b>       |
| <b>The service test is rated:</b>           | <b>High Satisfactory</b> |

The major factors that support this rating:

- CBNA had a good level of lending activity during the evaluation period.
- CBNA's geographic distribution of loans is good. The bank's performance for home loans was adequate and performance for small loans to businesses was excellent.
- CBNA's distribution of loans to borrowers of different income levels and businesses of different sizes is excellent.
- The bank's qualified community development lending has a positive impact on the lending test rating.
- CBNA's level of qualified community development investments is excellent.
- CBNA's branch distribution is good and level of community development services excellent.

### **Description of Institution's Operations in Michigan**

CBNA has delineated seven AAs within the state of Michigan. They include the Ann Arbor, Detroit, Lansing-East Lansing, Monroe, and Saginaw MSAs and the non-MSA AA, which consists of Shiawassee County.

We evaluated home mortgage loans, small loans to businesses, community development loans; qualified investments; and community development and retail services from January 1, 2012, through June 30, 2015.

Based on June 30, 2015 FDIC summary of deposit information, CBNA has \$4.95 billion in deposits in the state, which represents 6.75 percent of the bank's total deposits. The bank made 9.23 percent of its evaluation period lending in this state.

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<sup>8</sup> 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.

CBNA has 97 office locations and 102 deposit taking ATMs within the state. The bank ranks tenth in deposit market share with 2.60 percent. Primary competitors include JPMorgan Chase Bank, N.A. with 20.53 percent, Comerica Bank with 14.43 percent, and PNC Bank, N.A. with 8.58 percent. There are 142 FDIC-insured depository institutions in the state.

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

## **Scope of Evaluation in Michigan**

The Warren-Troy-Farmington Hills, MI MD has 59.2 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. 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 2014 through 2015 because it is more reflective of the bank's current business activity and lending 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 the state of Michigan is rated Outstanding. Based on full-scope reviews, the bank's performance in the Warren-Troy-Farmington Hills, MI MD is excellent. More weight is placed on home refinance lending performance as the bank originated or purchased more home refinance purpose loans than home purchase and home improvement loans combined.

### **Lending Activity**

Lending volume is good in the Warren-Troy-Farmington Hills, MI MD. CBNA's deposit market share for Warren-Troy-Farmington Hills, MI MD is 4.40 percent and the bank is ranked eighth (out of 42 deposit-taking entities or top 19.05 percent). For home purchase loans, the bank is ranked 13<sup>th</sup> (out of 410 lenders or top 3.17 percent) with a 0.81 percent market share. For home improvement loans, the bank is ranked fifth (out of 164 lenders or top 3.05 percent) with a 4.28 percent market share. For home refinance loans, the bank is ranked seventh (out of 401 lenders or top 1.75 percent) with a 2.10 percent market share. CBNA's market share for small loans to business is 2.16 percent and ranked tenth (out of 101 lenders or top 14.9 percent). Out of the top 10 small business lenders five are nationwide lenders that have significant small business credit card portfolios with average loan sizes of \$7 thousand while CBNA's average loan size was \$35 thousand.

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

## Distribution of Loans by Income Level of the Geography

CBNA's overall geographic distribution of loans by income level of geography is good in the Warren-Troy-Farmington Hills, MI MD. CBNA had adequate geographic distribution of home mortgage loans and excellent geographic distribution of small loans to businesses.

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

Geographic distribution of home purchase mortgage loans in the Warren-Troy-Farmington Hills, MI MD is poor. Geographic distribution of home improvement loans in the Warren-Troy-Farmington Hills, MI MD is excellent. Geographic distribution of home refinance loans is good. Refer to Tables 2, 3, and 4 in the state of Michigan section of Appendix D for the facts and data used to evaluate the geographic distribution of the bank's home mortgage loan originations and purchases.

### **2014 and 2015**

#### Home Purchase

The bank's geographic distribution of home purchase loans is poor. The bank's performance is significantly below the demographic comparator (owner-occupied units) in low-income geographies and below the demographic comparator in moderate-income geographies. The bank's market share for home purchase loans in low-income geographies is significantly lower than the bank's overall home purchase market share and near to its overall home purchase market share in moderate-income geographies. In this highly competitive market, there are 95 lenders competing for these 351 home purchase loans in the AA's low-income geographies. Only 239 of these loans were originated in 2014 and the financial institution with the largest market share purchased all of its loans.

#### Home Improvement

The bank's geographic distribution of home improvement loans is excellent. The bank's performance in low-income geographies significantly exceeds both the demographic comparator and its overall home improvement market share. Similarly, the bank's performance in the moderate-income geographies is excellent as its performance significantly exceeds both the demographic comparator and its overall home improvement market share. This performance is excellent.

#### Home Refinance

The bank's geographic distribution of home refinance loans is good. The bank's performance in low-income geographies is substantially below the demographic comparator and is below the demographic comparator in moderate-income geographies. The bank's overall market share for home refinance loans is near to its overall home refinance market share in the low-income geographies and significantly exceeds its overall home refinance market share in moderate-income geographies. Median housing values peaked in 2005 in this AA and reach its

lowest level in 2011. Median prices were still 23 percent below the 2005 prices in 2014, leaving many borrowers unable to refinance their homes.

## **2012 and 2013**

The bank's 2012 and 2013 geographic distribution of home improvement loans is not inconsistent with the bank's excellent performance for these loans during 2014 and 2015. The bank's performance during 2012 and 2013 for home purchase loans is stronger than its poor performance during 2014 and 2015. The bank's performance for home refinance loans during 2012 and 2013 is slightly weaker than its good during 2014 and 2015.

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

Geographic distribution of small loans to businesses in the Warren-Troy-Farmington Hills, MI MD is excellent. Refer to Table 6 in the state of Michigan section of Appendix D for the facts and data used to evaluate the geographic distribution of the bank's origination/purchase of small loans to businesses.

## **2014 and 2015**

The bank's geographic distribution of small loans to businesses in the Warren-Troy-Farmington Hills, MI MD is excellent. The bank's small loans to business in low-income geographies significantly exceeds the demographic comparator (percent of small businesses) and exceeds the demographic comparator in moderate-income geographies. The bank's market share performance in both low- and moderate-income geographies significantly exceeds its overall small loans to business lending activity in the AA, reflecting excellent performance.

## **2012 and 2013**

The bank's geographic distribution of small loans to businesses during 2012 and 2013 is not inconsistent with its excellent lending performance during 2014 and 2015. The bank's lending performance in low-income geographies is excellent, as the bank's lending significantly exceeds the geographic comparator and exceeds its small loans to businesses overall market share. In moderate-income geographies, the bank's performance is excellent as performance is near to the demographic comparator and approximates its overall market share of small loans to businesses.

### ***Lending Gap Analysis***

A lending gap analysis is performed on the bank's distribution of loans within the Warren-Troy-Farmington Hills, MI MD. We did not identify any unexplained conspicuous gaps in the analysis of the bank's lending performance over the evaluation period.

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

The bank's overall distribution of loans to borrowers of different income levels is excellent in the Warren-Troy-Farmington Hills, MI MD. CBNA's distribution of home loans is excellent and distribution of small loans to businesses is excellent.

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

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

#### **2014 and 2015**

##### Home Purchase

The bank's borrower distribution of home purchase loans is excellent. The percentage of home purchase loans is lower than the demographic comparator (percent of families) for low-income borrowers. The bank's lending market share to low-income borrowers exceeds the bank's overall home purchase loan market share. The bank's home purchase lending to moderate-income borrowers significantly exceeds the demographic comparator for moderate-income borrowers. The bank's lending market share slightly below overall home purchase loan market share, resulting in excellent lending performance in these moderate-income geographies.

##### Home Improvement

The bank's borrower distribution of home improvement loans is excellent. The percentage of home improvement loans to low-income borrowers significantly exceeds both the demographic comparator and the bank's overall home improvement loan market share. The bank's borrower distribution of home improvement loans significantly exceeds both the demographic comparator for moderate-income borrowers and the bank's overall home improvement loan market share. This performance reflects excellent borrower distribution in these geographies.

##### Home Refinance

The bank's borrower distribution of home refinance loans is excellent. The percentage of home refinance loans is lower than the demographic comparator for low-income borrowers. The bank's lending market share to low-income borrowers significantly exceeds its overall home refinance loan market share. The bank's lending performance exceeds both the demographic comparator and its overall home refinance loan market share to moderate-income borrowers, reflecting excellent borrower distribution of home refinance loans.

#### **2012 and 2013**

The bank's borrower distribution of home mortgage loans during 2012 and 2013 is not inconsistent with its excellent lending performance during 2014 and 2015.

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

The bank's borrower distribution of small loans to businesses in the Warren-Troy-Farmington Hills, MI MD is excellent.

## **2014 and 2015**

The bank's lending performance is near to the demographic comparator (percent of businesses) and its lending market share to these businesses of different sizes significantly exceeds its overall small loans to businesses market share, reflecting excellent performance. Refer to Table 11 in the state of Michigan section of Appendix D for the facts and data used to evaluate the borrower distribution of the bank's origination/purchase of small loans to businesses.

## **2012 and 2013**

The bank's borrower distribution of small loans to businesses is not inconsistent with the excellent performance rating for 2014 and 2015. The bank's lending performance is near to the demographic comparator and significantly exceeds its overall small loans to businesses market share.

## **Community Development Lending**

CBNA originated three qualified community development loans totaling \$23.2 million during the evaluation period. This represents approximately 5.46 percent of allocated Tier One capital and has a significantly positive impact on the lending test rating. These loans were qualified for affordable housing and economic development, two identified credit needs of the AA. An example of a qualified loan includes an \$8.3 million loan to renovate an affordable housing qualified apartment building serving LMI individuals. Refer to Table 1 Lending Volume in the State of Michigan section of Appendix D for the facts and data used to evaluate the bank's level of community development lending. This table includes all community development loans, including multifamily loans that also qualify as community development loans.

## **Product Innovation and Flexibility**

The bank made limited use of innovative or flexible lending programs. This has a neutral impact on the overall lending test rating.

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

Based on limited-scope reviews, the bank's performance under the lending test in the Monroe, MI MSA, Saginaw, MI MSA, Ann Arbor, MI MSA, and the non-MSA is not inconsistent with the bank's overall excellent performance under the lending testing in the state of Michigan. In the Lansing-East Lansing, MI MSA and the Detroit-Dearborn-Livonia, MI MD the bank's performance is weaker (with weaker borrower home loan distribution performance) than the bank's excellent performance in the state of Michigan. The lending test performance in the limited-scope areas did not impact on the bank's overall lending test rating for the state of

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

## **INVESTMENT TEST**

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

The bank's performance under the investment test in Warren-Troy-Farmington Hills, MI MD is Outstanding. Based on the full-scope review, the bank's performance in the Warren-Troy-Farmington Hills, MI MD is excellent. Refer to Table 14 in the state of Michigan section of Appendix D for the facts and data used to evaluate the bank's level of qualified investments.

CBNA exhibited an excellent level of responsiveness to the community investment needs in the Warren-Troy-Farmington Hills, MI MD. The volume of qualified community development investments for the evaluation period in the Warren-Troy-Farmington Hills, MI MD is excellent. Prior period qualified investments continue to have ongoing benefit to the identified needs in the AA. Total CBNA qualified investments in the Warren-Troy-Farmington Hills, MI MD include 140 current and prior period investments of approximately \$53 million. These include 41 grants and contributions totaling \$959 thousand that directly and positively affect this AA as well as, two investments, one for low-income nursing care and another for subsidized housing in the current period. These investments were highly responsive to the identified community development needs in the AA. In addition, the bank has over \$10 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 the pro rata share of deposits as a means of comparative analysis. The dollar amount of the investments, not including unfunded commitments, represents 12.57 percent of Tier One Capital allocated to the Warren-Troy-Farmington Hills, MI MD.

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

Based on limited-scope reviews, the bank's performance under the investment test in the Ann Arbor, MI, Lansing MI, Detroit, MI, and Michigan non- MSA areas is not inconsistent with the bank's overall excellent performance in the state of Michigan. The bank's performance under the investment test in the Monroe, MI, and Saginaw –Saginaw Township North, MI MSAs, is weaker than, the bank's overall excellent performance under the investment test in the state of Michigan. The volume of qualified investments made in the Monroe, MI, and Saginaw – Saginaw Township North, MI MSAs is lower, as a percent of allocated Tier One Capital. The investment test performance in the limited-scope areas did not impact on the bank's overall investment test rating for the state of Michigan. Refer to Table 14 in the state of Michigan section of Appendix D for the facts and data that support these conclusions.

## **SERVICE TEST**

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

The bank's performance under the service test state of Michigan is rated High Satisfactory. Based on the full-scope review, the bank's performance in the Warren-Troy-Farmington Hills, MI MD is good.

#### **Retail Banking Services**

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

CBNA's branches are accessible to all portions of the AA. The bank operates 50 full-service branch offices in the Warren-Troy-Farmington Hills, MI MD. The bank's distribution of branches in moderate-income geographies exceeds the percentage of the population living within those geographies. CBNA does not have any branches located in low-income tracts. However, three branches located in middle- and upper-income geographies are within 1,000 feet of low- and moderate-income geographies. Bank analysis indicates that 49% of the account openings in these branches are for the benefit of individuals living in low-or moderate-income census tracts. Taking into account the adjacent 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. CBNA offers a wide range of traditional deposit and banking products.

CBNA makes adequate use of alternative delivery systems through ATMs, telephone and on-line banking, electronic bill pay, and mobile banking options. The bank operates 104 deposit-taking ATMs in the Warren-Troy-Farmington Hills, MI 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. Bank analysis of usage for telephone banking services was higher for customers located in low- and moderate-income geographies than other areas. The analysis of mobile banking usage shows good usage that was comparable overall customer usage.

CBNA'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. CBNA closed four branches, none were located in a low- or moderate-income geography.

#### **Community Development Services**

CBNA's level of community development services is excellent in the Warren-Troy-Farmington Hills, MI MD. During the evaluation period, the bank conducted 80 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 1,720 individuals participated in these financial education seminars. Local CBNA management members were actively involved in providing leadership to three different community organizations. During the evaluation period, bank personnel participated on two boards and in advisory roles offering technical assistance to one organization for 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 Detroit, MI MSA and Michigan non-MSA was not inconsistent, with the overall good performance in the state of Michigan. The Ann Arbor, MI, Lansing, MI, Monroe, MI, and Saginaw–Saginaw Township North, MI MSA areas was weaker than the bank's performance under the service test in state of Michigan due to weaker branch distribution in low- and moderate-income. The performance in the limited-scope areas did not have any impact on the overall state of Michigan rating. Refer to the Table 15 in the state of Michigan section of Appendix D for the facts and data that support these conclusions.

## State Rating

### **State of New Hampshire**

|  |                          |
|--|--------------------------|
| <b>CRA Rating for New Hampshire<sup>9</sup>:</b> | <b>Satisfactory</b>      |
| <b>The lending test is rated:</b>                | <b>High Satisfactory</b> |
| <b>The investment test is rated:</b>             | <b>High Satisfactory</b> |
| <b>The service test is rated:</b>                | <b>Outstanding</b>       |

The major factors that support this rating include:

- CBNA had a good level of lending activity.
- CBNA's geographic distribution of loans is good with good distribution of home loans and excellent distribution of small loans to businesses.
- CBNA's distribution of loans by income level of borrower is good. Performance for home mortgage loans is good and small loans to businesses is excellent.
- Community development lending activity had a neutral impact on the lending test rating.
- CBNA's level of qualified community development investments is good.
- CBNA's branch distribution is excellent and level of community development services are good.

### **Description of Institution's Operations in New Hampshire**

CBNA has two delineated AAs within the state of New Hampshire. These AAs consist of the Manchester MSA and all non-MSA counties of New Hampshire. This review does not include Rockingham County-Strafford County MD, which is included as part of the Boston-Cambridge-Quincy, MA-NH MMA.

Based upon FDIC summary of deposits information as of June 30, 2015, CBNA maintains approximately \$6.3 billion in deposits in the state of New Hampshire, representing approximately 8.58 percent of the Bank's total deposits. As of June 30, 2015, the Bank ranks first in deposit market share at 23.98 percent out of 42 deposit taking institutions within the state of New Hampshire. Primary competitors within New Hampshire include TD Bank, National Association with 19.52 percent, Bank of America, NA with 18.3 percent market shares, respectively. The bank made 4.62 percent of its evaluation period lending in this

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<sup>9</sup> 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.

state. Within the state of New Hampshire, CBNA has 71 branch office locations and 196 deposit taking ATMs.

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

## **Scope of Evaluation in New Hampshire**

As of June 30, 2015, the Manchester-Nashua, NH MSA maintains approximately 73 percent of the deposits and 47 percent of total loans were originated within this rated area. The other AA within the state of New Hampshire, the non-MSA AA, was assessed using limited-scope procedures. Final state conclusions were largely based on the results from the full-scope review for the Manchester-Nashua, NH MSA. Furthermore, we lent greater consideration to CBNA's performance during the 2014 through 2015 portion of the evaluation period because it is more reflective of the Bank's current business activity and lending 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 the state of New Hampshire is rated High Satisfactory. Based on full-scope reviews, the bank's performance in the Manchester-Nashua, NH MSA is good.

### **Lending Activity**

Lending volume is good in the state of New Hampshire. CBNA's deposit market share for Manchester NH MSA is 38.37 percent and the bank is ranked first out of 19 deposit-taking entities. For home purchase loans, the bank is ranked 11<sup>th</sup> (out of 245 lenders or top 4.49 percent) with a 1.12 percent market share. For home improvement loans, the bank is ranked 15<sup>th</sup> (out of 80 lenders or top 18.75 percent) with a 1.04 percent market share. For home refinance loans, the bank is ranked fifth (out of 211 lenders or top 2.37 percent) with a 3.54 percent market share. CBNA's market share for small loans to business is 4.13 percent and ranked seventh (out of 300 lenders or top 10.45 percent). Of the top six small business lenders are five nationwide lenders that have significant small business credit card portfolios with average loan sizes of \$8, while CBNA has an average loan size of \$67 thousand.

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

## Distribution of Loans by Income Level of the Geography

CBNA's overall geographic distribution of loans by income level of geography is good in the Manchester-Nashua, NH MSA. CBNA had good geographic distribution of home mortgage loans and excellent geographic distribution of small loans to businesses.

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

Geographic distribution of home purchase loans in the Manchester-Nashua, NH MSA is good. Geographic distribution of home improvement mortgage loans is excellent. Geographic distribution of home refinance loans in the Manchester-Nashua, NH MSA is adequate. Refer to Tables 2, 3, 4, and 5 in the state of New Hampshire section of Appendix D for the facts and data used to evaluate the geographic distribution of the bank's home mortgage loan originations and purchases.

### **2014 and 2015**

#### Home Purchase

The bank's geographic distribution of home purchase loans is good. The bank's performance exceeds the demographic comparator (owner-occupied units) in low-income geographies and is near to the comparator in moderate-income geographies. The bank's market share for home purchase loans in low-income geographies is lower than the bank's overall home purchase market share and approximates its overall purchase market share in moderate-income geographies. There are 48 lenders competing for home purchase loans (168 loans originated or purchased during 2015) in the AA's low-income geographies. The three market leaders, Residential Mortgage Services, St Mary's Bank CU, and Wells Fargo Bank, NA captured 37.5 percent of the market and were the only three lenders originating or purchasing ten or more loans. The other 45 lenders captured one to nine loans each, illustrating the challenges to capture more market share among all the lenders in the market. This performance is good.

#### Home Improvement

The bank's geographic distribution of home improvement loans is good. The bank's performance in low-income geographies is very poor as the bank did not originate or purchase any home improvement loans during 2014 and 2015 and did not capture any market share as a result. Market share reports show there are eight lenders in the MSA originating or purchasing a home improvement loan (only 15 loans were made during 2015), which illustrates the level of demand for these loans in the low-income geographies. In addition, with only 1.81 percent of owner-occupied housing in low-income geographies there is not significant demand for home improvement lending. The bank's performance in the moderate-income geographies is excellent as its performance significantly exceeds the demographic comparator and its market share for home improvement loans significantly exceeds its overall home improvement market share. This overall performance is good.

## Home Refinance

The bank's geographic distribution of home refinance loans is good. The bank's performance in low-income geographies exceeds the demographic comparator and is lower than the demographic comparator in moderate-income geographies. The bank's overall market share for home refinance loans is near to its overall home refinance market share in the low- and moderate-income geographies, reflecting good performance.

## **2012 and 2013**

The bank's 2012 and 2013 geographic distribution of home purchase loans is not inconsistent with the bank's good performance for these loans during 2014 and 2015. The bank's performance during 2012 and 2013 for home improvement loans is significantly stronger than its good performance during 2014 and 2015. The bank performance for home refinance loans during 2012 and 2013 is weaker than its good performance for these loans during 2014 and 2015. These differences in performance were considered but did not affect the overall conclusions.

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

Geographic distribution of small loans to businesses in the Manchester-Nashua, NH MSA is excellent. Refer to Table 6 in the state of New Hampshire section of Appendix D for the facts and data used to evaluate the geographic distribution of the bank's origination/purchase of small loans to businesses.

## **2014 and 2015**

The bank's geographic distribution of small loans to businesses in the Manchester-Nashua, NH MSA is excellent. The bank's small loans to business in low-income geographies significantly exceeds the demographic comparator (percent of small businesses) and exceeds the demographic comparator in moderate-income geographies. The bank's market share performance in both low- and moderate-income geographies significantly exceeds its overall small loans to business lending activity in the AA, reflecting excellent performance.

## **2012 and 2013**

The bank's geographic distribution of small loans to businesses during 2012 and 2013 is not inconsistent with its lending performance during 2014 and 2015 and reflects excellent performance. The bank's lending performance in low-income geographies is excellent, as the bank's lending significantly exceeds both the geographic comparator and its small loans to businesses overall market share. In moderate-income geographies, the bank's performance is excellent as performance is near to the demographic comparator and approximates its overall market share of small loans to businesses.

## **Lending Gap Analysis**

A lending gap analysis is performed on the bank's distribution of loans within the Manchester-Nashua, NH MSA. We did not identify any conspicuous gaps in the analysis of the bank's lending performance during the evaluation period.

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

The bank's overall distribution of loans to borrowers of different income levels is good in the Manchester-Nashua, NH MSA. CBNA's distribution of home loans is good and distribution of small loans to businesses is excellent.

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

The bank's distribution of home mortgage loans to borrowers of different income levels is good. CBNA's distribution of home purchase, home improvement, and home refinance loans to borrowers of different income levels is good. Refer to Tables 8, 9, and 10 in the state of New Hampshire section of Appendix D for the facts and data used to evaluate the borrower distribution of the bank's home mortgage loan originations and purchases.

### **2014 and 2015**

#### Home Purchase

The bank's borrower distribution of home purchase loans is good. The percentage of home purchase loans is below the demographic comparator (percent of families) for low-income borrowers. The bank's lending market share to low-income borrowers is near the bank's overall home purchase loan market share. Low-income borrowers can face certain challenges qualifying for home purchase loans in this AA as median housing values exceed \$300 thousand and a low-income borrower's annual gross income is less than 50 percent of the HUD Adjusted Median Family Income (\$74,400 for 2015), or \$37,200 annually (\$3,100 monthly). Qualifying for a conforming loan with this debt-to-income ratio can be difficult for these low-income borrowers and the bank's strong market share performance enhances its performance. CBNA is ranked eighth of 134 lenders competing for loans to low-income borrowers, capturing 2.6 percent of the market, behind the market leader Wells Fargo Bank, NA (9.05 percent of the market). Other lenders capturing more market share than CBNA included national mortgage companies and local credit unions. The bank's home purchase lending to moderate-income borrowers exceeds the demographic comparator and is significantly below the bank's overall home purchase loan market share, resulting in good lending performance in these moderate-income geographies.

#### Home Improvement

The bank's borrower distribution of home improvement loans is good. The percentage of home improvement loans significantly exceeds both the demographic comparator and the bank's overall home improvement loan market share for low-income borrowers. The bank's borrower distribution of home improvement loans is below the demographic comparator for moderate-

income borrowers. There were only 18 loans originated during the two year period and none were originated in to moderate-income borrowers in 2014, the year used for market share. The bank ranked sixth of 39 lenders, originating or purchasing a home improvement loan in the AA, capturing a 4.92 percent market share. This performance reflects good borrower distribution in these geographies.

### Home Refinance

The bank's borrower distribution of home refinance loans is good. The percentage of home refinance loans is below the demographic comparator for low-income borrowers. The bank's lending market share to low-income borrowers is near to its overall home refinance loan market share. The bank ranked sixth of 76 lenders originating or purchasing a home refinance loan to low-income borrowers in the AA, capturing 3.7 percent of market share. The bank's lending performance significantly exceeds both the demographic comparator and its overall home refinance loan market share to moderate-income borrowers, reflecting overall good borrower distribution.

### **2012 and 2013**

The bank's borrower distribution of home purchase loans during 2012 and 2013 is stronger than its performance during 2014 and 2015 with stronger borrower distribution performance. The bank's borrower distribution of home refinance loans is not inconsistent with its 2014 and 2015 performance. The bank's borrower distribution of home improvement loans is slightly weaker during 2012 and 2013 compared to its 2014 and 2015 performance.

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

The bank's borrower distribution of small loans to businesses in the Manchester-Nashua, NH MSA is excellent.

### **2014 and 2015**

The bank's lending performance is near to the demographic comparator (percent of businesses) and its lending market share to these businesses of different sizes significantly exceeds its overall small loans to businesses market share, reflecting excellent performance. Refer to Table 11 in the state of New Hampshire section of Appendix D for the facts and data used to evaluate the borrower distribution of the bank's origination/purchase of small loans to businesses.

### **2012 and 2013**

The bank's borrower distribution of small loans to businesses is not inconsistent with the excellent performance rating for 2014 and 2015. The bank's lending performance is near to the demographic comparator and significantly exceeds its overall small loans to businesses market share.

## **Community Development Lending**

CBNA originated four qualified community development loans totaling \$16 million during the evaluation period. This activity represents 2.39 percent of allocated Tier One Capital, which has a positive impact on the lending test rating. These qualified CD loans served a purpose of community services and included a loan for \$4.70 million to a charitable organization that provides services for low- and moderate-income families which include the distribution of food, clothing, and fuel to those residents in need. Refer to Table 1 Lending Volume in the state of New Hampshire section of Appendix D for the facts and data used to evaluate the bank's level of community development lending. This table includes all community development loans, including multifamily loans that also qualify as community development loans.

## **Product Innovation and Flexibility**

CBNA makes limited use of innovative and flexible lending programs in the MSA. 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 NH non-MSA is stronger than the bank's overall good performance under the lending testing in the state of New Hampshire. The bank's performance is stronger with the geographic distribution of home loans in the non-MSA. The performance in the limited-scope area did not impact the overall state of New Hampshire lending test rating. Refer to Tables 1 through 13 in the state of New Hampshire section of Appendix D for the facts and data that support these conclusions.

## **INVESTMENT TEST**

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

The bank's performance under the investment test in New Hampshire is High Satisfactory. Based on the full-scope review, the bank's performance in the Manchester MSA AA is good. Refer to Table 14 in the state of New Hampshire section of Appendix D for the facts and data used to evaluate the bank's level of qualified investments.

CBNA exhibited a good level of responsiveness to the community investment needs in Manchester-Nashua, NH MSA. The volume of qualified community development investments for the evaluation period in the Manchester-Nashua, NH MSA is good. Prior period qualified investments continue to have ongoing benefit to the identified needs in the AA. CBNA made 115 current and prior period investments in the Manchester-Nashua, NH MSA totaling \$41 million. These included 31 grants and contributions totaling \$583 million that directly and positively affect this AA. We gave positive consideration for qualified broader statewide or regional area investments made during the evaluation period which, included eight prior period investments totaling \$8 million. These investments were 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 the pro rata share of deposits as a means of comparative analysis. The dollar amount of the investments, represents 4.37 percent of Tier One Capital allocated to the Manchester-Nashua, NH MSA.

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

Based on limited-scope reviews, the bank's performance under the investment test in the non-MSA NH AA is not inconsistent with the bank's overall good performance under the investment test in the state of New Hampshire and therefore had no impact on the investment test rating for the state of New Hampshire. Refer to Table 14 in the state of New Hampshire section of Appendix D for the facts and data that support these conclusions.

## **SERVICE TEST**

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

The bank's performance under the service test in state of New Hampshire is rated Outstanding. Based on the full-scope review, the bank's performance in the Manchester-Nashua, NH MSA is excellent.

### **Retail Banking Services**

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

CBNA's branches are readily accessible to all portions of the AA. The bank operates 21 full-service branch offices in the Manchester-Nashua, NH MSA. The bank's distribution of branches in low-income geographies is significantly exceeds the percentage of the population living within those geographies. The distribution in moderate-income geographies is significantly below, the percentage of the population living within those geographies. One branch located in middle- and upper-income geographies is within 1000 feet of low- and moderate- income geographies. Bank analysis indicates that 49% of the account openings in these branches are for the benefit of individuals living in low-or moderate-income census tracts. 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. CBNA offers a wide range of traditional deposit and banking products.

CBNA makes adequate use of alternative delivery systems through ATMs, telephone and on-line banking, electronic bill pay, and mobile banking options. The bank operates 57 deposit-taking ATMs in the Manchester-Nashua, NH MSA. 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. Bank analysis of usage for telephone banking services was similar for customers located in low- and moderate-income geographies than other areas. The analysis of mobile banking usage shows slightly lower usage than total customer usage.

CBNA's record of opening and closing of branches has not significantly adversely affected the accessibility of its delivery systems, particularly in low- and moderate-income geographies or to low- and moderate-income individuals. CBNA closed seven branches, one of which was in a low-income geography. Even with this closure in a low-income geography, the percentage of branches exceeds the percentage of low-income population.

## **Community Development Services**

CBNA's level of community development services is good in the Manchester-Nashua, NH MSA. During the evaluation period, the bank conducted 17 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 366 individuals participated in these financial education seminars. Local CBNA management members were actively involved in providing leadership to 14 different community organizations. During the evaluation period, bank personnel participated on nine boards, one committee, and in advisory roles offering technical assistance in four different organizations for 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 non-MSA New Hampshire AA was not inconsistent with the excellent service test performance in the state of New Hampshire. The branch distribution in the moderate-income geography for the New Hampshire non-MSA exceeded the percentage of the population in that geography. The bank's performance in the limited-scope area was consistent and therefore did not impact on the overall service test performance rating for the state of New Hampshire. Refer to the Table 15 in the state of New Hampshire section of Appendix D for the facts and data that support these conclusions.

## State Rating

### **State of New York**

|  |                          |
|--|--------------------------|
| <b>CRA Rating for New York<sup>10</sup>:</b> | <b>Satisfactory</b>      |
| <b>The lending test is rated:</b>            | <b>High Satisfactory</b> |
| <b>The investment test is rated:</b>         | <b>Outstanding</b>       |
| <b>The service test is rated:</b>            | <b>Low Satisfactory</b>  |

The major factors that support this rating include:

- CBNA's level of lending activity is excellent.
- CBNA's of loans by income level of geography is adequate. Geographic distribution of home mortgage loans is adequate and small loans to businesses is adequate.
- The bank's distribution of loans by income level of borrower is good. Performance for home loans is good and performance for small loans to businesses is excellent.
- The bank's qualified community development lending has a significantly positive impact on the lending test rating.
- CBNA's level of qualified community development investments is excellent.
- CBNA's branch distribution is adequate and its level of community development services is excellent.

### **Description of Institution's Operations in New York**

CBNA has delineated 12 AAs within the state of New York. They include Albany-Schenectady-Troy, NY MSA, Binghamton, NY MSA, Buffalo-Niagara Falls, NY MSA, Glens Falls, NY MSA, Ithaca, NY MSA, Kingston, NY MSA, New York-White Plains-Wayne, NY-NJ MD, Poughkeepsie-Newburgh-Middletown, NY MSA, Rochester, NY MSA, Syracuse, NY MSA, Utica-Rome, NY MSA, and seven non-MSA counties (New York non-MSA). As a result of the 2013 OMB revisions that became effective January 1, 2014, the Poughkeepsie-Newburgh-Middletown, NY MSA was discontinued and its two counties, Orange and Dutchess, were reassigned. Orange County was moved to the newly named New York-Jersey City-White Plains, NY-NJ, MD (formerly the New York-White Plains-Wayne, NY-NJ MD). Dutchess County was moved to the newly formed Dutchess County-Putnam County, NY MD. After the OMB

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<sup>10</sup> 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.

revisions, CBNA continues to have 12 AAs in New York State resulting from the loss of the Poughkeepsie-Newburgh-Middletown, NY MSA and the addition of the Dutchess County-Putnam County, NY MD.

In June 2012, CNBA sold 57 of its New York branches to Peoples Bank. As 29 of the branches represented the bank's presence in the Nassau-Suffolk, NY MD that geography is no longer designated an assessment area. The bank also removed Elmira, NY MSA as an assessment area after closing its branch in 2012.

Based upon FDIC summary of deposits information as of June 30, 2015, CBNA has approximately \$8.5 billion in deposits in the state, which represents 11.58 percent of the bank's total deposits. The bank made 9.45 percent of its evaluation period lending in this state

CBNA has 147 office locations and 316 deposit taking ATMs within the state. The bank ranks second in deposit market share with 0.61 percent. Primary competitors include JPMorgan Chase Bank, N.A. with 34.76 percent, The Bank of New York Mellon with 9.54 percent, and HSBC Bank USA, N.A. with 6.23 percent. There are 217 FDIC-insured depository institutions within the bank's AAs.

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

## **Scope of Evaluation in New York**

The Buffalo-Cheektowaga-Niagara Falls, NY MSA has 20.1 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. 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 2014 through 2015 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 the state of New York is rated High Satisfactory. Based on full-scope reviews, the bank's performance in the Buffalo-Cheektowaga-Niagara Falls, NY MSA is good.

### **Lending Activity**

Lending volume is excellent in the Buffalo-Cheektowaga-Niagara Falls, NY MSA. CBNA's deposit market share for Buffalo-Cheektowaga-Niagara Falls, NY MSA is 4.28 percent and the bank is ranked fifth (out of 16 deposit-taking entities or top 31.25 percent). For home purchase loans, the bank is ranked ninth (out of 186 lenders or top 4.84 percent) with a 2.06 percent

market share. For home improvement loans, the bank is ranked fourth (out of 93 lenders or top 4.30 percent) with an 11.88 percent market share. For home refinance loans, the bank is ranked fifth (out of 168 lenders or top 2.98 percent) with a 3.01 percent market share. CBNA's market share for small loans to business is 2.17 percent and ranked 12<sup>th</sup> (out of 68 lenders or top 17.65 percent). Of the top 11 small business lenders, six are nationwide lenders that have significant small business credit card portfolios with average loan sizes of \$7 thousand. CBNA has an average loan size of \$46 thousand.

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

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

CBNA's overall geographic distribution of loans by income level of geography is adequate in the Buffalo-Cheektowaga-Niagara Falls, NY MSA. CBNA had adequate geographic distribution of home mortgage loan originations and purchases and adequate distribution of small loans to businesses.

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

Geographic distribution of home mortgage loans in the Buffalo-Cheektowaga-Niagara Falls, NY MSA is adequate. CBNA's geographic distribution of home improvement loans is excellent. CBNA's distribution of home purchased and refinance loans is adequate. Refer to Tables 2, 3, and 4 in the state of New York section of Appendix D for the facts and data used to evaluate the geographic distribution of the bank's home mortgage loan originations and purchases.

### **2014 and 2015**

#### **Home Purchase**

The bank's geographic distribution of home purchase loans is adequate. The bank's performance is significantly below both the demographic comparator (owner-occupied units) and the bank's overall home purchase market share in low-income geographies. Market share reports for 2015 home purchase lending activity in the low-income geographies illustrates the highly competitive market for these purpose loans in the AA. There were a total of 40 lenders competing for the 279 originations or purchases in the low-income geographies in the AA. CBNA ranked 15<sup>th</sup> with a 1.08 percent market share. One large financial institution purchased a large quantity (15 percent of all loans originated or purchased in low- and moderate-income geographies), skewing the market share information. The bank's performance in moderate-income geographies is below both the demographic comparator and its overall home purchase market share in moderate-income geographies, reflecting adequate performance.

#### **Home Improvement**

The bank's geographic distribution of home improvement loans is excellent. The bank's performance in low-income geographies significantly exceeds both the demographic comparator and its overall home improvement market share. Similarly, the bank's performance

in the moderate-income geographies is excellent as its performance significantly exceeds both the demographic comparator and its overall home improvement market share. This performance is excellent.

### Home Refinance

The bank's geographic distribution of home refinance loans is adequate. The bank's performance is significantly below the demographic comparator in low-income geographies. The bank's market share for home refinance loans in low-income geographies exceeds its overall home refinance market share. The bank's performance is below the geographic comparator in moderate-income geographies and near to its overall market share for home refinance loans in moderate-income geographies, resulting in good performance in these moderate-income geographies. This reflects adequate overall performance.

### **2012 and 2013**

The bank's 2012 and 2013 geographic distribution of home purchase loans is not inconsistent with the bank's adequate performance for these loans during 2014 and 2015. The bank's geographic distribution of home improvement loans during 2012 and 2013 is not inconsistent with the bank's excellent lending performance during 2014 and 2015. The bank's geographic distribution of home refinance loans during 2012 and 2013 is not inconsistent with the bank's good lending performance during 2014 and 2015.

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

Geographic distribution of small loans to businesses in the Buffalo-Cheektowaga-Niagara Falls, NY MSA is adequate. Refer to Table 6 in the state of New York section of Appendix D for the facts and data used to evaluate the geographic distribution of the bank's origination/purchase of small loans to businesses.

### **2014 and 2015**

The bank's geographic distribution of small loans to businesses in the Buffalo-Cheektowaga-Niagara Falls, NY MSA is adequate. The bank's distribution of small loans to business in low-income geographies is significantly below the demographic comparator (percent of small businesses) and its market share for small loans to businesses in low-income. Only eight percent of businesses are located in low-income geographies limiting the opportunities for lending. In moderate-income geographies, the distribution of loans is below the demographic comparator, but its market share for small loans to business approximates its overall small loans to business market share.

### **2012 and 2013**

The bank's geographic distribution of small loans to businesses during 2012 and 2013 is slightly stronger than the bank's adequate rating in the low- and moderate-income geographies during 2014 and 2015 with stronger performance in lending performance with the demographic comparator and stronger overall market share.

### ***Lending Gap Analysis***

A lending gap analysis is performed on the bank's distribution of loans within the Buffalo-Cheektowaga-Niagara Falls, NY MSA. We did not identify any conspicuous gaps in the analysis of the bank's lending performance during the evaluation period.

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

The bank's overall distribution of loans to borrowers of different income levels in the Buffalo-Cheektowaga-Niagara Falls, NY MSA is good. CBNA's distribution of home loans is good and distribution of small loans to businesses is excellent.

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

CBNA's distribution of home purchase and home refinance loans to borrowers of different income levels is good. CBNA's distribution of home improvement loans is excellent. Refer to Tables 8, 9, and 10 in the state of New York section of Appendix D for the facts and data used to evaluate the borrower distribution of the bank's home mortgage loan originations and purchases.

#### **2014 and 2015**

##### Home Purchase

The bank's borrower distribution of home purchase loans is good. The percentage of home purchase loans originated or purchased to low-income borrowers is significantly lower than the demographic comparator (percent of families) and its market share performance is near to its overall home purchase lending in the AA. Low-income families earn less than 50 percent of the median family income and include the households that are below the area's high poverty level (14 percent). Considering this context, the borrower distribution in low-income geographies is good. The bank's home purchase lending to moderate-income borrowers significantly exceeds the demographic comparator and is below its overall home purchase lending market share, reflecting good overall performance.

##### Home Improvement

The bank's borrower distribution of home improvement loans is excellent. The percentage of home improvement loans to low-income borrowers significantly exceeds both the demographic comparator and its overall home improvement loan market share. The bank's borrower distribution of home improvement loans to moderate-income borrowers also significantly exceeds both the demographic comparator and the bank's overall home improvement loan market share. This performance reflects excellent borrower distribution of home improvement loans in these geographies.

## Home Refinance

The bank's borrower distribution of home refinance loans is good. The percentage of home refinance loans is below the demographic comparator for low-income borrowers. The bank's lending market share to low-income borrowers is below its overall home refinance loan market share. The bank's lending performance to moderate-income borrowers exceeds the demographic comparator and its overall home refinance loan market share to moderate-income borrowers. This reflects good overall borrower distribution of home refinance loans.

## **2012 and 2013**

The bank's borrower distribution of home purchase loans is slightly stronger during 2012 and 2013 than its overall 2014 and 2015 lending performance of good. The bank's borrower distribution of home improvement loans and home refinance loans is not inconsistent with its overall 2014 and 2015 lending performance of good and excellent, respectively.

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

The bank's borrower distribution of small loans to businesses of different sizes in the Buffalo-Cheektowaga-Niagara Falls, NY MSA is excellent.

## **2014 and 2015**

The bank's lending performance exceeds the demographic comparator (percent of businesses) and its lending market share to these businesses of different sizes significantly exceeds its overall small loans to businesses market share, reflecting excellent performance. Refer to Table 11 in the state of New York section of Appendix D for the facts and data used to evaluate the borrower distribution of the bank's origination/purchase of small loans to businesses.

## **2012 and 2013**

The bank's borrower distribution of small loans to businesses of different sizes is not inconsistent with the excellent performance rating for 2014 and 2015. The bank's lending performance exceeds the demographic comparator and significantly exceeds its overall small loans to businesses market share, reflecting excellent lending performance to businesses of different sizes.

## **Community Development Lending**

The bank originated five qualified community development loans in the Buffalo-Cheektowaga-Niagara Falls, NY MSA totaling \$128.07 million. This activity represents 51.88 percent of allocated Tier One Capital and has a significantly positive impact on the lending test rating. These CD loans served a primary purpose of economic development and community services. An example of a qualified loan includes a \$10.96 million loan to rehabilitate mixed use property in a low-income census tract that helps in achieving the City of Buffalo's plan for redevelopment of historical sites, revitalizing the area. Refer to Table 1 Lending Volume in the

state of New York section of Appendix D for the facts and data used to evaluate the bank's level of community development lending. This table includes all community development loans, including multifamily loans that also qualify as community development loans.

## **Product Innovation and Flexibility**

CBNA 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 Albany-Schenectady-Troy, NY MSA, Dutchess County-Putnam County, NY MD, Glens Falls, NY MSA, Ithaca, NY MSA, Kingston, NY MSA, New York-Jersey City-White Plains, NY MSA, Utica-Rome, NY MSA, and New York non-MSA is not inconsistent with the bank's overall good performance under the lending testing in the state of New York. In the Binghamton, NY MSA, Rochester, NY MSA, and Syracuse, NY MSA the bank's performance is stronger than the bank's overall good performance under the lending test in state of New York with stronger geographic performance in the Binghamton, NY MSA and stronger borrower distribution in the Rochester, NY MSA and Syracuse, NY MSA. The differences in limited-scope areas did not affect the overall rating.

## **INVESTMENT TEST**

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

The bank's performance under the investment test in the state of New York is Outstanding. Based on the full-scope review, the bank's performance in the Buffalo-Cheektowaga-Niagara Falls AA is excellent. Performance in the limited-scope AA had a negative impact on the overall state rating. Refer to Table 14 in the Buffalo-Cheektowaga-Niagara Falls section of Appendix D for the facts and data used to evaluate the bank's level of qualified investments.

CBNA exhibited an excellent level of responsiveness to the community investment needs in the Buffalo-Cheektowaga-Niagara Falls MSA. The volume of qualified community development investments for the evaluation period in Buffalo-Cheektowaga-Niagara Falls MSA is excellent. A small number of prior period qualified investments continue to have ongoing benefit to the identified needs in the AA. CBNA had 68 current and prior period qualified investments in the Buffalo-Cheektowaga-Niagara Falls MSA totaling \$17 million. These include 21 grants and contributions totaling \$218 million that directly and positively affect this AA. The bank entered into a variety of investments during the exam cycle that include investments in financial education, human services, and community services. These investments were highly responsive to the identified community development needs in the AA. In addition, the bank has over \$6 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 6.98 percent of Tier One Capital allocated to the Buffalo-Cheektowaga-Niagara Falls.

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

Based on limited-scope reviews, the bank's performance under the investment test in the Albany, NY MSA, Ithaca, NY MSA, Kingston, NY MSA, Rochester, NY MSA, Syracuse, NY MSA, and Utica, NY MSA and the New York non-MSA AA, is not inconsistent with, the bank's overall excellent performance under the investment test in the state of New York. The bank's performance under the investment test in the Binghamton, NY MSA, Dutchess, NY MSA, Glens Falls, NY MSA, Kingston, NY MSA, and New York-White Plains-Wayne, NY MD, is weaker than the bank's overall excellent performance in the state of New York. The volume of investments as a percent of allocated Tier One Capital, is lower in these. The investment test performance in the limited-scope areas did not impact on the bank's overall investment test rating for the state of New York. Refer to Table 14 in the state of New York section of Appendix D for the facts and data that support these conclusions.

## **SERVICE TEST**

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

The bank's performance under the service test in state of New York is rated Low Satisfactory. Based on the full-scope review, the bank's performance in the Buffalo-Cheektowaga-Niagara Falls, NY MSA is adequate.

## **Retail Banking Services**

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

CBNA's branches are reasonably accessible to all portions of the AA. The bank operates 41 full-service branch offices in the Buffalo-Cheektowaga-Niagara Falls, NY MSA. The bank's distribution of branches in low-income geographies is well below and moderate-income geographies, is below the percentage of the population living within those geographies. CBNA does not have any branches located in low-income tracts. However, four branches located in middle- and upper-income geographies are within 1000 feet of low- and moderate-income geographies. Bank analysis indicates that 21 percent of account openings are from individuals living in low- or moderate-income geographies. Taking into account the adjacent branches, access to banking services in low- and moderate-income geographies is considered adequate. 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. CBNA offers a wide range of traditional deposit and banking products.

CBNA makes adequate use of alternative delivery systems through ATMs, telephone and on-line banking, electronic bill pay, and mobile banking options. The bank operates seventy-four deposit-taking ATMs in the Buffalo-Cheektowaga-Niagara Falls MSA. 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. Bank analysis of usage for telephone banking services was higher for customers located in low- and moderate-income geographies than other areas. The analysis of mobile banking usage shows good usage but lower usage than total customer usage.

CBNA's record of opening and closing of branches has not significantly affected the accessibility of its delivery systems, particularly in low- and moderate-income geographies or to low- and moderate-income individuals. CBNA closed three branches, two of which were in a moderate-income geography. Another branch is located within 0.05 miles of one closed branch and 1.4 miles from the other closed branch.

## **Community Development Services**

CBNA's level of community development services is excellent in the Buffalo-Cheektowaga-Niagara Falls MSA. During the evaluation period, CBNA conducted 103 homebuyer education, and foreclosure-prevention seminars. These assemblies were very responsive to community development needs, especially during the recent real estate recession. The bank recorded 1,110 participants in home ownership and foreclosure-prevention seminars targeted to low- and moderate-income individuals. In addition, the bank conducted 52 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 2,215 individuals participated in these financial education seminars. Local CBNA management members were actively involved in providing leadership to 26 different community organizations. During the evaluation period, bank personnel participated on 15 boards, one committee, and in advisory roles offering technical assistance in 10 different organizations for community development volunteer activities.

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

Based on limited-scope reviews, the bank's performance for the service test in the Albany , NY MSA, Binghamton, NY MSA, Dutchess, NY MD, Kingston NY MSA, New York-White Plains-Wayne, NY MD, and Rochester, NY MSA, was stronger than the bank's overall good rating under the service test for the state of New York. CBNA's branch distribution in low- and moderate-income geographies in these AAs exceeds the low- and moderate-income population. The bank's performance in the Glens Falls MSA, Ithaca MSA, Syracuse MSA, Utica MSA, and New York Non MSA, was weaker than the good service test performance in the state of New York. CBNA's branch distribution in low- and moderate-income geographies in these AAs was less than the low- and moderate-income population. The bank's performance in these limited-scope areas did not impact on the overall service test performance rating for the state of New York. Refer to the Table 15 in the state of New York section of Appendix D for the facts and data that support these conclusions.

## State Rating

### **State of Ohio**

|  |                          |
|--|--------------------------|
| <b>CRA Rating for Ohio<sup>11</sup>:</b> | <b>Outstanding</b>       |
| <b>The lending test is rated:</b>        | <b>Outstanding</b>       |
| <b>The investment test is rated:</b>     | <b>Outstanding</b>       |
| <b>The service test is rated:</b>        | <b>High Satisfactory</b> |

The major factors that support this rating include:

- The bank's level of lending activity is excellent.
- CBNA's geographic distribution of loans is good. Performance for home loans is adequate and performance for small loans to businesses is excellent.
- CBNA's distribution of loans to borrowers of different income levels and businesses of different sizes is excellent.
- CBNA's level of qualified community development investments is excellent.
- CBNA's branch distribution is good and its level of community development services is excellent.

### **Description of Institution's Operations in Ohio**

CBNA has delineated seven AAs within the state of Ohio. They include Akron MSA, Stark County in the Canton MSA, Cleveland-Elyria MSA, Delaware, Fairfield, and Franklin counties in the Columbus MSA, Lucas and Wood counties in the Toledo MSA, Youngstown MSA, and the non-MSA AA that includes Columbiana, Scioto, and Tuscarawas counties.

As of June 30, 2015, statewide deposits totaled nearly \$8 billion and represented 10.87 percent of the bank's total deposits. The bank ranked third with a 9.19 percent market share. Deposit competitors include Key Bank, N.A.; PNC Bank, N.A.; and Third Federal Savings and Loan Association of Cleveland. CBNA operates 115 branches within the state. The bank opened one branch and closed 33 branches in Ohio during the evaluation period. Refer to the market profiles for the state of Ohio in Appendix C for detailed demographics and other performance context information for the Cleveland-Elyria MSA that received a full-scope review.

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<sup>11</sup> 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 Ohio

The Cleveland-Elyria MSA has 71.5% 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. 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 2014 through 2015 portion of the evaluation period because it is 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 the state of Ohio is rated Outstanding. Based on full-scope reviews, the bank's performance in the Cleveland-Elyria, OH MSA is excellent.

#### Lending Activity

Lending volume is excellent in the state of Ohio. CBNA's deposit market share for Cleveland OH MSA is 8.94 percent and the bank is ranked third (out of 37 deposit-taking entities or top 8.11 percent). For home purchase loans, the bank is ranked tenth (out of 326 lenders or top 3.07 percent) with a 1.22 percent market share. For home improvement loans, the bank is ranked fourth (out of 93 lenders or top 4.30 percent) with a 6.59 percent market share. For home refinance loans, the bank is ranked ninth (out of 302 lenders or top 2.98 percent) with a 2.34 percent market share. CBNA's market share for small loans to business is 2.42 percent and ranked tenth (out of 100 lenders or top 10 percent). Of the top ten small business lenders are five nationwide lenders that have significant small business credit card portfolios with average loan sizes of \$8 thousand. CBNA has an average loan size of \$51 thousand.

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

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

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

#### *Home Mortgage Loans*

Geographic distribution of home purchase mortgage loans in the Cleveland-Elyria, OH MSA is adequate. CBNA's geographic distribution of home Improvement loans is excellent. CBNA's distribution of home refinance loans and home purchase loans is adequate. The bank's home refinance lending volume approximated its combined home purchase and home improvement lending volumes, and therefore; received more weight in the overall lending rating. Refer to

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

## **2014 and 2015**

### Home Purchase

The bank's geographic distribution of home purchase loans is adequate. The bank's performance is significantly below the demographic comparator (owner-occupied units) and below the bank's overall home purchase market share in low-income geographies. Market share reports show 74 lenders competing in these low-income tracts for the 474 home purchase loans originated or purchased during 2014. The top four lenders, which includes larger national banks and regional banks, captured a combined 33.3 percent of these loan types (or 158 loans). CBNA ranked 26<sup>th</sup> of these 74 lenders (or top 35 percent) with four home purchase loan originations. With limited market demands and the small number of originations, the bank's performance is adequate. The bank's home purchase lending geographic distribution in moderate-income geographies is significantly below the demographic comparator but exceeds its overall home purchase market share.

### Home Improvement

The bank's geographic distribution of home improvement loans is excellent. The bank's performance in low-income geographies significantly exceeds both the demographic comparator and its overall home improvement market share. Similarly, the bank's performance in the moderate-income geographies is excellent as its performance significantly exceeds both the demographic comparator and its overall home improvement market share. This performance is excellent.

### Home Refinance

The bank's geographic distribution of home refinance loans is adequate. The bank's performance is significantly below the demographic comparator in low-income geographies. The bank's market share for home refinance loans in low-income geographies exceeds its overall home refinance market share. Based on market share reports, there are a total of 69 mortgage originators in this AA competing for the 362 home mortgage refinance loans made during 2014. The top three lenders included PNC Bank, N.A., Wells Fargo Bank, NA, and JPMorgan Chase Bank, NA which originated a combined 80 refinance loans or 22.1 percent of all refinance mortgages in the AA. CBNA ranked 13<sup>th</sup> of the 69 lenders (top 20 percent), capturing 2.76 percent of market share, resulting in adequate performance in these low-income geographies. The bank's performance in moderate-income geographies is below the geographic comparator but exceeds its overall market share for home refinance loans, resulting in good performance in these moderate-income geographies.

## **2012 and 2013**

The bank's 2012 and 2013 geographic distribution of home purchase loans is slightly stronger than its performance in 2014 and 2015. The bank's distribution of home improvement loans is not inconsistent with the bank's excellent performance for these loans during 2014 and 2015. The bank's geographic distribution of home refinance loans was not inconsistent with the bank's adequate lending performance during 2014 and 2015.

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

Geographic distribution of small loans to businesses in the Cleveland-Elyria, OH MSA is excellent. Refer to Table 6 in the state of Ohio section of Appendix D for the facts and data used to evaluate the geographic distribution of the bank's origination/purchase of small loans to businesses.

## **2014 and 2015**

The bank's geographic distribution of small loans to businesses in the Cleveland-Elyria, OH MSA is excellent. The bank's small loans to business in low-income geographies is slightly below the demographic comparator (percent of small businesses) and significantly exceeds its overall market share for small loans to businesses. In moderate-income geographies, the distribution of loans is near to the demographic comparator and exceeds its market share for small loans to business overall market share of small loans to businesses.

## **2012 and 2013**

The bank's geographic distribution of small loans to businesses during 2012 and 2013 is not inconsistent with the bank's excellent lending performance in the low- and moderate income geographies during 2014 and 2015.

### ***Lending Gap Analysis***

A lending gap analysis is performed on the bank's distribution of loans within the Cleveland-Elyria, OH MSA. We did not identify any unexplained conspicuous gaps in the analysis of the bank's lending performance over the evaluation period.

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

The bank's overall distribution of loans to borrowers of different income levels in the State of Ohio is excellent. CBNA's borrower distribution of home loans is excellent and distribution of small loans to businesses of different sizes is excellent.

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

CBNA's distribution of home improvement, and home refinance loans to borrowers of different income levels is excellent. Distribution of home purchase loans is good. Refer to Tables 8, 9,

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

## **2014 and 2015**

### Home Purchase

The bank's borrower distribution of home purchase loans is good. The percentage of home purchase loans originated or purchased to low-income borrowers is below the demographic comparator (percent of families). The bank's market share performance to low-income borrowers exceeds its overall home purchase lending in the AA. . Low-income families earn less than 50 percent of the median family income and include the households that are below the area's high poverty level (14 percent). Considering this context, home purchase lending to low-income borrowers is good. The bank's home purchase lending to moderate-income borrowers significantly exceeds the demographic comparator and exceeds its overall home purchase lending market share, reflecting excellent performance to moderate-income borrowers. This overall performance is good.

### Home Improvement

The bank's borrower distribution of home improvement loans is excellent. The percentage of home improvement loans to low-income borrowers significantly exceeds both the demographic comparator and its overall home improvement loan market share. The bank's borrower distribution of home improvement loans to moderate-income borrowers also significantly exceeds both the demographic comparator and the bank's overall home improvement loan market share. This performance reflects excellent borrower distribution of home improvement loans in these geographies.

### Home Refinance

The bank's borrower distribution of home refinance loans is excellent. The percentage of home refinance loans is below the demographic comparator for low-income borrowers. The bank's lending market share to low-income borrowers significantly exceeds its overall home refinance loan market share. The bank's lending performance to moderate-income borrowers significantly exceeds both the demographic comparator and its overall home refinance loan market share to moderate-income borrowers. This performance reflects excellent overall borrower distribution of home refinance loans.

## **2012 and 2013**

The bank's borrower distribution of home purchase loans is slightly stronger during 2012 and 2013 than its overall 2014 and 2015 good lending performance. The bank's borrower distribution of home improvement loans and home refinance loans is not inconsistent with its overall 2014 and 2015 lending performance of excellent.

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

The bank's borrower distribution of small loans to businesses of different sizes in the Cleveland-Elyria, OH MSA is excellent. Refer to Table 11 in the State of Ohio section of Appendix D for the facts and data used to evaluate the borrower distribution of the bank's origination/purchase of small loans to businesses.

### **2014 and 2015**

The bank's lending performance of small loans to businesses of different sizes approximates the demographic comparator (percent of businesses) and significantly exceeds its lending market share to these businesses of different sizes, reflecting excellent performance.

### **2012 and 2013**

The bank's borrower distribution of small loans to businesses of different sizes is not inconsistent with the excellent performance rating for 2014 and 2015. The bank's lending performance approximates the demographic comparator and significantly exceeds its overall small loans to businesses market share, reflecting excellent lending performance to businesses of different sizes.

## **Community Development Lending**

The volume and nature of the bank's qualified CD lending had a neutral impact on the Lending Test evaluation in the Cleveland-Elyria, OH MSA. The bank originated five qualified CD loans amounting to \$12 million and included loans primarily targeted for economic development and affordable housing, two identified credit needs within the Cleveland-Elyria, OH MSA. This activity represents 1.45 percent of allocated Tier One Capital. CD loans were not considered to be innovative or complex. Refer to Table 1 Lending Volume in the State of Ohio section of Appendix D for the facts and data used to evaluate the bank's level of community development lending. This table includes all community development loans, including multifamily loans that also qualify as community development loans.

## **Product Innovation and Flexibility**

CBNA made limited use of flexible or innovative loan programs in the MSA, which had a neutral impact on the bank's lending test performance rating.

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

Based on limited-scope reviews, the bank's performance under the lending test in the Akron, OH MSA and the Ohio non-MSA is not inconsistent with the bank's overall High Satisfactory performance under the lending testing in the state of Ohio. In the Columbus, OH MSA and Toledo, OH MSA the bank's performance is stronger than the bank's overall good performance in the state of Ohio with stronger geographic distribution of home loans and small loans to businesses. In the Canton-Massillon, OH MSA and Youngstown-Warren-Boardman, OH MSA the bank's performance is weaker than the bank's overall performance in the state of Ohio with

weaker geographic distribution of home loans. Refer to the Tables 1 through 13 in the state of Ohio section of Appendix D for the facts and data that support these conclusions.

## **INVESTMENT TEST**

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

The bank's performance under the investment test in the state of Ohio is Outstanding. Based on the full-scope review, the bank's performance in the Cleveland-Elyria, OH MSA is excellent. Refer to Table 14 in the State of Ohio section of Appendix D for the facts and data used to evaluate the bank's level of qualified investments.

CBNA exhibited excellent level of responsiveness to the community investment needs in the Cleveland-Elyria, OH MSA. The volume of qualified community development investments for the evaluation period in the Cleveland-Elyria, OH MSA is good. Prior period qualified investments continue to have ongoing benefit to the identified needs in the AA. CBNA's investments in the Cleveland-Elyria, OH MSA include 72 qualified investments totaling \$59 million, 47 grants and contributions totaling \$980 thousand that directly and positively affect this AA. The bank entered into a variety of investments during the exam cycle that include investments in housing, financial education, economic development, and human services. These investments were highly responsive to the identified community development needs in the AA. In addition, the bank has over \$6 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 the pro rata share of deposits as a means of comparative analysis. The dollar amount of the investments, not including unfunded commitments, represents 7.12 percent of Tier One Capital allocated to the Cleveland-Elyria, OH MSA.

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

Based on limited-scope reviews, the bank's performance under the investment test in the Akron, OH MSA, Canton, OH MSA, Columbus, OH MSA, Toledo, OH MSA, Ohio non-MSA AA is not inconsistent with the bank's overall excellent performance under the investment test in the state of Ohio. The bank's performance in the Youngstown, OH MSA, is weaker than the bank's overall excellent performance under the investment test for the state of Ohio. The volume of qualified investments made in the Youngtown MSA is lower than the volume of investments made, as a percent of Tier One Capital. The investment test performance in the limited-scope areas did not impact on the bank's overall investment test rating for the state of Ohio. Refer to Table 14 in the state of Ohio section of Appendix D for the facts and data that support these conclusions.

## **SERVICE TEST**

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

The bank's performance under the service test in state of Ohio is rated High Satisfactory. Based on the full-scope review, the bank's performance in the Cleveland-Elyria, OH MSA is excellent.

#### **Retail Banking Services**

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

CBNA's branches are accessible to all portions of the AA. The bank operates 56 full-service branch offices in the Cleveland-Elyria, OH MSA. The bank's distribution of branches in low-income geographies and moderate-income geographies is below the percentage of the population living within those geographies. However, five branches located in middle- and upper-income geographies are within 1,000 feet of low- and moderate-income geographies. Bank analysis indicates that 55 percent of the account openings in these branches are for the benefit of individuals living in low- or moderate-income census tracts. Taking into account the adjacent 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. CBNA offers a wide range of traditional deposit and banking products.

CBNA makes good use of alternative delivery systems through ATMs, telephone and on-line banking, electronic bill pay, and mobile banking options. The bank operates 70 deposit-taking ATMs in the Cleveland-Elyria, OH MSA. 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. Bank analysis of usage for telephone banking services was higher for customers located in low- and moderate-income geographies than other areas. Its analysis of mobile banking usage shows good usage but lower usage than total customer usage.

CBNA's record of opening and closing of branches has had a slight adverse affected the accessibility of its delivery systems, particularly in low- and moderate-income geographies or to low- and moderate-income individuals. CBNA closed ten branches, one of which was in a moderate-income geography. Another branch is 1.4 miles away from the moderate-income branch that was closed.

## **Community Development Services**

CBNA's level of community development services is excellent in the Cleveland-Elyria, OH MSA. During the evaluation period, the bank recorded 380 participants in 18 homebuyer education and foreclosure-prevention seminars targeted to low- and moderate-income individuals. In addition, the bank conducted 102 financial education seminars with various local community and municipal organizations. These classes provided instruction on basic banking functions and small business products and services. 2,151 individuals participated in these financial education seminars. Local CBNA management members were actively involved in providing leadership to 33 different community organizations. During the evaluation period, bank personnel participated on 17 boards, three committees, and in advisory roles offering technical assistance in 13 different organizations for 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 Akron, OH MSA, Canton, OH MSA, Columbus, OH MSA, and Toledo, OH MSA, and Youngstown, OH MSA areas was not inconsistent with the bank's overall good performance under the service test for the state of Ohio. The bank's performance in the Ohio non-MSA AA was not stronger than bank's overall good performance under the service test for the state of Ohio. The percentage of CBNA's branches in low- and moderate-income geographies in this AA was better the bank's overall performance. The bank's performance in these limited-scope areas did not impact the overall state rating for Ohio. Refer to the Table 15 in the state of Ohio section of Appendix D for the facts and data that support these conclusions.

## State Rating

### **State of Vermont**

|   |                          |
|---|--------------------------|
| <b>CRA Rating Vermont<sup>12</sup>:</b> | <b>Outstanding</b>       |
| The lending test is rated:              | <b>High Satisfactory</b> |
| The investment test is rated:           | <b>Outstanding</b>       |
| The service test is rated:              | <b>Outstanding</b>       |

The major factors that support this rating:

- CBNA had a good level of lending activity during the evaluation period.
- CBNA's geographic distribution of loans is good. Performance for home loans is excellent and performance for small loans to businesses is adequate.
- CBNA's distribution of loans to borrowers of different income levels and businesses of different sizes is good.
- CBNA's level of qualified community development investments is excellent.
- CBNA's branch distribution and accessibility of banking services is excellent. The level of community development services is poor.

### **Description of Institution's Operations in Vermont**

CBNA has delineated two AAs within the state of Vermont, which includes all eight counties that make up the state. They are the Burlington-South Burlington, VT MSA, which includes Franklin and Chittenden counties and the non-MSA AA which includes Addison, Bennington, Rutland, Washington, Windham, and Windsor counties.

Based upon FDIC summary of deposits information as of June 30, 2015, CBNA has just over \$772 million in deposits in the state, representing about 1.0 percent of the bank's total deposits. The bank made 1.08 percent of its evaluation period lending in the state.

CBNA has 20 branches and 10 deposit-taking ATMs within the state. The bank's 6.38 percent deposit market share ranks them fourth in the state. Primary competitors include People's United Bank, N.A. with 22.81 percent, TD Bank, N.A. with 20.57 percent, and Merchants Bank with 11.14 percent. There are 23 FDIC-insured depository institutions within the bank's AAs. There were no branch openings or closings in Vermont during the evaluation period.

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<sup>12</sup> 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 community profiles for the state of Vermont in Appendix C for detailed demographics and other performance context information for assessment areas that received full-scope reviews.

## **Scope of Evaluation in Vermont**

The Burlington-South Burlington, VT MSA accounts for 38.48 percent of the bank's total deposits in the state. We selected this MSA for analysis using full-scope procedures. The Vermont non-MSA AA was analyzed using limited-scope procedures. We based our ratings primarily on the MSA full-scope review results. We also gave greater consideration to the bank's performance in the 2014 through 2015 evaluation period as it reflects current lending and investment practices. Refer to the table in Appendix A for more information.

## **LENDING TEST**

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

The bank's performance under the lending test in the state of Vermont is rated High Satisfactory. Based on full-scope reviews, the bank's performance in the Burlington-South Burlington, VT MSA is good.

#### **Lending Activity**

Lending volume is good in the state of Vermont. CBNA's deposit market share for Burlington VT MSA is 6.41 percent and the bank is ranked fifth out of 12 deposit-taking entities or top 25 percent. For home purchase loans, the bank is ranked 18<sup>th</sup> (out of 109 lenders or top 16.5 percent) with a 0.55 percent market share. For home improvement loans, the bank is ranked 30<sup>th</sup> (out of 38 lenders or top 78.95 percent) with a 0.16 percent market share. For home refinance loans, the bank is ranked 13<sup>th</sup> (out of 103 lenders or top 12.62 percent) with a 1.48 percent market share. CBNA's market share for small loans to business is 2.04 percent and ranked 12<sup>th</sup> (out of 48 lenders or top 25 percent). Of top 11 small business lenders, seven are nationwide lenders that have significant small business credit card portfolios with average loan sizes of \$7 thousand. CBNA has an average loan size of \$53 thousand.

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

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

CBNA's overall geographic distribution of loans by income level of geography is good in the state of Vermont. CBNA had excellent geographic distribution of home mortgage loans and adequate distribution of small loans to businesses. This AA includes only one low-income geography (which represents 2.2 percent of the AA's geographies) and also represents a negligible level of owner-occupied housing. Therefore, the conclusions on geographic distribution of loans are based primarily on the analysis of the moderate-income geographies in the AA.

## ***Home Mortgage Loans***

Geographic distribution of home purchase, home improvement, and home refinance mortgage loans in the Burlington-South Burlington, VT MSA is excellent. Refer to Tables 2, 3, and 4 in the state of Vermont section of Appendix D for the facts and data used to evaluate the geographic distribution of the bank's home mortgage loan originations and purchases.

### **2014 and 2015**

#### Home Purchase

The bank's geographic distribution of home purchase loans is excellent. The bank's home purchase lending geographic distribution in moderate-income geographies approximates the demographic comparator and exceeds its overall home purchase market share.

#### Home Improvement

The bank's geographic distribution of home improvement loans is excellent. The bank's performance in the moderate-income geographies is excellent as its performance significantly exceeds both the demographic comparator and its overall home improvement market share.

#### Home Refinance

The bank's geographic distribution of home refinance loans is excellent. The bank's performance in moderate-income geographies exceeds the geographic comparator and significantly exceeds its overall market share for home refinance loans.

### **2012 and 2013**

The bank's 2012 and 2013 geographic distribution of home purchase and home refinance loans in moderate-income geographies is slightly weaker than its performance in 2014 and 2015. The bank's distribution of home improvement loans is not inconsistent with the bank's excellent performance for these loans during 2014 and 2015.

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

Geographic distribution of small loans to businesses in the Burlington-South Burlington, VT MSA is good. The AA has only one low-income geography and the analysis performed placed greater weight on the bank's performance in the moderate-income geographies. Refer to Table 6 in the state of Vermont section of Appendix D for the facts and data used to evaluate the geographic distribution of the bank's origination/purchase of small loans to businesses.

### **2014 and 2015**

The bank's geographic distribution of small loans to businesses in the Burlington-South Burlington, VT MSA is adequate. The bank's small loans to business in low-income

geographies significantly exceeds the demographic comparator (percent of small businesses) and is significantly below its overall market share for small loans to businesses. In moderate-income geographies, the bank's performance is adequate. The distribution of loans is below the demographic comparator and is near to its market share for small loans to businesses.

## **2012 and 2013**

The bank's geographic distribution of small loans to businesses during 2012 and 2013 is not inconsistent with the bank's adequate lending performance in the low- and moderate income geographies during 2014 and 2015.

### ***Lending Gap Analysis***

A lending gap analysis is performed on the bank's distribution of loans within the Burlington-South Burlington, VT MSA. We did not identify any unexplained conspicuous gaps in the analysis of the bank's lending performance over the evaluation period.

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

The bank's overall distribution of loans to borrowers of different income levels in the state of Vermont is good. CBNA's borrower distribution of home loans is good and distribution of small loans to businesses of different sizes is excellent. The AA's population of low-income families comprises less than 1.6 percent of the total AA family population, compared to 20.2 percent of the population being moderate-income families, resulting in a greater weight emphasis on the bank's performance rating to moderate-income borrowers.

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

CBNA's distribution of home mortgage loans to borrowers of different income levels is good. The distribution of home purchase loans is excellent, the distribution of home improvement is poor, and the distribution of home refinance loans is good. The bank's volume of home refinance loans significantly exceeds the banks home purchase and home improvement lending and received greater weighting on the overall rating. Refer to Tables 8, 9, and 10 in the state of Vermont section of Appendix D for the facts and data used to evaluate the borrower distribution of the bank's home mortgage loan originations and purchases.

## **2014 and 2015**

### **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 is significantly below the demographic comparator (percent of families) and its market share performance to low-income borrowers is near to its overall home purchase lending in the AA. The AA's households below the poverty level is 10 percent, illustrating the difficulty to penetrate these low-income borrowers. . Given this consideration, the bank's distribution of loans to low-income borrowers is good. The bank's home purchase lending to moderate-income borrowers significantly

exceeds both the demographic comparator and its overall home purchase lending market share, reflecting excellent performance to moderate-income borrowers. This overall performance is excellent.

### Home Improvement

The bank's borrower distribution of home improvement loans is poor. The percentage of home improvement loans to low-income borrowers exceeds the demographic comparator and is significantly below its overall home improvement loan market share. The bank's borrower distribution of home improvement loans to moderate-income borrowers is significantly below both the demographic comparator and the bank's overall home improvement loan market share. This performance reflects poor borrower distribution of home improvement loans in these geographies. CBNA originated or purchased only 11 of these home improvement purpose loans, resulting in the least weighting of the three categories of home loans.

### Home Refinance

The bank's borrower distribution of home refinance loans is good. The percentage of home refinance loans is below the demographic comparator for low-income borrowers. The bank's lending market share to low-income borrowers is near to its overall home refinance loan market share. The bank's lending performance to moderate-income borrowers exceeds the demographic comparator and approximates its overall home refinance loan market share to moderate-income borrowers.

### **2012 and 2013**

The bank's borrower distribution of home purchase and home refinance loans is slightly weaker during 2012 and 2013 than its overall 2014 and 2015 lending performance. The bank's borrower distribution of home improvement loans is not inconsistent with its overall 2014 and 2015 lending performance.

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

The bank's borrower distribution of small loans to businesses of different sizes in the Burlington-South Burlington, VT MSA is excellent. Refer to Table 11 in the state of Vermont section of Appendix D for the facts and data used to evaluate the borrower distribution of the bank's origination/purchase of small loans to businesses.

### **2014 and 2015**

The bank's lending performance of small loans to businesses of different sizes approximates the demographic comparator (percent of businesses) and significantly exceeds its lending market share to these businesses of different sizes, reflecting excellent performance.

## **2012 and 2013**

The bank's borrower distribution of small loans to businesses of different sizes is not inconsistent with its excellent performance rating for 2014 and 2015. The bank's lending performance exceeds the demographic comparator and significantly exceeds its overall small loans to businesses market share, reflecting excellent lending performance to businesses of different sizes.

### **Community Development Lending**

The bank did not originate any qualified community development loans in the Burlington-South Burlington, VT MSA during the evaluation period, which has a neutral impact on the Refer to Table 1 Lending Volume in the state of Vermont section of Appendix D for the facts and data used to evaluate the bank's level of community development lending.

### **Product Innovation and Flexibility**

The bank made limited use of flexible or innovative loan programs in the MSA, which had a neutral impact on the bank's lending test performance rating.

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

Based on limited-scope reviews, the bank's performance under the lending test in Vermont non-MSA AA is not inconsistent with the bank's overall good performance rating under the lending testing in the state of Vermont. Refer to the Tables 1 through 13 in the state of Vermont section of Appendix D for the facts and data that support these conclusions.

## **INVESTMENT TEST**

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

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

CBNA exhibited an excellent level of responsiveness to the community investment needs in the Burlington VT MSA. The volume of qualified community development investments for the evaluation period in the Burlington VT MSA is excellent. A small number of prior period qualified investments continue to have ongoing benefit to the identified needs in the AA. CBNA's investments in the Burlington VT MSA include nine qualified investments totaling \$3.7 million, seven grants and contributions totaling \$38 thousand that directly and positively affect this AA. The bank entered into one small investment for \$3.6 million for a nursing care facility that accepts Medicaid. These investments were 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 8.61 percent of Tier One Capital allocated to the Burlington VT MSA.

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

Based on limited-scope reviews, the bank's performance under the investment test in the Vermont non-MSA AA was weaker than the bank's overall excellent performance under the investment test for the state of Vermont. The weaker performance was due to a somewhat lower volume of qualified investments made in the AA as a percent of allocated Tier One Capital. The investment test performance in the limited-scope area did not impact on the bank's overall state of Vermont rating. Refer to Table 14 in the Vermont section of Appendix D for the facts and data that support these conclusions.

## **SERVICE TEST**

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

The bank's performance under the service test in Burlington, VT MSA is rated Outstanding. Based on the full-scope review, the bank's performance in the Burlington, VT MSA is excellent.

#### **Retail Banking Services**

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

CBNA's branches are readily accessible to all portions of the AA. The bank operates 6 full-service branch offices in the Burlington, VT MSA. There is only one low-income census tract, and therefore only moderate income tracts were used for analysis. The bank's distribution of branches in moderate-income geographies exceeds the percentage of the population living within those geographies. Access to banking services in low- and moderate-income geographies is considered excellent. 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. CBNA offers a wide range of traditional deposit and banking products.

CBNA makes good use of alternative delivery systems through ATMs, telephone and on-line banking, electronic bill pay, and mobile banking options. The bank operates 10 deposit-taking ATMs in the Burlington, VT MSA. The percentage of deposit-taking ATMs moderate-income geographies is near to the percentage of the population in those geographies. Bank analysis of usage for telephone banking services was higher for customers located in low- and moderate-income geographies than other areas. Its analysis of mobile banking usage shows good usage but lower usage than total customer usage.

CBNA'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. CBNA did not close any branches during the evaluation period.

## **Community Development Services**

CBNA's performance in providing community development services in the Burlington, VT MSA is poor, as the bank did not provide any community development services. The bank has limited staffing for providing community development services with only six branches in the AA.

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

Based on limited-scope reviews, the bank's performance under the service test in the Vermont non-MSA AA was not inconsistent with the service test performance in the MSA. Refer to the Table 15 in the state of Vermont section of Appendix D for the facts and data that support these conclusions.

## Appendix A: Scope of Examination

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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").

| <b>Time Period Reviewed</b>  | Lending Test (excludes CD loans): (1/1/2012 to 6/30/2015)<br>Investment and Service Tests and CD Loans: (1/1/2012 to 6/30/2015)               |  |
|--|---|--|
| <b>Financial Institution</b>   | <b>Products Reviewed</b>  |  |
| Citizens Bank, National Association (CBNA)<br>Providence, RI   | HMDA reported loans, CRA reported loans, community development loans, qualified investment, retail banking and community development services |  |
| <b>Affiliate(s)</b>  | <b>Affiliate Relationship</b>   | <b>Products Reviewed</b>                                       |
| <b>None</b>  | NA  | NA   |
| <b>List of Assessment Areas and Type of Examination</b>  |   |  |
| <b>Assessment Area</b>   | <b>Type of Exam</b>   | <b>Other Information</b>                                       |
| Boston-Cambridge-Newton MA-NH MMA<br>Boston MD<br>Cambridge-Newton-Framingham MD<br>Rockingham County-Strafford County MD                                  | Full-scope<br>Limited-scope<br>Limited-scope  |  |
| Providence-Warwick, RI MA MMA  | Full-scope  |  |
| Worcester, MA-CT MMA   | Full-scope  | Part of Massachusetts in first half and separate MMA in second |
| State of Connecticut<br>New Haven-Milford, CT MSA<br>Bridgeport-Stamford-Norwalk MSA<br>Hartford-West Hartford-East Hartford MSA<br>Norwich-New London MSA | Full-scope<br>Limited-scope<br>Limited-scope<br>Limited-scope   |  |
| State of Delaware<br>Wilmington, DE-MD-NJ MD<br>Dover, DE MSA<br>Salisbury, MD-DE MSA  | Full-scope<br>Limited-scope<br>Limited-scope  |  |
| State of Illinois<br>Chicago-Naperville-Arlington Heights, IL MD   | Full-scope  |  |

|   |  |  |
|---|--|--|
| Lake County-Kenosha County, IL-WI MD  | Limited-scope  | All branches sold in 2014 to U.S. Bank |
| State of Massachusetts<br>Springfield, MA MSA<br>Barnstable Town, MA MSA<br>Pittsfield, MA MSA<br>Massachusetts Non-MSA   | Full-scope<br>Limited-scope<br>Limited-scope<br>Limited-scope<br>Limited-scope   |  |
| State of Michigan<br>Warren MD<br>Ann Arbor, MI MSA<br>Lansing-East Lansing, MI MSA<br>Monroe, MI MSA<br>Saginaw, MI MSA<br>Detroit-Dearborn-Livonia, MI MD<br>Michigan Non-MSA   | Full-scope<br>Limited-scope<br>Limited-scope<br>Limited-scope<br>Limited-scope<br>Limited-scope<br>Limited-scope   |  |
| State of New Hampshire<br>Manchester-Nashua, NH MSA<br>New Hampshire Non-MSA  | Full-scope<br>Limited-scope  |  |
| State of New York<br>Buffalo-Cheektowaga-Niagara Falls, NY MSA<br>Albany-Schenectady-Troy, NY MSA<br>Binghamton, NY MSA<br>Duchess County-Putnam County, NY MD<br>Glens Falls, NY MSA<br>Ithaca, NY MSA<br>Kingston, NY MSA<br>New York-Jersey City-White Plains, NY-NJ MD<br>Rochester, NY MSA<br>Syracuse, NY MSA<br>Utica-Rome, NY MSA<br>New York Non-MSA | Full-scope<br>Limited Scope<br>Limited-scope<br>Limited-scope<br>Limited-scope<br>Limited-scope<br>Limited-scope<br>Limited-scope<br>Limited-scope<br>Limited-scope<br>Limited-scope<br>Limited-scope<br>Limited-scope<br>Limited-scope<br>Limited-scope |  |
| State of Ohio<br>Cleveland-Elyria, OH MSA<br>Akron, OH MSA<br>Canton-Massillon, OH MSA<br>Columbus, OH MSA<br>Toledo, OH MSA<br>Youngstown-Warren-Boardman, OH-PA MSA<br>Ohio Non-MSA   | Full-scope<br>Limited-scope<br>Limited-scope<br>Limited-scope<br>Limited-scope<br>Limited-scope<br>Limited-scope   |  |
| State of Vermont<br>Burlington-South Burlington, VT MSA<br>Vermont Non-MSA  | Full-scope<br>Limited-scope  |  |

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

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| RATINGS                                |                      | Citizens Bank, N.A.    |                     |                                      |
|--|----------------------|------------------------|---------------------|--------------------------------------|
| Overall Bank:                          | Lending Test Rating* | Investment Test Rating | Service Test Rating | Overall Bank/State/Multistate Rating |
| Citizens Bank, N.A.                    | Outstanding          | Outstanding            | High Satisfactory   | Outstanding                          |
| Multistate Metropolitan Area or State: |                      |                        |                     |                                      |
| Boston-Cambridge-Newton MA-NH MMA      | Outstanding          | Outstanding            | Outstanding         | Outstanding                          |
| Providence-Warwick, RI MA MMA          | Outstanding          | Outstanding            | High Satisfactory   | Outstanding                          |
| Worcester, MA-CT MMA                   | High Satisfactory    | Outstanding            | Low Satisfactory    | Satisfactory                         |
| Connecticut                            | Low Satisfactory     | Outstanding            | High Satisfactory   | Satisfactory                         |
| Delaware                               | Outstanding          | Outstanding            | High Satisfactory   | Outstanding                          |
| Illinois                               | High Satisfactory    | Outstanding            | Low Satisfactory    | Satisfactory                         |
| Massachusetts                          | Outstanding          | Outstanding            | Outstanding         | Outstanding                          |
| Michigan                               | Outstanding          | Outstanding            | High Satisfactory   | Outstanding                          |
| New Hampshire                          | High Satisfactory    | High Satisfactory      | Outstanding         | Satisfactory                         |
| New York                               | High Satisfactory    | Outstanding            | Low Satisfactory    | Satisfactory                         |
| Ohio                                   | Outstanding          | Outstanding            | High Satisfactory   | Outstanding                          |
| Vermont                                | High Satisfactory    | Outstanding            | Outstanding         | Outstanding                          |
|  |                      |                        |                     |                                      |

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

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

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### Boston, MA MD

| Demographic Information for Full Scope Area: Boston, MA MD   |           |                         |  |               |                  |            |
|--|-----------|-------------------------|--|---------------|------------------|------------|
| Demographic Characteristics  | #         | Low % of #              | Moderate % of #  | Middle % of # | Upper % of #     | NA* % of # |
| Geographies (Census Tracts/BNAs)   | 435       | 13.79                   | 17.93  | 36.09         | 28.97            | 3.22       |
| Population by Geography  | 1,887,792 | 11.76                   | 17.74  | 39.90         | 30.41            | 0.20       |
| Owner-Occupied Housing by Geography  | 422,822   | 3.81                    | 12.49  | 46.38         | 37.30            | 0.01       |
| Business by Geography  | 147,076   | 7.30                    | 11.26  | 35.48         | 45.50            | 0.46       |
| Farms by Geography   | 2,317     | 1.90                    | 6.78   | 52.14         | 39.19            | 0.00       |
| Family Distribution by Income Level  | 434,383   | 23.26                   | 16.19  | 20.01         | 40.54            | 0.00       |
| Distribution of Low and Moderate Income Families throughout AA Geographies                           | 171,351   | 19.59                   | 24.64  | 38.99         | 16.76            | 0.01       |
| Median Family Income<br>HUD Adjusted Median Family Income for 2015<br>Households Below Poverty Level |           | 83,664<br>90,000<br>13% | Median Housing Value<br>Unemployment Rate (2010 US Census) |               | 415,180<br>4.31% |            |

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

Source: 2010 US Census and 2015 HUD updated MFI

The Boston, MA MD is comprised of Suffolk, Norfolk and Plymouth counties in Massachusetts and contains the principal cities of Boston and Quincy. The 2015 HUD adjusted median family income for this AA is \$90,000 with approximately 13 percent of households living below the poverty level.

CBNA has \$19.5 billion in deposits in this AA representing nearly 68 percent of its deposits in the state of Massachusetts and 27 percent of its total deposits. The local banking environment is highly competitive with 78 FDIC-insured institutions operating 628 branches. As of June 30, 2014, CBNA ranked third in deposit market share with 15 percent. State Street Bank and Trust, a custodian bank providing securities services to industrial investors ranked first with 48 percent followed by Bank of America with 18 percent. CBNA ranks first in number of branches, operating 15 percent of the FDIC-insured branches in this area. In addition to FDIC-insured institutions, the area is served by a number of credit unions, mortgage lenders and brokers, and money service businesses.

The area's major industries include healthcare, education, and financial services. Some of the largest employers in the area include Brigham and Women's Hospital, Massachusetts General Hospital, Beth Israel Deaconess Medical Center, Boston University, Fidelity Investments, John Hancock Financial Services and Tufts/New England Medical Center.

With a high concentration of health care facilities and institutions of higher learning, as well as a growing biotech and high technology business sector, the greater Boston area has a highly skilled and well-educated labor force. However, the cost of living in greater Boston remains higher than the state of Massachusetts and most of the country as a whole. The high cost of living has a significant impact on borrowing ability and in many communities, persons earning the median income cannot afford a median priced home. According to the National Association of Realtors, home sales prices have been steadily climbing in the past several years, with an average median sales price of a single family home of \$420,800 in the third quarter of 2015.

Approximately 30 percent of the LMI population lives in LMI geographies, but only 16.3 percent of owner-occupied housing units in the AA are located in LMI geographies, further challenging the ability of LMI borrowers to afford a home. According to the Census ACS data, vacancy rates for rental housing are declining while rents are increasing. Vacancy rates in 2013 were 4 percent, compared to 6 percent in 2007, while the average gross rent in the area was \$1,207 in 2013, an increase of more than 2 percent from the prior year.

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

As part of this evaluation, OCC staff conducted community contacts with several organizations focused on affordable housing and community development issues in the greater Boston area. OCC staff also reviewed several other community contacts conducted within the examination period in conjunction with other CRA examinations. Contacts noted the continued need for affordable housing in the area. They noted that many low and moderate-income persons and working families are being priced out of many neighborhoods. The number of loans made under first time homebuyers programs within the city of Boston is declining as home prices increase and there is growing competition from cash buyers or buyers who can make larger down payments. Contacts also noted the need for support for workforce development and job training programs to prepare people for the growing number of jobs in the technology and healthcare fields within the greater Boston area.

## Providence-Warwick RI-MA MMA

| Demographic Information for Full Scope Area: Providence MSA  |                         |  |                 |                  |              |            |
|--|-------------------------|--|-----------------|------------------|--------------|------------|
| Demographic Characteristics  | #                       | Low % of #   | Moderate % of # | Middle % of #    | Upper % of # | NA* % of # |
| Geographies (Census Tracts/BNAs)   | 368                     | 12.77  | 20.92           | 37.23            | 28.26        | 0.82       |
| Population by Geography  | 1,600,852               | 10.40  | 19.24           | 38.80            | 31.56        | 0.00       |
| Owner-Occupied Housing by Geography  | 391,560                 | 3.99   | 12.94           | 44.73            | 38.34        | 0.00       |
| Business by Geography  | 103,910                 | 8.85   | 16.20           | 39.77            | 35.11        | 0.07       |
| Farms by Geography   | 2,800                   | 3.32   | 8.75            | 38.11            | 49.82        | 0.00       |
| Family Distribution by Income Level  | 400,698                 | 22.56  | 16.87           | 20.08            | 40.49        | 0.00       |
| Distribution of Low and Moderate Income Families throughout AA Geographies                           | 158,004                 | 18.04  | 27.09           | 36.28            | 18.59        | 0.00       |
| Median Family Income<br>HUD Adjusted Median Family Income for 2015<br>Households Below Poverty Level | 70,496<br>74,400<br>13% | Median Housing Value<br>Unemployment Rate (2010 US Census) |                 | 301,214<br>4.42% |              |            |

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

Source: 2010 US Census and 2015 HUD updated MFI

The Providence-Warwick RI-MA MMA is comprised of Bristol County in Massachusetts and Bristol, Kent, Newport, Providence, and Washington counties in Rhode Island. The area contains the principal cities of Providence, RI; New Bedford, MA; Fall River, MA; Warwick, RI; and Cranston RI. The 2015 HUD adjusted median family income for this area is \$74,400, with approximately 13% percent of households living below the poverty level.

CBNA has \$11.1 billion in deposits in this AA representing 100 percent of its deposits in the state of Rhode Island and 15.1 percent of the bank's deposits overall. The local banking environment is competitive with 31 FDIC-insured institutions operating 419 branches. As of June 30, 2014, CBNA was ranked first in deposit market share with nearly 25 percent of area deposits. Bank of America, N.A. was second with 21%, while Santander is a distant third, with nearly 7.5%. CBNA continues to rank first in number of branches, operating 30 percent (84 branches) of all FDIC-insured branches in the area. In addition to FDIC-insured institutions, the area is served by a number of credit unions, mortgage lenders and brokers, and money service businesses.

The area's major industries include healthcare, tourism and manufacturing. Growth industries include electronics, plastics, metal products, instruments, chemicals, and boat building. Some of the largest employers include the Roman Catholic Diocese of Providence, CBNA Financial Group, Bank of America, University of Rhode Island, the City of Providence, Rhode Island Hospital, Kent County Hospital, The US Postal Service, and Brown University.

The area has lower business and living costs than Boston, MA, which is in close proximity, however, housing affordability remains an issue. According to the National Association of

Realtors in the third quarter of 2015 the median sales price of a single family home in the area was \$258,100 with home sales prices climbing since 2011.

Housing market conditions in the MMA are improving. The Administration's efforts to stabilize the housing market through the HAMP and FHA loss mitigation programs had a positive impact, with more than 15,600 homeowners receiving assistance in the Providence areas between April 2009 and August 2013. In addition, more than 11,000 homeowners received mortgage modifications during this time through HOPE NOW Alliance servicers. The City of Providence and the State of Rhode Island also received \$25 million in funding from the Neighborhood Stabilization Program, and \$79 million from the Hardest Hit Fund program.

Economic conditions are improving incrementally. There are sectors with little unemployment and some with high unemployment rates, but Rhode Island is experiencing slow economic growth. The medical, government, hospitality, and technology communities are doing well economically.

There is a good level of opportunities in the area to participate in community development activities. The area is served by a number of community development and non-profit entities focused on affordable housing, economic development, and community services to LMI families and individuals.

As part of this evaluation, OCC staff reviewed contacts completed during the evaluation period with two organizations focused on economic and small business development as well as information received during a CRA listening session. OCC staff also completed a contact with an organization focused on supporting the basic needs of low and moderate-income families and communities. Among the credit and community development needs identified by these contacts are providing lines of credit and small dollar term loans or micro-loans for small business, including start-up companies. Competition is high, but there is a need for more participation from traditional lenders and a need for financial education for small businesses and small dollar loans. There is also a lack of affordable housing. Other identified needs include support for education programs, programs that assist families in meeting basic day to day needs (e.g. food, shelter) and workforce development programs that will prepare individuals to better provide for themselves as well as their families.

## Worcester MA-CT MMA

Demographic Information for Full Scope Area: Worcester MA-CT MMA

| Demographic Characteristics  | #                       | Low % of #   | Moderate % of # | Middle % of #    | Upper % of # | NA* % of # |
|--|-------------------------|--|-----------------|------------------|--------------|------------|
| Geographies (Census Tracts/BNAs)   | 197                     | 8.12   | 21.83           | 44.67            | 24.37        | 1.02       |
| Population by Geography  | 916,980                 | 6.80   | 18.91           | 45.23            | 28.67        | 0.39       |
| Owner-Occupied Housing by Geography  | 233,022                 | 1.93   | 14.24           | 50.89            | 32.94        | 0.00       |
| Business by Geography  | 59,078                  | 8.04   | 18.28           | 42.03            | 31.62        | 0.04       |
| Farms by Geography   | 1,815                   | 1.38   | 8.48            | 54.21            | 35.92        | 0.00       |
| Family Distribution by Income Level  | 232,133                 | 21.05  | 16.76           | 22.29            | 39.90        | 0.00       |
| Distribution of Low and Moderate Income Families throughout AA Geographies                           | 87,760                  | 11.88  | 27.72           | 43.68            | 16.73        | 0.00       |
| Median Family Income<br>HUD Adjusted Median Family Income for 2015<br>Households Below Poverty Level | 77,128<br>81,500<br>10% | Median Housing Value<br>Unemployment Rate (2010 US Census) |                 | 278,738<br>4.15% |              |            |

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

Source: 2010 US Census and 2015 HUD updated MFI

The Worcester MA-CT MMA consists of Windham County in Connecticut and Worcester County in Massachusetts. The principal city in the area is Worcester. The 2015 HUD adjusted median family income is \$81,500, with 10 percent of the households below the poverty level.

CBNA has \$347 million in deposits in this AA representing percent of its deposits in the state of Massachusetts (excluding the Boston-Quincy MSA) and 0.5 percent of the bank's deposits overall. There are 43 FDIC-insured institutions operating 266 branches. As of June 30, 2015, CBNA ranked 14<sup>th</sup> with 2 percent of the total deposit market share. The banks with the largest deposit market share in this market include Bank of America (13.2 percent), Commerce Bank and Trust (9.2 percent), UniBank for Savings (8.7 percent), TD Bank (8.6 percent), Santander Bank (7.7 percent), People's United Bank (3.6 percent), and several savings banks. CBNA ranks fifth of all FDIC-insured banks in number of branches, operating 11 branches in this MSA.

Major industries in the area include education and health care; manufacturing; and retail trade. Some of the largest employers include UMass Memorial, BJ's Wholesale Club, BNY Mellon Wealth Management, College of the Holy Cross, Commerce Insurance Co., Hanover Insurance, Integrated Genetics, IPG Photonics, New England Financial, Saint-Gobain Abrasives, and VNA Care Network.

The level of opportunity to participate in community development opportunities is good. Several non-profit housing agencies, community development entities and regional CDFIs serve the area.

As part of the examination process, OCC staff reviewed contacts completed during the review period and completed additional contacts with organizations focused on housing, economic/community development and social services in the Worcester area. Contacts

identified multiple needs and issues facing the area including rental housing assistance, housing counseling, support for self-sufficiency programs and support for lending programs for small businesses that do not meet traditional lending guidelines. Contacts noted that there is a high housing cost burden, particularly among low-income households. There is concern regarding the affordability as well as the quality of non-subsidized rental housing in the area. Many public facilities in the area such as community centers, health and education facilities, homeless shelters, and youth centers are in need of updates.

## New Haven-Milford, CT MSA

| Demographic Information for Full Scope Area: New Haven-Milford, CT MSA                               |         |                         |  |               |                  |            |
|--|---------|-------------------------|--|---------------|------------------|------------|
| Demographic Characteristics  | #       | Low % of #              | Moderate % of #  | Middle % of # | Upper % of #     | NA* % of # |
| Geographies (Census Tracts/BNAs)   | 189     | 14.29                   | 21.16  | 35.45         | 29.10            | 0.00       |
| Population by Geography  | 862,477 | 11.07                   | 21.98  | 35.57         | 31.38            | 0.00       |
| Owner-Occupied Housing by Geography  | 216,131 | 3.46                    | 16.65  | 40.50         | 39.39            | 0.00       |
| Business by Geography  | 67,969  | 8.51                    | 15.35  | 38.91         | 37.22            | 0.00       |
| Farms by Geography   | 1,624   | 3.39                    | 11.95  | 32.82         | 51.85            | 0.00       |
| Family Distribution by Income Level  | 217,115 | 22.94                   | 16.70  | 19.78         | 40.59            | 0.00       |
| Distribution of Low and Moderate Income Families throughout AA Geographies                           | 86,054  | 18.78                   | 31.63  | 33.10         | 16.48            | 0.00       |
| Median Family Income<br>HUD Adjusted Median Family Income for 2015<br>Households Below Poverty Level |         | 77,379<br>80,800<br>11% | Median Housing Value<br>Unemployment Rate (2010 US Census) |               | 272,790<br>4.44% |            |

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

Source: 2010 US Census and 2015 HUD updated MFI

The New Haven-Milford, CT MSA occupies the south-central portion of the state of Connecticut and is comprised of the entirety of New Haven County, including 27 towns and the principle cities of New Haven and Milford.

The 2015 HUD adjusted median family income is \$80,800 with 11 percent of the households are below the poverty line.

CBNA has \$826 million in deposits in this AA representing 32.3 percent of its deposits in the state of Connecticut and 1.1 percent of the bank's deposits overall. There are 26 FDIC-insured institutions operating 270 branches. As of June 30, 2015, CBNA ranked seventh with 3.2 percent of the total deposit market share. Webster Bank ranked first with a market share of 35.9 percent, followed by Wells Fargo Bank with 11.6 percent, Bank of America with 11.5 percent, People's United Bank with 8.8 percent, First Niagara Bank with 6.9 percent, and TD Bank with 6.5 percent. CBNA ranks eighth in number of branches, operating 14 or 5.2 percent of all FDIC-insured branches in this MSA. The bank also competes against a significant number of community banks, savings and loans and credit unions as well as both regional and national mortgage finance and credit card companies.

According to the U.S. Census Bureau 2014 American Community Survey, the major industries in this MSA are educational services, health care and social assistance; manufacturing; and retail trade. The city benefits from its close proximity to two major bioscience centers, New York and Boston. Over half of the economy is based on services, especially healthcare, education and financial. New Haven also has a growing bio-technology industry, due primarily to Yale Medical School, pharmaceutical companies and local healthcare. Yale University and Yale Medical School also attract high-technology companies and research and development organizations. Yale University is the city's largest employer.

There are already several well-established bio-tech firms in the region with more likely to come. These companies alone added some 1,000 jobs to the regional economy in the late 1990s, and continue to fuel the economy into the 2000s. Another important element in the Greater New Haven economy is higher education. Yale and other local colleges together maintain a student base of nearly 50,000 and employ thousands of others (Source: CityData.com). About 9% of the economy is based on manufacturing. In addition, New Haven is the state's largest wholesale distribution center.

The city of New Haven draws from a highly skilled labor force. More than 5,000 college graduates enter the job market from New Haven's colleges each year. Proximity to New York City and relatively lower wages make Greater New Haven a desirable home for commuters and an attractive business site.

Because New Haven's major employers are utilities, hospitals, and educational institutions, long-term prospects for economic stability are good. Tourism's impact, bolstered by New Haven's new status as a sports destination, is expected to increase its benefits to the city. (Source: CityData.com).

The city offers several business incentive programs that provide information and loans to the Bioscience, Aerospace and Information Technology industries. The Urban Jobs and Enterprise Zone Program offers income tax credits and property tax abatements for manufacturing companies as well as other types of assistance. The city of New Haven along with the state of Connecticut and numerous organizations offer programs that assist employers and workers in recruitment, placement and referral. Apprenticeships, manufacturing job placement and on-the-job training are also provided.

Some of the other major employers in the area are Yale New Haven Hospital, Hospital of St. Raphael, Southern New England Telephone Company, Southern Connecticut State University, The United Illuminating Company, New Haven Register, ASSA-ABLOY Sargent, Knights of Columbus, Pritchard Industries, New Haven Register, and Gateway Community Technical College.

Opportunities exist for community development participation in the area. The area is served by several non-profit entities, including several CDFIs engaged in community development activities.

During the review period, OCC staff met with representatives of two community-based organizations focused on such areas as affordable housing, community and social services, and economic development. Connecticut remains one of the most expensive places to live in the country, and as a consequence, many families and individuals cannot afford quality affordable housing. Affordable housing remains a top need. Lack of sufficient subsidies makes it challenging for affordable housing developers to meet the demand. Other credit and community development needs identified by these organizations include workforce development and education.

## Wilmington, DE MD

| Demographic Information for Full Scope Area: Wilmington, DE MD                                       |                        |  |                 |                  |              |            |
|--|------------------------|--|-----------------|------------------|--------------|------------|
| Demographic Characteristics  | #                      | Low % of #   | Moderate % of # | Middle % of #    | Upper % of # | NA* % of # |
| Geographies (Census Tracts/BNAs)   | 131                    | 8.40   | 26.72           | 35.11            | 28.24        | 1.53       |
| Population by Geography  | 538,479                | 5.79   | 25.96           | 34.92            | 33.33        | 0.00       |
| Owner-Occupied Housing by Geography  | 141,546                | 2.68   | 22.55           | 36.35            | 38.42        | 0.00       |
| Business by Geography  | 38,485                 | 4.12   | 20.58           | 33.68            | 41.61        | 0.02       |
| Farms by Geography   | 838                    | 1.43   | 17.06           | 35.80            | 45.70        | 0.00       |
| Family Distribution by Income Level  | 132,830                | 20.76  | 17.89           | 20.92            | 40.44        | 0.00       |
| Distribution of Low and Moderate Income Families throughout AA Geographies                           | 51,333                 | 10.70  | 36.99           | 34.06            | 18.25        | 0.00       |
| Median Family Income<br>HUD Adjusted Median Family Income for 2015<br>Households Below Poverty Level | 76,834<br>80,500<br>9% | Median Housing Value<br>Unemployment Rate (2010 US Census) |                 | 262,544<br>3.62% |              |            |

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

Source: 2010 US Census and 2015 HUD updated MFI

The Wilmington, DE MD includes all of New Castle County. Over half of the state total population of 897,934 resides in this MSA. The Wilmington, DE MD population increased by more than 38,000 (7.6%) between 2000 and 2010. The 2015 HUD adjusted median family income is \$80,500, with 9 percent of the households below the poverty line.

As of June 30, 2015, CBNA held \$616 million in deposits, representing 62% of the bank's deposits in the state and almost 1% of the bank's total deposits. CBNA does not have a large presence in this MSA, with only a .2% deposit market share, compared to Capital Bank (30%), TD Bank (23%), and Chase Bank (21%). There are 33 banks with 169 branches in this area. CBNA ranks fourth in number of branches, operating 9.5 percent (16 branches) of all FDIC-insured branches in this MSA. CBNA's strongest competitors for deposits in the Wilmington, DE MSA are Capital One, TD Bank, Chase Bank USA, HSBC Bank USA, Barclays Bank Delaware, and TD Bank USA.

Employment is stable in this area, with the 2010 US Census unemployment rate at 3.6 percent. The New Castle County Delaware Office of Economic Development indicates that more than 60 percent of all Fortune 500 companies are incorporated in the State of Delaware. According to the New Castle Chamber of Commerce, Dupont is the largest employer in the area. Job and economic opportunities are driven by the science, pharmaceutical, credit card/financial services, hospitals/general medical, and colleges/universities sectors. The economic development and land use plans are focused on redevelopment, particularly in older communities.

Opportunities exist for community development participation in the area. The area is served by several non-profit entities, including several CDFIs engaged in community development activities.

As part of this evaluation, OCC staff reviewed contacts completed during the evaluation period with two organizations focused on affordable housing and economic and small business development. New Castle County is a challenging area in the state of Delaware, specifically the city of Wilmington, in particular due to crime in the underserved neighborhoods. The contacts indicated that the local financial institutions are very involved with all community projects, and after surviving the financial crisis, many banks seem willing to be more aggressive in lending. There was some concern about the state of the current school system and the on-going need to develop more affordable housing.

## Chicago-Naperville-Arlington Heights, IL MD

| Demographic Information for Full Scope Area: Chicago-Naperville-Arlington Heights, IL MD             |                         |  |                 |                  |              |            |
|--|-------------------------|--|-----------------|------------------|--------------|------------|
| Demographic Characteristics  | #                       | Low % of #   | Moderate % of # | Middle % of #    | Upper % of # | NA* % of # |
| Geographies (Census Tracts/BNAs)   | 1,861                   | 13.33  | 23.54           | 32.24            | 30.63        | 0.27       |
| Population by Geography  | 7,883,147               | 9.20   | 23.41           | 34.27            | 33.11        | 0.00       |
| Owner-Occupied Housing by Geography  | 1,902,720               | 3.95   | 17.80           | 38.25            | 40.00        | 0.00       |
| Business by Geography  | 555,309                 | 4.93   | 15.79           | 33.45            | 45.71        | 0.12       |
| Farms by Geography   | 9,183                   | 2.35   | 11.51           | 44.97            | 41.13        | 0.03       |
| Family Distribution by Income Level  | 1,885,834               | 22.57  | 16.85           | 19.53            | 41.05        | 0.00       |
| Distribution of Low and Moderate Income Families throughout AA Geographies                           | 743,460                 | 15.97  | 33.77           | 33.54            | 16.73        | 0.00       |
| Median Family Income<br>HUD Adjusted Median Family Income for 2013<br>Households Below Poverty Level | 72,747<br>73,400<br>12% | Median Housing Value<br>Unemployment Rate (2010 US Census) |                 | 287,573<br>4.75% |              |            |

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

Source: 2010 US Census and 2013 HUD updated MFI

The Chicago MD is part of the Chicago-Joliet-Naperville, IL-IN-WI MSA and consists of the counties of Cook, DuPage, Grundy, Kendall, McHenry and Will. Principal cities in the areas include Chicago, Naperville, Elgin, Arlington Heights, Evanston, Schaumburg, Skokie, Des Plaines, and Hoffman Estates. The 2015 HUD adjusted median family income for this area is \$73,400, with 12 percent of the households below the poverty level.

Key industries in the larger metro area include education and health care; professional, scientific and management services; manufacturing; and retail trade. Some of largest employers in the Chicago area include: the Chicago Federal Executive Board, Chicago Public Schools, City of Chicago, Cook County, State of Illinois, Walgreens, Advocate Health Care, Walgreen Co., JPMorgan Chase, Abbott Laboratories, Presence Health, Chicago Transit Authority, AT&T, UAL Corp., Chicago Transit Authority, University of Chicago, Northwestern Memorial Healthcare, American Airlines, Jewel-Osco, Northwestern University, and Motorola Corp.

CBNA currently has no retail branch presence in this area. In 2014, the bank sold all of its Chicago-area retail branches, small business operations, and select middle market relationships in the Chicago market to U.S. Bank National Association, the lead bank of U.S. Bancorp. CBNA continues to maintain its presence in Chicago through its commercial business lines and several consumer business lines not included in the sale.

The level of opportunity to participate in community development opportunities is excellent. Several non-profit housing agencies, community development entities and regional CDFIs serve the area.

OCC staff reviewed several community contacts completed during the review period. Contacts noted that there was a lack of investment in Chicago's South Side neighborhoods. It was noted

that due to the lack of investment in these neighborhoods real estate markets are sluggish and values are low. Housing vacancies and foreclosures as well as unemployment rates remain high in many South Side neighborhoods. Contacts identified a number of credit and community development needs including commercial real estate loans with more favorable terms, lines of credit for non-profit organizations, mortgage lending in low income communities, credit builder consumer loans and access to affordable housing.

## Springfield, MA MSA

| Demographic Information for Full Scope Area: Springfield, MA MSA                                     |                         |  |                 |                  |              |            |
|--|-------------------------|--|-----------------|------------------|--------------|------------|
| Demographic Characteristics  | #                       | Low % of #   | Moderate % of # | Middle % of #    | Upper % of # | NA* % of # |
| Geographies (Census Tracts/BNAs)   | 139                     | 15.83  | 18.71           | 34.53            | 29.50        | 1.44       |
| Population by Geography  | 621,570                 | 12.98  | 19.96           | 34.69            | 31.91        | 0.46       |
| Owner-Occupied Housing by Geography  | 151,878                 | 3.25   | 15.42           | 41.35            | 39.98        | 0.00       |
| Business by Geography  | 37,754                  | 14.03  | 17.30           | 34.30            | 34.20        | 0.18       |
| Farms by Geography   | 1,122                   | 2.05   | 7.49            | 38.50            | 51.96        | 0.00       |
| Family Distribution by Income Level  | 149,160                 | 23.64  | 16.07           | 19.08            | 41.21        | 0.00       |
| Distribution of Low and Moderate Income Families throughout AA Geographies                           | 59,230                  | 19.89  | 28.34           | 32.55            | 19.23        | 0.00       |
| Median Family Income<br>HUD Adjusted Median Family Income for 2015<br>Households Below Poverty Level | 65,262<br>67,300<br>15% | Median Housing Value<br>Unemployment Rate (2010 US Census) |                 | 216,460<br>4.51% |              |            |

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

Source: 2010 US Census and 2015 HUD updated MFI

The Springfield, MA MSA is comprised of the counties of Hampden and Hampshire. The principal city within this MSA is Springfield. The 2015 HUD adjusted median family income is \$67,300, with 15 percent of the households below the poverty line.

CBNA has \$417 million in deposits in this AA representing 28 percent of ITS deposits in the state of Massachusetts (excluding the Boston-Cambridge MSA) and 0.6 percent of the bank's deposits overall. There are 20 FDIC-insured institutions operating 200 branches. As of June 30, 2015, CBNA ranked 11<sup>th</sup> with 3 percent of the total deposit market share. Banks with larger market shares include Bank of America (13.6 percent), TD Bank and Peoples Bank (12.4 percent each), Berkshire Bank and United Bank (8.4 percent each), Florence Savings Bank (7.1 percent), Easthampton Savings Bank (6.8 percent), Westfield Bank (6.5 percent), County Bank for Savings (5.9 percent), and Chicopee Savings Bank (3.7 percent). CBNA has a significant branch presence in this competitive market, despite its relatively low deposit market share. TD Bank is ranked first in number of branches (22), followed by CBNA and Peoples Bank (19 branches each), and Bank of America and Berkshire Bank (18 branches each).

Springfield's major industries are Healthcare, Education, Manufacturing and Retail. These industries have reported moderate job growth in the past 12 months (Source: HUD Market at a Glance). Some of the largest employers in the area include: Baystate Health System, C&S Wholesale Grocers, Cooley Dickinson Hospital, General Dynamics Techsight, Holyoke Medical Center, Massachusetts Mutual Life Insurance, Mercy Medical Center, Sisters of Provident Health, Smith and Wesson Holding Corp., Smith College, and Weldon Rehabilitation Center.

The housing market in the region remained tight, despite some growth since 2012. The sales vacancy rate was 1.2% for the region, which is lower than historical performance for the area. Source: HUD PD&R Housing Market Profile 2014

While the area's economy struggled for growth in more recent years, there are many initiatives underway to improve economic wellness. The area has partnered with the city of Hartford, CT to form New England's Knowledge Corridor focusing on business development, talent retention, advocacy and research. Additionally, the area has been awarded contracts from the Department of Transportation to begin developing transportation resources and the area is working towards developing one of the state's recently approved casinos (Source: Western Massachusetts Economic Development Council).

Opportunities exist for community development participation in the area. The area is served by several non-profit entities, including at least one CDFI engaged in community development activities.

As part of the examination process OCC staff completed contacts with organizations focused on affordable housing, economic development and community development in the Springfield area. Contacts identified a number of needs for the area including: job training and workforce development programs to help create a more competitive workforce; support for youth programs; healthy food access in low-income neighborhoods; activities and programs to alleviate issues associated with vacant and abandoned properties; permanent supportive housing for homeless populations, particularly veterans; and activities to help revitalize commercial districts.

## Warren, MI MD

| Demographic Information for Full Scope Area: Warren, MI MD   |           |                        |  |               |                  |            |
|--|-----------|------------------------|--|---------------|------------------|------------|
| Demographic Characteristics  | #         | Low % of #             | Moderate % of #  | Middle % of # | Upper % of #     | NA* % of # |
| Geographies (Census Tracts/BNAs)   | 616       | 5.19                   | 19.48  | 43.99         | 30.36            | 0.97       |
| Population by Geography  | 2,224,307 | 4.17                   | 18.76  | 44.80         | 32.26            | 0.01       |
| Owner-Occupied Housing by Geography  | 678,551   | 2.51                   | 17.27  | 46.35         | 33.87            | 0.00       |
| Business by Geography  | 161,769   | 4.31                   | 17.91  | 40.54         | 36.81            | 0.43       |
| Farms by Geography   | 4,315     | 2.90                   | 15.25  | 50.36         | 31.24            | 0.25       |
| Family Distribution by Income Level  | 590,833   | 19.60                  | 17.68  | 21.21         | 41.50            | 0.00       |
| Distribution of Low and Moderate Income Families throughout AA Geographies                           | 220,269   | 7.44                   | 28.40  | 45.91         | 18.25            | 0.00       |
| Median Family Income<br>HUD Adjusted Median Family Income for 2015<br>Households Below Poverty Level |           | 75,314<br>77,300<br>9% | Median Housing Value<br>Unemployment Rate (2010 US Census) |               | 193,553<br>5.31% |            |

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

Source: 2010 US Census and 2015 HUD updated MFI

The Warren, MI MD is within the Detroit-Warren-Dearborn, MI MSA and is comprised of the entire counties of Lapeer, Livingston, Macomb, Oakland, and St. Clair. The principal cities within this MD are Farmington Hills, Warren, Southfield, Pontiac, Troy, and Novi. The 2015 HUD adjusted median family income is \$77,300, and 9 percent of the households are below poverty level.

CBNA has \$2.9 billion in deposits in this AA representing 59.2 percent of its deposits in the state of Michigan and 4 percent of the bank's deposits overall. There are 42 FDIC-insured institutions operating 635 branches. As of June 30, 2015, CBNA ranked eighth with 4.4 percent of the total deposit market share. Competitor banks with the largest deposit market share include Bank of America (16.3 percent), Chase Bank (13.8 percent), Comerica Bank (13.8 percent), PNC Bank (13.5 percent), Flagstar Bank (7.8 percent), and Huntington National Bank (7 percent). CBNA ranks fifth in number of branches, operating 8 percent (51 branches) of all FDIC-insured branches in this MSA.

According to an article in the Macomb Daily (July 31, 2015), Forbes magazine recently ranked Warren, MI in its list of Top 10 Best Places in the country for business and careers. This ranking is in stark contrast to the area's ranking in 2013, when Forbes named Warren the seventh most undesirable city in the country. The Warren area, including the city of Warren along with Oakland County's Troy and Farmington Hills was listed as ninth on the 2015 list. This area, along with the rest of suburban Detroit, has outpaced most of the county in terms of economic recovery, largely reflecting recovery and expansion in the auto industry, which has had positive benefits for the larger surrounding area, and the rebound of the defense sector.

The city of Warren is home to a wide variety of businesses and educational facilities as well as the United States Army Detroit Arsenal, home of the Tank-Automotive and Armaments Command and the Tank Automotive Research, Development and Engineering Center. In

recent years, General Motors invested \$1 billion to renovate the GM Technical Center, with the goal of creating more than 2,600 jobs. Art Van Furniture also invested \$18.2 million as part of an 180,000 square foot expansion of its corporate headquarters and warehousing operations, creating more than 165 new jobs. Positive growth and greater income potential is expected in high-tech employment.

The level of opportunity to participate in community development opportunities is very good. Several non-profit housing agencies, community development entities and regional CDFIs serve the area.

As part of the examination process OCC staff completed a community contact with an organization focused on affordable housing. In addition, OCC staff reviewed several additional contacts completed during the review period. Among the needs identified by these contacts were funding for financial education classes, mortgage products specifically geared towards low and moderate-income borrowers, support for rapid rehousing programs to assist those experiencing homelessness and support for emergency financial assistance programs.

## Manchester-Nashua NH MSA

| Demographic Information for Full Scope Area: Manchester-Nashua NH MSA                                |                        |  |                 |                  |              |            |
|--|------------------------|--|-----------------|------------------|--------------|------------|
| Demographic Characteristics  | #                      | Low % of #   | Moderate % of # | Middle % of #    | Upper % of # | NA* % of # |
| Geographies (Census Tracts/BNAs)   | 86                     | 9.30   | 22.09           | 48.84            | 18.60        | 1.16       |
| Population by Geography  | 400,721                | 6.59   | 18.76           | 51.11            | 23.55        | 0.00       |
| Owner-Occupied Housing by Geography  | 105,611                | 1.81   | 14.24           | 55.69            | 28.26        | 0.00       |
| Business by Geography  | 30,044                 | 11.51  | 14.27           | 49.21            | 24.66        | 0.34       |
| Farms by Geography   | 813                    | 2.34   | 9.72            | 57.81            | 30.14        | 0.00       |
| Family Distribution by Income Level  | 104,907                | 18.88  | 18.83           | 23.63            | 38.65        | 0.00       |
| Distribution of Low and Moderate Income Families throughout AA Geographies                           | 39,569                 | 10.18  | 26.27           | 48.45            | 15.10        | 0.00       |
| Median Family Income<br>HUD Adjusted Median Family Income for 2015<br>Households Below Poverty Level | 81,794<br>89,700<br>7% | Median Housing Value<br>Unemployment Rate (2010 US Census) |                 | 265,701<br>3.44% |              |            |

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

Source: 2010 US Census and 2015 HUD updated MFI

The Manchester-Nashua NH MSA is comprised of Hillsborough County, the largest county in the state, and includes the principal cities of Manchester and Nashua. Population in this MSA grew at the rate of at least 20 percent each decade in the period between 1960 and 1990, then slowed to 13 percent between 1990 and 2000, and slowed even further to just 5.4 percent between 2000 and 2010. Residents in this MSA are generally younger, with a median age of 39.9 (source: NH Employment Security, December 2014).

The 2015 HUD adjusted median family income for this MSA is \$89,700, with 7 percent of the households living below the poverty level. The 2010 US Census unemployment rate was 3.4 percent.

CBNA has \$4.6 billion in deposits in this AA representing 73.7 percent of its deposits in the state of New Hampshire and 6.3 percent of the bank's deposits overall. There are 19 FDIC-insured institutions operating 98 branches. As of June 30, 2015, CBNA ranked first with 38 percent of the total deposit market share, followed by Bank of America with 31 percent, and TD Bank, a distant third with 16 percent. CBNA ranks second in number of branches, operating 22.4 percent (22 branches) of all FDIC-insured branches in this MSA. TD Bank had 23 branches and Bank of America had 11.

According to the U.S. Census Bureau 2014 American Community Survey, the major industries in this MSA are educational services, health care and social assistance; manufacturing; retail; and professional, scientific, management, and administrative and waste management services. The largest businesses in the area include Fidelity Investments, Elliot Hospital, BAE Systems North America, Southern New Hampshire Medical Center, and Catholic Medical Center. There are a number of hospitals and institutions of higher education in the area.

The level of opportunity to participate in community development opportunities is good. Several non-profit housing agencies, community development entities and regional CDFIs serve the area.

As part of the examination, OCC staff conducted contacts with several organizations focused on such areas as affordable housing, workforce development, and social services for low-income populations. According to the contacts, housing prices, including new construction as well as rental units are increasing in the area and most low and very low-income households are paying more than 30% of their income on housing costs. There is a need for rental subsidies for low-income renters and support for programs to help prevent homelessness. Other identified credit and community development needs include workforce development and job training programs, access to early childhood education programs, supportive housing for the elderly, and funding to rehab deteriorating properties.

## Buffalo-Cheektowaga-Niagara Falls, NY MSA

| Demographic Information for Full Scope Area: Buffalo-Cheektowaga-Niagara Falls, NY MSA               |                         |  |                 |                  |              |            |
|--|-------------------------|--|-----------------|------------------|--------------|------------|
| Demographic Characteristics  | #                       | Low % of #   | Moderate % of # | Middle % of #    | Upper % of # | NA* % of # |
| Geographies (Census Tracts/BNAs)   | 297                     | 12.46  | 20.20           | 41.41            | 23.91        | 2.02       |
| Population by Geography  | 1,135,509               | 9.57   | 17.03           | 39.03            | 33.16        | 1.21       |
| Owner-Occupied Housing by Geography  | 312,759                 | 5.03   | 14.25           | 43.06            | 37.67        | 0.00       |
| Business by Geography  | 67,585                  | 8.00   | 14.59           | 40.83            | 36.13        | 0.45       |
| Farms by Geography   | 1,910                   | 2.62   | 5.81            | 50.21            | 41.36        | 0.00       |
| Family Distribution by Income Level  | 287,669                 | 21.62  | 17.44           | 20.85            | 40.08        | 0.00       |
| Distribution of Low and Moderate Income Families throughout AA Geographies                           | 112,374                 | 17.41  | 24.90           | 38.93            | 18.75        | 0.00       |
| Median Family Income<br>HUD Adjusted Median Family Income for 2015<br>Households Below Poverty Level | 62,530<br>69,000<br>14% | Median Housing Value<br>Unemployment Rate (2010 US Census) |                 | 113,014<br>3.83% |              |            |

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

Source: 2010 US Census and 2015 HUD updated MFI

The Buffalo-Cheektowaga-Niagara Falls, NY MSA consists of the entire counties of Erie and Niagara and contains the principal cities of Buffalo, Cheektowaga, Tonawanda, and Niagara Falls. Approximately 80 percent of the area's population resides in Erie County, which includes the city of Buffalo. The Buffalo area's strengths include a high level of housing affordability and tourism attractions with Niagara Falls and area casinos. The 2011 HUD adjusted median family income for this area is \$69,000 with approximately 14% of households living below the poverty level.

CBNA has almost \$1.7 billion in deposits this AA representing 20 percent of its deposits in the state of New York and 2 percent of its deposits overall. There is moderate competition in this assessment area with 16 FDIC-insured banks operating 282 branches. As of June 30, 2014, CBNA ranked fifth in deposit market share in the area with 4.3 percent. M & T Bank ranked first with 50.8 percent, followed by First Niagara Bank with nearly 25.9 percent, and KeyBank with 8.9 percent. CBNA ranked fourth in number of branch offices (14.5 percent) operating 41 branches among the FDIC deposit insured institutions.

The regional economy of Buffalo-Niagara continues to be a mix of industrial, light manufacturing, high technology and service oriented private sector companies. Health care and education are the region's largest sectors, with continued growth fueled by the expansion of the Buffalo Niagara Medical Campus and the University at Buffalo, the State of New York. Education and health care accounted for 2100 jobs or 2.2% in 2012. The joint partnership of public and private sector between these two industries has helped to stabilize job growth and opportunity. The combining of the Kaleida Health Vascular Institute and the University of Buffalo's Clinical Research Facility, for example, helped create 700 jobs with the MSA.

According to the US Bureau of Labor and Statistics, job growth also improved slightly in the manufacturing sector, helped by new developments in manufacturing and jobs added by the Ford Motor Company in their Hamburg plant.

The housing market is improving as well. After a decline in home sales from 2008 to 2010, sales of single family homes increased through 2012 and according to the Buffalo Niagara Association of Realtors, housing demand remains strong as of November 2015 and is expected to continue through 2016. Inventory and affordability challenges, however, coupled with mortgage rate increases will likely keep any sort of significant growth in check. According to the National Association of Realtors, in the third quarter of 2015 the median sales price of a single family home in the area was \$136,800. Demand for market rate rental units was also strong during the evaluation period. During the period of 2000-2010, the city demolished 6,200 vacant structures, which represents a portion of the estimated 22,000 abandoned buildings in the MSA according to 2010 US Census Data.

The level of opportunity to participate in community development opportunities is good. Several non-profit housing agencies, community development entities and regional CDFIs serve the area. The HUD Consolidated Community Development Plan for 2013-2017 identifies the following priority needs in the Buffalo area as: affordable rental housing for LMI, affordable housing with housing support services for the mentally ill and chronically homeless, workforce training, improved transportation access for LMI residents, and support services for special needs populations. Areas in most need of community and economic development resources include the Buffalo Fund neighborhoods, including Buffalo Promise, Perry Choice, Fruit Belt, West Side, and the Mid-City Neighborhood Revitalization Strategy Area.

As part of the examination process OCC staff met with representatives of organizations focused on affordable housing and addressing the needs of low-income persons in the Buffalo area. OCC staff also reviewed comments submitted to the agency as part of bank merger activity in the area as well as other community contacts completed during the examination review period. Contacts raised concerns regarding access to traditional bank services in certain Buffalo neighborhoods with high concentrations of low income and/or minority residents. This includes access to brick and mortar bank branches. Contacts also noted a need for access to affordable mortgage lending products, small dollar loan products, support for financial stability programs, and home rehabilitation programs to help update and renovate older homes. Contacts indicated that the Buffalo area has a diverse population that includes a number of refugees and immigrants for whom English is not the primary language. There is a need for language access tools to allow these individuals access to banking services as well as other services and programs that can help them gain financial self-sufficiency.

## Cleveland-Elyria, OH MSA

| Demographic Information for Full Scope Area: Cleveland-Elyria, OH MSA                                |           |                         |  |               |                  |            |
|--|-----------|-------------------------|--|---------------|------------------|------------|
| Demographic Characteristics  | #         | Low % of #              | Moderate % of #  | Middle % of # | Upper % of #     | NA* % of # |
| Geographies (Census Tracts/BNAs)   | 636       | 16.35                   | 21.23  | 36.16         | 25.47            | 0.79       |
| Population by Geography  | 2,077,240 | 10.38                   | 17.42  | 38.71         | 33.49            | 0.01       |
| Owner-Occupied Housing by Geography  | 575,920   | 5.68                    | 13.81  | 41.98         | 38.53            | 0.01       |
| Business by Geography  | 138,941   | 7.53                    | 13.00  | 38.46         | 40.64            | 0.37       |
| Farms by Geography   | 3,699     | 2.54                    | 7.81   | 44.44         | 45.17            | 0.03       |
| Family Distribution by Income Level  | 535,574   | 21.71                   | 17.29  | 20.69         | 40.30            | 0.00       |
| Distribution of Low and Moderate Income Families throughout AA Geographies                           | 208,889   | 19.45                   | 25.53  | 37.15         | 17.86            | 0.01       |
| Median Family Income<br>HUD Adjusted Median Family Income for 2015<br>Households Below Poverty Level |           | 62,627<br>66,100<br>13% | Median Housing Value<br>Unemployment Rate (2010 US Census) |               | 151,321<br>4.82% |            |

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

Source: 2010 US Census and 2015 HUD updated MFI

Located on the coast of Lake Erie in Ohio, the Cleveland-Elyria, OH MSA is comprised of the counties of Cuyahoga, Geauga, Lake, Lorain, and Medina. The principal cities in the area are Cleveland and Elyria. The MSA is the largest in the northeastern region of the state, with a population of 2.07 million (2010 US Census). Cuyahoga County accounts for approximately 60% of the MSAs population (1.26 million). The city of Cleveland remains the core city in this region, representing nearly one third of the county's residents.

The 2015 HUD median family income is \$66100, with 13 percent of households below the poverty level. The 2010 unemployment rate for this area was 4.82%.

CBNA has \$5.7 billion in deposits in this AA representing 71.5 percent of its deposits in the state of Ohio and 7.8 percent of the bank's deposits overall. There are 37 banks operating 691 branches. As of June 30, 2015, CBNA ranked third with 8.9 percent of the total deposit market share. KeyBank ranked first with 28 percent, followed by PNC Bank, with 12 percent. CBNA ranks seventh in number of branches, operating 8 percent (56 branches) of all FDIC-insured branches in this MSA. Competitors with a stronger branch presence include: Huntington National Bank, KeyBank, PNC Bank, Fifth Third Bank, FirstMerit Bank, and US Bank National Association.

During the exam period, the economic conditions in the Cleveland-Elyria, OH MSA were weak but strengthening, with moderate growth of nonfarm payroll jobs that began towards the end of the prior exam period. According to the U.S. Census Bureau 2014 American Community Survey, the major industries in this MSA are: educational services and health care and social assistance; manufacturing; retail trade; and professional, scientific, management, and administrative and waste management services. The education and health services sector led the job growth with 4,800 new jobs, a 2.5 percent increase from the prior year.

According to the Ohio Department of Jobs and Family Services - Office of Workforce Development Bureau of Labor Market Review August 2015, employment also grew during the period between 2014 and 2015. Nonagricultural wage and salary employment increased by 11,400 jobs during this period, largely reflecting growth in the leisure and hospitality sector (6,300 jobs added).

During the exam period, the economy continued to transition from a manufacturing hub to a center for education and health services. Diversified manufacturing remained a primary economic sector with a traditional base of heavy industry. Some of the largest employers in the Cleveland metro area include Cleveland Clinic Health Systems, University Hospitals Health Systems, Giant Eagle, Progressive Casualty Insurance Company, General Motors, KeyCorp, MetroHealth System, Case Western Reserve University, Parker Hannifin Corporation, Swagelok Company, Ford Motor Company, Sherwin-Williams Corporation, Eaton Corp., and NASA Glens.

According to the US Department of Housing and Urban Development Office of Policy and Research Comprehensive Housing Market Analysis (as of July 2013), the housing market conditions in the Cleveland-Elyria, OH MSA were soft, with a vacancy rate of 2.4 percent during the exam period, compared to the US average homeowner vacancy rate of 1.9 to 2 percent. (US Census).

The 2013 median sales price of existing single family homes in the Cleveland-Elyria, OH MSA was \$117,700 compared to \$197,400 across the U.S. During the exam period, the housing environment in the City of Cleveland began to stabilize and some of the city's most distressed neighborhoods showed improvement, principally the downtown housing market (with 97% occupancy in the first quarter of 2015) and the west side neighborhoods of Detroit Shoreway, Ohio City and Tremont (Crain's Cleveland Business: Pulse 2015, presented by the Cleveland Foundation, "Housing"). Housing values in the Detroit Shoreway neighborhood have risen steadily over the last ten years, bucking much of the Cleveland trend, due in large part to their efforts to create an Arts District and stabilizing residences. However, foreclosure still remained an issue for the region in 2015. While nationally, foreclosure filings fell 12% year-over-year, Ohio still ranks high in foreclosure filings, with 1 in every 1,037 housing units receiving a foreclosure filing. In Cuyahoga County, the foreclosure filing rate was 1 in 607 compared to 1 in 543 within the city of Cleveland (Bankrate.com "Top states for foreclosure," August 2015 and RealTRAC September 2015).

During the exam period, vacant and abandoned properties and reduced property values remained a concern in Cuyahoga County. To address the issue, Cuyahoga County created a multi-million dollar property demolition initiative. The program's first round launched in the first quarter of 2015, targeting 600 vacant buildings for demolition. The county projected it would spend about \$10 million for residential, commercial and industrial demolitions, concentrated in neighborhoods on Cleveland's East Side, as well as the city's eastern, inner-ring suburbs. (Cleveland.com, Northeast Ohio Media Group April 10, 2015). This program is being complemented by agencies like Neighborhood Progress Inc. Re-imagining Cleveland initiative to rid neighborhood of vacant lots and distressed real estates, increase home values and provide economic development and community service opportunities (Crain's Cleveland Business: Pulse 2015, presented by the Cleveland Foundation, "Housing").

Opportunities exist for community development participation in the area. The area is served by several non-profit entities, including several CDFIs engaged in community development activities.

As part of this evaluation, OCC staff reviewed the information from recent meetings with several local organizations focused on affordable housing, community services and economic and workforce development to assess local area needs and opportunities. There are a number of various infrastructure, economic development, and housing activities that are taking place throughout the area. Home values remain affordable for LMI families, but many of the properties are in need of rehabilitation to help stabilize the neighborhood. Community groups have indicated a need for an affordable purchase/rehab loan product for low cost homes that would be accessible to LMI borrowers. Other priorities and opportunities include exploring Aging in Place initiatives that encourage seniors to stay in their homes, post purchase workshops for LMI homebuyers, and funding for financial literacy and first time homebuyer workshops. Some commenters also noted a lack of financial services, including access to affordable credit for LMI borrowers and small businesses and access to capital for affordable housing construction.

## Burlington-South Burlington, VT MSA

| Demographic Information for Full Scope Area: Burlington-South Burlington, VT MSA                     |         |                         |  |               |                  |            |
|--|---------|-------------------------|--|---------------|------------------|------------|
| Demographic Characteristics  | #       | Low % of #              | Moderate % of #  | Middle % of # | Upper % of #     | NA* % of # |
| Geographies (Census Tracts/BNAs)   | 45      | 2.22                    | 22.22  | 53.33         | 20.00            | 2.22       |
| Population by Geography  | 204,291 | 1.54                    | 20.24  | 53.87         | 24.35            | 0.00       |
| Owner-Occupied Housing by Geography  | 54,409  | 0.40                    | 16.33  | 56.52         | 26.68            | 0.07       |
| Business by Geography  | 18,053  | 1.10                    | 20.68  | 51.55         | 26.49            | 0.17       |
| Farms by Geography   | 828     | 0.60                    | 22.83  | 51.09         | 25.48            | 0.00       |
| Family Distribution by Income Level  | 49,685  | 18.13                   | 18.89  | 23.47         | 39.51            | 0.00       |
| Distribution of Low and Moderate Income Families throughout AA Geographies                           | 18,393  | 1.77                    | 29.47  | 53.23         | 15.33            | 0.20       |
| Median Family Income<br>HUD Adjusted Median Family Income for 2015<br>Households Below Poverty Level |         | 72,928<br>81,900<br>10% | Median Housing Value<br>Unemployment Rate (2010 US Census) |               | 251,868<br>3.02% |            |

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

Source: 2010 US Census and 2015 HUD updated MFI

The Burlington-South Burlington, VT MSA consists of parts of Addison, Chittenden, Franklin, Grand Isle, Lamoille, and Washington counties, and includes the principal cities of Burlington and South Burlington. The 2015 HUD adjusted median family income for this area is \$72,928, with 10 percent of the households below the poverty level.

CBNA has \$297 million in deposits in this AA representing 38 percent of its deposits in the state of Vermont and 0.4 percent of the bank's deposits overall. There are 12 FDIC-insured institutions operating 72 branches. As of June 30, 2015, CBNA ranked fifth with 6 percent of the total deposit market share. Top competitors in this market include People's United Bank with 28 percent, TD Bank with 26 percent, Merchants Bank with 15 percent, and Key Bank with 13 percent. CBNA also ranks fifth in number of branches, operating 8 percent (6 branches) of all FDIC-insured branches in this MSA.

According to the U.S. Census Bureau 2014 American Community Survey, the major industries in this area are: educational services, health care and social assistance; retail trade; manufacturing; and professional, scientific, management, and administrative and waste management services. Some of the largest employers in the area include IBM, Fletcher Allen Health Care, and the University of Vermont.

In 2010-2014, the Burlington-South Burlington, VT MSA had more than 54,000 owner occupied housing units, with 17 percent in LMI geographies. An additional 27,400 housing units were renter occupied. Monthly housing costs are fairly high for many homeowners and non-homeowners. An estimated 32 percent of owners with mortgages, 20 percent of owners without mortgages, and 55 percent of renters in this MSA spent 30 percent or more of household income on housing. The median monthly housing cost for mortgage owners was

\$1,710 and for renters was \$1,027. According to the National Association of Realtors, for the third quarter of 2015, the median sales price of existing single-family homes was \$290,700.

Opportunities exist for community development participation in the area. The area is served by several non-profit entities, including a handful of CDFIs engaged in community development activities.

As part of the examination process OCC staff completed contacts with organizations focused on affordable housing, economic needs, and social service needs in the greater Burlington area. OCC staff also reviewed an additional contact completed during the review period with an organization that provides individuals and families with support in meeting basic needs. Contacts noted that Vermont has not been building enough housing to meet needs. The housing shortage is driving up rental costs and makes it difficult for employers to recruit and retain employees. Contacts indicated there is a need for investment in permanent low-cost housing; support for rental assistance programs; support for programs to help eliminate homelessness and financial support to help people meet day to day living needs. Contacts also noted that there is a need for support for programs that will lead to financial self-sufficiency, including micro-business loans, financial coaching (including budgeting and credit repair) and asset development.

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## Appendix D: Tables of Performance Data

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### Content of Standardized Tables

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

- Table 1.** **Lending Volume** - Presents the number and dollar amount of reportable loans originated and purchased by the bank over the evaluation period by MA/assessment area. Community development loans to statewide or regional entities or made outside the bank's assessment area may receive positive CRA consideration. See Interagency Q&As \_\_.12 (i) - 5 and - 6 for guidance on when a bank may receive positive CRA consideration for such loans. Refer to the CRA section of the Compliance Policy intranet page for guidance on table placement.
- Table 2.** **Geographic Distribution of Home Purchase Loans** - Compares the percentage distribution of the number of loans originated and purchased by the bank in low-, moderate-, middle-, and upper-income geographies to the percentage distribution of owner-occupied housing units throughout those geographies. The table also presents market share information based on the most recent aggregate market data available.
- Table 3.** **Geographic Distribution of Home Improvement Loans** - See Table 2.
- Table 4.** **Geographic Distribution of Home Mortgage Refinance Loans** - See Table 2.
- Table 5.** **Geographic Distribution of Multi Family Loans** – See Table 2.
- 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 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 14. Qualified Investments** - Presents the number and dollar amount of qualified investments made by the bank in each MA/AA. The table separately presents investments made during prior evaluation periods that are still outstanding and investments made during the current evaluation period. Prior-period investments are reflected at their book value as of the end of the evaluation period. Current period investments are reflected at their original investment amount even if that amount is greater than the current book value of the investment. The table also presents the number and dollar amount of unfunded qualified investment commitments. In order to be included, an unfunded commitment must be legally binding and tracked and recorded by the bank's financial reporting system.

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

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

**Table 1. Lending Volume**

| LENDING VOLUME                        |                                     | Geography: BOSTON-CAMBRIDGE-NEWTON MA-NH MMA |            |                           |            | Evaluation Period: JANUARY 1, 2014 TO JUNE 30, 2015 |            |                               |            |                      |            |                                      |
|---------------------------------------|-------------------------------------|--|------------|---------------------------|------------|---|------------|-------------------------------|------------|----------------------|------------|--------------------------------------|
| Assessment Area (2015):               | % of Rated Area Loans (#) in MA/AA* | Home Mortgage                                |            | Small Loans to Businesses |            | Small Loans to Farms                                |            | Community Development Loans** |            | Total Reported Loans |            | % of Rated Area Deposits in MA/AA*** |
|                                       |                                     | #  | \$ (000's) | #                         | \$ (000's) | #   | \$ (000's) | #                             | \$ (000's) | #                    | \$ (000's) |                                      |
| <b>Full Review:</b>                   |                                     |  |            |                           |            |   |            |                               |            |                      |            |                                      |
| Boston MD                             | 42.82                               | 1,344  | 408,508    | 1,613                     | 114,045    | 0   | 0          | 17                            | 144,296    | 2,974                | 666,849    | 67.94                                |
| <b>Limited Review:</b>                |                                     |  |            |                           |            |   |            |                               |            |                      |            |                                      |
| Cambridge-Newton-Framingham MD        | 43.26                               | 1,402  | 454,767    | 1,591                     | 127,855    | 0   | 0          | 11                            | 95,549     | 3,004                | 678,171    | 27.87                                |
| Rockingham County-Strafford County MD | 13.92                               | 511  | 117,050    | 456                       | 28,909     | 0   | 0          | 0                             | 0          | 967                  | 145,959    | 4.19                                 |

\* Loan Data as of June 30, 2015. Rated area refers to either state or multi-state MA rating area.

\*\* The evaluation period for Community Development Loans is from January 01, 2012 to June 30, 2015. Peabody 2012 -2013 qualified Community Development Loans originated equaled three and amounted to \$26,231,000

\*\*\* Deposit Data as of June 15, 2015. Rated Area refers to either the state, multi-state MA, or institution, as appropriate.

**Table 2. Geographic Distribution of Home Purchase Loans**

| Geographic Distribution: HOME PURCHASE |                           |              | Geography: BOSTON-CAMBRIDGE-NEWTON MA-NH MMA |                  |                             | Evaluation Period: JANUARY 1, 2014 TO JUNE 30, 2015 |                           |              |                          |              |                                |      |      |      |      |
|--|---------------------------|--------------|--|------------------|-----------------------------|---|---------------------------|--------------|--------------------------|--------------|--------------------------------|------|------|------|------|
| 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  |
| <b>Full Review:</b>                    |                           |              |  |                  |                             |   |                           |              |                          |              |                                |      |      |      |      |
| Boston MD                              | 525                       | 40.38        | 3.81   | 7.05             | 12.49                       | 16.19   | 46.39                     | 39.43        | 37.31                    | 37.33        | 1.48                           | 2.18 | 1.90 | 1.35 | 1.39 |
| <b>Limited Review:</b>                 |                           |              |  |                  |                             |   |                           |              |                          |              |                                |      |      |      |      |
| Cambridge-Newton-Framingham MD         | 612                       | 47.08        | 3.06   | 10.62            | 13.64                       | 16.18   | 46.90                     | 38.73        | 36.40                    | 34.48        | 1.35                           | 4.36 | 1.57 | 1.10 | 1.28 |
| Rockingham County-Strafford County MD  | 163                       | 12.54        | 0.41   | 0.61             | 19.81                       | 14.11   | 59.05                     | 57.67        | 20.73                    | 27.61        | 1.56                           | 1.72 | 1.39 | 1.35 | 2.25 |

\* Based on 2014 Peer Mortgage Data -- US and PR

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

\*\*\* Percentage of Owner Occupied Units is the number of owner occupied units in a particular geography divided by the number of owner occupied housing units in the area based on 2010 Census information.

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

**Table 3. Geographic Distribution of Home Improvement Loans**

| Geographic Distribution: HOME IMPROVEMENT |                              |              | Geography: BOSTON-CAMBRIDGE-NEWTON MA-NH MMA |                  |                             | Evaluation Period: JANUARY 1, 2014 TO JUNE 30, 2015 |                           |              |                           |              |                                |      |      |      |      |
|---|------------------------------|--------------|--|------------------|-----------------------------|---|---------------------------|--------------|---------------------------|--------------|--------------------------------|------|------|------|------|
| 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 Occupied Units***                    | % BANK Loans**** | % Owner Occupied Units***   | % BANK Loans  | % Owner Occupied Units*** | % BANK Loans | % Owner Occupied Units*** | % BANK Loans | Overall                        | Low  | Mod  | Mid  | Upp  |
| <b>Full Review:</b>                       |                              |              |  |                  |                             |   |                           |              |                           |              |                                |      |      |      |      |
| Boston MD                                 | 57                           | 40.43        | 3.81   | 8.77             | 12.49                       | 31.58   | 46.39                     | 28.07        | 37.31                     | 31.58        | 0.73                           | 2.10 | 2.52 | 0.38 | 0.50 |
| <b>Limited Review:</b>                    |                              |              |  |                  |                             |   |                           |              |                           |              |                                |      |      |      |      |
| Cambridge-Newton-Framingham MD            | 57                           | 40.43        | 3.06   | 12.28            | 13.64                       | 17.54   | 46.90                     | 36.84        | 36.40                     | 33.33        | 0.56                           | 2.73 | 0.86 | 0.44 | 0.51 |
| Rockingham County-Strafford County MD     | 27                           | 19.15        | 0.41   | 0.00             | 19.81                       | 48.15   | 59.05                     | 44.44        | 20.73                     | 7.41         | 2.02                           | 0.00 | 4.43 | 1.47 | 1.25 |

\* Based on 2014 Peer Mortgage Data -- US and PR

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

\*\*\* Percentage of Owner Occupied Units is the number of owner occupied units in a particular geography divided by the number of owner occupied housing units in the area based on 2010 Census information.

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

**Table 4. Geographic Distribution of Home Mortgage Refinance Loans**

| Geographic Distribution: HOME MORTGAGE REFINANCE    Geography: BOSTON-CAMBRIDGE-NEWTON MA-NH MMA    Evaluation Period: JANUARY 1, 2014 TO JUNE 30, 2015 |                                     |              |                        |                  |                             |              |                           |              |                          |              |                                |       |      |      |      |
|---|-------------------------------------|--------------|------------------------|------------------|-----------------------------|--------------|---------------------------|--------------|--------------------------|--------------|--------------------------------|-------|------|------|------|
| 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  |
| <b>Full Review:</b>   |                                     |              |                        |                  |                             |              |                           |              |                          |              |                                |       |      |      |      |
| Boston MD   | 758                                 | 41.86        | 3.81                   | 6.33             | 12.49                       | 10.16        | 46.39                     | 42.61        | 37.31                    | 40.90        | 2.36                           | 3.10  | 2.03 | 2.44 | 2.29 |
| <b>Limited Review:</b>  |                                     |              |                        |                  |                             |              |                           |              |                          |              |                                |       |      |      |      |
| Cambridge-Newton-Framingham MD  | 733                                 | 40.47        | 3.06                   | 2.05             | 13.64                       | 10.37        | 46.90                     | 40.79        | 36.40                    | 46.79        | 1.70                           | 1.55  | 1.42 | 1.55 | 1.99 |
| Rockingham County-Strafford County MD   | 320                                 | 17.67        | 0.41                   | 0.94             | 19.81                       | 16.25        | 59.05                     | 58.13        | 20.73                    | 24.69        | 4.27                           | 10.00 | 4.34 | 4.40 | 3.79 |

\* Based on 2014 Peer Mortgage Data -- US and PR

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

\*\*\* Percentage of Owner Occupied Units is the number of owner occupied units in a particular geography divided by the number of owner occupied housing units in the area based on 2010 Census information.

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

**Table 5. Geographic Distribution of Multifamily Loans**

| Geographic Distribution: MULTIFAMILY |                         |                        | Geography: BOSTON-CAMBRIDGE-NEWTON MA-NH MMA |                             |               |                           | Evaluation Period: JANUARY 1, 2014 TO JUNE 30, 2015 |                          |               |                                |         |      |      |      |      |
|--------------------------------------|-------------------------|------------------------|--|-----------------------------|---------------|---------------------------|---|--------------------------|---------------|--------------------------------|---------|------|------|------|------|
| 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  |
| <b>Full Review:</b>                  |                         |                        |  |                             |               |                           |   |                          |               |                                |         |      |      |      |      |
| Boston MD                            | 3                       | 75.00                  | 17.49  | 33.33                       | 19.86         | 0.00                      | 33.62   | 0.00                     | 29.03         | 66.67                          | 0.77    | 1.49 | 0.00 | 0.00 | 2.30 |
| <b>Limited Review:</b>               |                         |                        |  |                             |               |                           |   |                          |               |                                |         |      |      |      |      |
| Cambridge MD                         | 0                       | 0.00                   | 14.59  | 0.00                        | 24.74         | 0.00                      | 42.62   | 0.00                     | 18.06         | 0.00                           | 0.00    | 0.00 | 0.00 | 0.00 | 0.00 |
| Rockingham MD                        | 1                       | 25.00                  | 2.52   | 0.00                        | 30.10         | 0.00                      | 54.28   | 100.00                   | 13.10         | 0.00                           | 1.47    | 0.00 | 0.00 | 2.27 | 0.00 |

\* Based on 2014 Peer Mortgage Data -- US and PR

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

\*\*\* Percentage of Multi Family Units is the number of multi family units in a particular geography divided by the number of 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: BOSTON-CAMBRIDGE-NEWTON MA-NH MMA    Evaluation Period: JANUARY 1, 2014 TO JUNE 30, 2015 |                            |              |                        |              |                             |              |                           |              |                          |              |                                |      |      |      |      |
|---|----------------------------|--------------|------------------------|--------------|-----------------------------|--------------|---------------------------|--------------|--------------------------|--------------|--------------------------------|------|------|------|------|
| 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  |
| <b>Full Review:</b>   |                            |              |                        |              |                             |              |                           |              |                          |              |                                |      |      |      |      |
| Boston MD   | 1,606                      | 43.99        | 7.18                   | 5.98         | 11.08                       | 11.83        | 35.47                     | 36.55        | 45.84                    | 45.64        | 3.03                           | 3.37 | 3.56 | 2.74 | 3.18 |
| <b>Limited Review:</b>  |                            |              |                        |              |                             |              |                           |              |                          |              |                                |      |      |      |      |
| Cambridge-Newton-Framingham MD  | 1,591                      | 43.58        | 5.93                   | 4.65         | 14.30                       | 17.79        | 42.52                     | 43.37        | 37.25                    | 34.19        | 2.36                           | 2.19 | 2.76 | 2.47 | 2.16 |
| Rockingham County-Strafford County MD   | 454                        | 12.43        | 0.66                   | 0.22         | 17.28                       | 17.18        | 62.23                     | 60.79        | 19.47                    | 21.81        | 3.60                           | 1.22 | 4.63 | 3.31 | 4.34 |

\* Based on 2014 Peer Small Business Data -- US and PR

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

\*\*\* Source Data - Dun and Bradstreet (2014).

**Table 8. Borrower Distribution of Home Purchase Loans**

| Borrower Distribution: HOME PURCHASE  |                           |              | Geography: BOSTON-CAMBRIDGE-NEWTON MA-NH MMA |                  |                           | Evaluation Period: JANUARY 1, 2014 TO JUNE 30, 2015 |                         |                  |                        |                  |               |      |      |      |      | Market Share* |  |  |  |  |
|---------------------------------------|---------------------------|--------------|--|------------------|---------------------------|---|-------------------------|------------------|------------------------|------------------|---------------|------|------|------|------|---------------|--|--|--|--|
| 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 <sup>13</sup>  | % BANK Loans****                                    | % Families***           | % BANK Loans**** | % Families***          | % BANK Loans**** | Overall       | Low  | Mod  | Mid  | Upp  |               |  |  |  |  |
| <b>Full Review:</b>                   |                           |              |  |                  |                           |   |                         |                  |                        |                  |               |      |      |      |      |               |  |  |  |  |
| Boston MD                             | 526                       | 40.43        | 23.26  | 5.33             | 16.19                     | 26.29   | 20.01                   | 20.76            | 40.54                  | 47.62            | 1.83          | 2.45 | 2.49 | 1.46 | 1.72 |               |  |  |  |  |
| <b>Limited Review:</b>                |                           |              |  |                  |                           |   |                         |                  |                        |                  |               |      |      |      |      |               |  |  |  |  |
| Cambridge-Newton-Framingham MD        | 612                       | 47.04        | 21.89  | 14.05            | 16.55                     | 25.82   | 20.56                   | 14.87            | 41.00                  | 45.26            | 1.67          | 4.26 | 2.17 | 1.01 | 1.49 |               |  |  |  |  |
| Rockingham County-Strafford County MD | 163                       | 12.53        | 18.20  | 6.17             | 19.04                     | 25.31   | 24.29                   | 22.22            | 38.46                  | 46.30            | 1.88          | 2.27 | 2.14 | 1.50 | 1.95 |               |  |  |  |  |

\* Based on 2014 Peer Mortgage Data -- US and PR

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

\*\*\* Percentage of Families is based on the 2010 Census information.

\*\*\*\* As a percentage of loans with borrower income information available. No information was available for 0.2% of loans originated and purchased by bank.

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

**Table 9. Borrower Distribution of Home Improvement Loans**

| Borrower Distribution: HOME IMPROVEMENT |                              |              | Geography: BOSTON-CAMBRIDGE-NEWTON MA-NH MMA |                  |                           | Evaluation Period: JANUARY 1, 2014 TO JUNE 30, 2015 |                         |                  |                        |                  |               |       |      |      |      | Market Share* |  |  |  |  |
|---|------------------------------|--------------|--|------------------|---------------------------|---|-------------------------|------------------|------------------------|------------------|---------------|-------|------|------|------|---------------|--|--|--|--|
| 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**** | % Families14              | % BANK Loans****                                    | % Families***           | % BANK Loans**** | % Families***          | % BANK Loans**** | Overall       | Low   | Mod  | Mid  | Upp  |               |  |  |  |  |
| <b>Full Review:</b>                     |                              |              |  |                  |                           |   |                         |                  |                        |                  |               |       |      |      |      |               |  |  |  |  |
| Boston MD                               | 57                           | 40.43        | 23.26  | 18.92            | 16.19                     | 24.32   | 20.01                   | 32.43            | 40.54                  | 24.32            | 0.78          | 2.75  | 1.30 | 0.82 | 0.39 |               |  |  |  |  |
| <b>Limited Review:</b>                  |                              |              |  |                  |                           |   |                         |                  |                        |                  |               |       |      |      |      |               |  |  |  |  |
| Cambridge-Newton-Framingham MD          | 57                           | 40.43        | 21.89  | 14.63            | 16.55                     | 31.71   | 20.56                   | 24.39            | 41.00                  | 29.27            | 0.59          | 1.72  | 0.64 | 0.76 | 0.37 |               |  |  |  |  |
| Rockingham County-Strafford County MD   | 27                           | 19.15        | 18.20  | 54.55            | 19.04                     | 9.09  | 24.29                   | 22.73            | 38.46                  | 13.64            | 2.00          | 10.77 | 1.42 | 1.45 | 0.89 |               |  |  |  |  |

\* Based on 2014 Peer Mortgage Data -- US and PR

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

\*\*\* Percentage of Families is based on the 2010 Census information.

\*\*\*\* As a percentage of loans with borrower income information available. No information was available for 29.1% of loans originated and purchased by bank.

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

**Table 10. Borrower Distribution of Home Mortgage Refinance Loans**

| Borrower Distribution: HOME MORTGAGE REFINANCE      Geography: BOSTON-CAMBRIDGE-NEWTON MA-NH MMA      Evaluation Period: JANUARY 1, 2014 TO JUNE 30, 2015 |                                     |              |                      |                  |                           |                 |                         |                  |                        |                  |               | Market Share* |      |      |      |  |
|---|-------------------------------------|--------------|----------------------|------------------|---------------------------|-----------------|-------------------------|------------------|------------------------|------------------|---------------|---------------|------|------|------|--|
| 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**** | % Families15              | % BANK Loans*** | % Families***           | % BANK Loans**** | % Families***          | % BANK Loans**** | Overall       | Low           | Mod  | Mid  | Upp  |  |
| <b>Full Review:</b>   |                                     |              |                      |                  |                           |                 |                         |                  |                        |                  |               |               |      |      |      |  |
| Boston MD   | 758                                 | 41.86        | 23.26                | 5.69             | 16.19                     | 17.72           | 20.01                   | 23.94            | 40.54                  | 52.65            | 2.83          | 2.98          | 3.24 | 2.75 | 2.72 |  |
| <b>Limited Review:</b>  |                                     |              |                      |                  |                           |                 |                         |                  |                        |                  |               |               |      |      |      |  |
| Cambridge-Newton-Framingham MD  | 733                                 | 40.47        | 21.89                | 6.16             | 16.55                     | 15.60           | 20.56                   | 20.93            | 41.00                  | 57.32            | 2.00          | 2.01          | 1.64 | 1.66 | 2.30 |  |
| Rockingham County-Strafford County MD   | 320                                 | 17.67        | 18.20                | 9.43             | 19.04                     | 22.33           | 24.29                   | 27.99            | 38.46                  | 40.25            | 4.94          | 6.21          | 6.31 | 4.45 | 4.36 |  |

\* Based on 2014 Peer Mortgage Data -- US and PR

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

\*\*\* Percentage of Families is based on the 2010 Census information.

\*\*\*\* As a percentage of loans with borrower income information available. No information was available for 0.3% of loans originated and purchased by bank.

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

**Table 11. Borrower Distribution of Small Loans to Businesses**

| Borrower Distribution: SMALL LOANS TO BUSINESSES |       |                           | Geography: BOSTON-CAMBRIDGE-NEWTON MA-NH MMA    |                  | Evaluation Period: JANUARY 1, 2014 TO JUNE 30, 2015  |                         |                           |               |                         |
|--|-------|---------------------------|---|------------------|--|-------------------------|---------------------------|---------------|-------------------------|
| 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 |
| <b>Full Review:</b>                              |       |                           |   |                  |  |                         |                           |               |                         |
| Boston MD  | 1,613 | 44.07                     | 70.29   | 64.35            | 85.74  | 7.19                    | 7.07                      | 3.03          | 4.36                    |
| <b>Limited Review:</b>                           |       |                           |   |                  |  |                         |                           |               |                         |
| Cambridge-Newton-Framingham MD                   | 1,591 | 43.47                     | 71.65   | 67.82            | 84.35  | 6.66                    | 8.99                      | 2.36          | 3.38                    |
| Rockingham County-Strafford County MD            | 456   | 12.46                     | 74.13   | 65.79            | 86.84  | 7.02                    | 6.14                      | 3.60          | 5.51                    |

\* Based on 2014 Peer Small Business Data -- US and PR

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

\*\*\* Businesses with revenues of \$1 million or less as a percentage of all businesses (Source D&amp;B - 2014).

\*\*\*\* Small loans to businesses with revenues of \$1 million or less as a percentage of all loans reported as small loans to businesses. No information was available for 7.65% of small loans to businesses originated and purchased by the bank.

**Table 14. Qualified Investments**

| QUALIFIED INVESTMENTS                 |                           | Geography: BOSTON-CAMBRIDGE-NEWTON MA-NH MMA |     | Evaluation Period: JANUARY 1, 2012 TO JUNE 30, 2015 |     |           |                        |    |           |
|---------------------------------------|---------------------------|--|-----|---|-----|-----------|------------------------|----|-----------|
| Assessment Area:                      | Prior Period Investments* | Current Period Investments                   |     | Total Investments                                   |     |           | Unfunded Commitments** |    |           |
|                                       | #                         | \$(000's)                                    | #   | \$(000's)   | #   | \$(000's) | % of Total             | #  | \$(000's) |
| <b>Full Review:</b>                   |                           |  |     |   |     |           |                        |    |           |
| Boston MD                             | 40                        | 51,221                                       | 166 | 172,299   | 206 | 223,520   | 70.66                  | 18 | 90,052    |
| <b>Limited Review:</b>                |                           |  |     |   |     |           |                        |    |           |
| Cambridge-Newton-Framingham MD        | 22                        | 16,879                                       | 19  | 61,446  | 41  | 78,325    | 24.76                  | 5  | 13,610    |
| Rockingham County-Strafford County MD | 1                         | 1,362  | 40  | 13,134  | 41  | 14,496    | 4.58                   | 1  | 6,394     |

\* '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<br>JUNE 30, 2015 |                                |                    |                                | Geography: BOSTON-CAMBRIDGE-NEWTON MA-NH MMA      |       |       |       |                          |                      |   |     | Evaluation Period: JANUARY 1, 2012 TO |      |                                       |       |       |       |  |  |
|--|--------------------------------|--------------------|--------------------------------|---|-------|-------|-------|--------------------------|----------------------|---|-----|---------------------------------------|------|---------------------------------------|-------|-------|-------|--|--|
| MA/Assessment Area:  | Deposits                       | Branches           |                                |   |       |       |       | Branch Openings/Closings |                      |   |     |                                       |      | Population                            |       |       |       |  |  |
|  | % of Rated Area Deposits in AA | # of BANK Branches | % of Rated Area Branches in AA | Location of Branches by Income of Geographies (%) |       |       |       | # of Branch Openings     | # of Branch Closings | Net change in Location of Branches (+ or -) |     |                                       |      | % of Population within Each Geography |       |       |       |  |  |
|  | Low                            | Mod                | Mid                            | Upp   | Low   | Mod   | Mid   |                          |                      | Low   | Mod | Mid                                   | Upp  | Low                                   | Mod   | Mid   | Upp   |  |  |
| <b>Full Review:</b>  |                                |                    |                                |   |       |       |       |                          |                      |   |     |                                       |      |                                       |       |       |       |  |  |
| Boston MD  | 67.94                          | 94                 | 45.85                          | 6.38  | 10.64 | 39.36 | 42.55 | 0                        | 0                    | 0   | -1  | -4                                    | -1   | 11.76                                 | 17.74 | 39.90 | 30.41 |  |  |
| <b>Limited Review:</b>   |                                |                    |                                |   |       |       |       |                          |                      |   |     |                                       |      |                                       |       |       |       |  |  |
| Cambridge-Newton-Framingham MD   | 27.87                          | 86                 | 41.95                          | 3.49  | 17.44 | 50.00 | 29.06 | 0                        | 0                    | -1  | 0   | 0                                     | 0    | 7.57                                  | 18.92 | 42.76 | 30.76 |  |  |
| Rockingham County-Strafford County MD  | 4.19                           | 25                 | 12.29                          | 0.00  | 40.00 | 44.00 | 16.00 | 0                        | 0                    | -1  | -1  | 0                                     | 0.41 | 21.52                                 | 57.40 | 20.67 |       |  |  |

**Table 1. Lending Volume**

| LENDING VOLUME                |                                     | Geography: PROVIDENCE-WARWICK, RI MA MMA |            |                           |            | Evaluation Period: JANUARY 1, 2014 TO JUNE 30, 2015 |            |                               |            |                      |            |                                      |
|-------------------------------|-------------------------------------|--|------------|---------------------------|------------|---|------------|-------------------------------|------------|----------------------|------------|--------------------------------------|
| Assessment Area (2015):       | % of Rated Area Loans (#) in MA/AA* | Home Mortgage                            |            | Small Loans to Businesses |            | Small Loans to Farms                                |            | Community Development Loans** |            | Total Reported Loans |            | % of Rated Area Deposits in MA/AA*** |
|                               |                                     | #  | \$ (000's) | #                         | \$ (000's) | #   | \$ (000's) | #                             | \$ (000's) | #                    | \$ (000's) |                                      |
| <b>Full Review:</b>           |                                     |  |            |                           |            |   |            |                               |            |                      |            |                                      |
| Providence-Warwick, RI MA MMA | 100.00                              | 2,089                                    | 395,294    | 1,625                     | 105,187    | 0   | 0          | 12                            | 110,029    | 3,726                | 610,510    | 100.00                               |

\* Loan Data as of June 30, 2015. Rated area refers to either state or multi-state MA rating area.

\*\* The evaluation period for Community Development Loans is from January 01, 2012 to June 30, 2015...

\*\*\* Deposit Data as of June 15, 2015. Rated Area refers to either the state, multi-state MA, or institution, as appropriate.

**Table 2. Geographic Distribution of Home Purchase Loans**

| Geographic Distribution: HOME PURCHASE |                           |              | Geography: PROVIDENCE-WARWICK, RI MA MMA |                  |                             |              | Evaluation Period: JANUARY 1, 2014 TO JUNE 30, 2015 |              |                          |              |                                |      |      |      |      |  |
|--|---------------------------|--------------|--|------------------|-----------------------------|--------------|---|--------------|--------------------------|--------------|--------------------------------|------|------|------|------|--|
| 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  |  |
| <b>Full Review:</b>                    |                           |              |  |                  |                             |              |   |              |                          |              |                                |      |      |      |      |  |
| Providence-Warwick, RI MA MMA          | 727                       | 100.00       | 3.99                                     | 2.06             | 12.94                       | 12.52        | 44.73   | 43.88        | 38.34                    | 41.54        | 2.64                           | 1.25 | 2.77 | 2.54 | 2.86 |  |

\* Based on 2014 Peer Mortgage Data -- US and PR

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

\*\*\* Percentage of Owner Occupied Units is the number of owner occupied units in a particular geography divided by the number of owner occupied housing units in the area based on 2010 Census information.

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

**Table 3. Geographic Distribution of Home Improvement Loans**

| Geographic Distribution: HOME IMPROVEMENT |                              |              | Geography: PROVIDENCE-WARWICK, RI MA MMA |                  |                             | Evaluation Period: JANUARY 1, 2014 TO JUNE 30, 2015 |                           |              |                          |              |                                |       |       |      |      |
|---|------------------------------|--------------|--|------------------|-----------------------------|---|---------------------------|--------------|--------------------------|--------------|--------------------------------|-------|-------|------|------|
| 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  |
| <b>Full Review:</b>                       |                              |              |  |                  |                             |   |                           |              |                          |              |                                |       |       |      |      |
| Providence-Warwick, RI MA MMA             | 221                          | 100.00       | 3.99                                     | 7.69             | 12.94                       | 30.77   | 44.73                     | 36.65        | 38.34                    | 24.89        | 3.03                           | 10.58 | 12.26 | 1.68 | 0.88 |

\* Based on 2014 Peer Mortgage Data -- US and PR

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

\*\*\* Percentage of Owner Occupied Units is the number of owner occupied units in a particular geography divided by the number of owner occupied housing units in the area based on 2010 Census information.

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

**Table 4. Geographic Distribution of Home Mortgage Refinance Loans**

| Geographic Distribution: HOME MORTGAGE REFINANCE |                                     |              | Geography: PROVIDENCE-WARWICK, RI MA MMA |                  |                             | Evaluation Period: JANUARY 1, 2014 TO JUNE 30, 2015 |                           |              |                          |              |                                |      |      |      |      |
|--|-------------------------------------|--------------|--|------------------|-----------------------------|---|---------------------------|--------------|--------------------------|--------------|--------------------------------|------|------|------|------|
| 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  |
| <b>Full Review:</b>                              |                                     |              |  |                  |                             |   |                           |              |                          |              |                                |      |      |      |      |
| Providence-Warwick, RI MA MMA                    | 1,139                               | 100.00       | 3.99                                     | 1.76             | 12.94                       | 11.15   | 44.73                     | 41.79        | 38.34                    | 45.30        | 5.16                           | 2.90 | 4.90 | 5.12 | 5.48 |

\* Based on 2014 Peer Mortgage Data -- US and PR

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

\*\*\* Percentage of Owner Occupied Units is the number of owner occupied units in a particular geography divided by the number of owner occupied housing units in the area based on 2010 Census information.

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

**Table 5. Geographic Distribution of Multifamily Loans**

| Geographic Distribution: MULTIFAMILY |                         |                        | Geography: PROVIDENCE MSA |                             |               |                           | Evaluation Period: JANUARY 1, 2014 TO JUNE 30, 2015 |                          |               |                                |         |      |      |      |
|--------------------------------------|-------------------------|------------------------|---------------------------|-----------------------------|---------------|---------------------------|---|--------------------------|---------------|--------------------------------|---------|------|------|------|
| 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  |
| <b>Full Review:</b>                  |                         |                        |                           |                             |               |                           |   |                          |               |                                |         |      |      |      |
| Providence MSA                       | 2                       | 100.00                 | 23.18                     | 0.00                        | 22.70         | 0.00                      | 36.76   | 50.00                    | 17.37         | 50.00                          | 0.34    | 0.00 | 0.00 | 2.13 |

\* Based on 2014 Peer Mortgage Data -- US and PR

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

\*\*\* Percentage of Multi Family Units is the number of 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: PROVIDENCE-WARWICK, RI MA MMA |              |                           | Evaluation Period: JANUARY 1, 2014 TO JUNE 30, 2015 |                          |              |                                |       |      |      |      |      |      |
|--|----------------------------|------------------------|--|--------------|---------------------------|---|--------------------------|--------------|--------------------------------|-------|------|------|------|------|------|
| 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 | Overall                        | Low   | Mod  | Mid  | Upp  |      |      |
| <b>Full Review:</b>                                |                            |                        |  |              |                           |   |                          |              |                                |       |      |      |      |      |      |
| Providence-Warwick, RI<br>MA MMA                   | 1,621                      | 100.00                 | 8.87                                     | 7.46         | 16.06                     | 17.89   | 39.66                    | 40.04        | 35.30                          | 34.61 | 4.32 | 4.65 | 5.17 | 4.24 | 4.14 |

\* Based on 2014 Peer Small Business Data -- US and PR

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

\*\*\* Source Data - Dun and Bradstreet (2014).

**Table 8. Borrower Distribution of Home Purchase Loans**

| Borrower Distribution: HOME PURCHASE |                           |              | Geography: PROVIDENCE-WARWICK, RI MA MMA |                  |                           | Evaluation Period: JANUARY 1, 2014 TO JUNE 30, 2015 |                         |                  |                        |                  |               |      |      |      |      |
|--------------------------------------|---------------------------|--------------|--|------------------|---------------------------|---|-------------------------|------------------|------------------------|------------------|---------------|------|------|------|------|
| 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**** | % Families16              | % BANK Loans****                                    | % Families***           | % BANK Loans**** | % Families***          | % BANK Loans**** | Overall       | Low  | Mod  | Mid  | Upp  |
| <b>Full Review:</b>                  |                           |              |  |                  |                           |   |                         |                  |                        |                  |               |      |      |      |      |
| Providence-Warwick, RI MA MMA        | 727                       | 100.00       | 22.56                                    | 7.57             | 16.87                     | 23.52   | 20.08                   | 29.57            | 40.49                  | 39.34            | 3.24          | 3.96 | 2.99 | 3.38 | 3.18 |

\* Based on 2014 Peer Mortgage Data -- US and PR

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

\*\*\* Percentage of Families is based on the 2010 Census information.

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

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

**Table 9. Borrower Distribution of Home Improvement Loans**

| Borrower Distribution: HOME IMPROVEMENT |                              |              | Geography: PROVIDENCE-WARWICK, RI MA MMA |                  |                           | Evaluation Period: JANUARY 1, 2014 TO JUNE 30, 2015 |                         |                  |                        |                  |               |      |      |      |      | Market Share* |  |  |  |  |
|---|------------------------------|--------------|--|------------------|---------------------------|---|-------------------------|------------------|------------------------|------------------|---------------|------|------|------|------|---------------|--|--|--|--|
| 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**** | % Families17              | % BANK Loans***                                     | % Families***           | % BANK Loans**** | % Families***          | % BANK Loans**** | Overall       | Low  | Mod  | Mid  | Upp  |               |  |  |  |  |
| <b>Full Review:</b>                     |                              |              |  |                  |                           |   |                         |                  |                        |                  |               |      |      |      |      |               |  |  |  |  |
| Providence-Warwick, RI<br>MA MMA        | 221                          | 100.00       | 22.56                                    | 20.00            | 16.87                     | 42.86   | 20.08                   | 21.90            | 40.49                  | 15.24            | 2.95          | 6.67 | 7.81 | 1.95 | 0.88 |               |  |  |  |  |

\* Based on 2014 Peer Mortgage Data -- US and PR

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

\*\*\* Percentage of Families is based on the 2010 Census information.

\*\*\*\* As a percentage of loans with borrower income information available. No information was available for 52.5% of loans originated and purchased by bank.

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

**Table 10. Borrower Distribution of Home Mortgage Refinance Loans**

| Borrower Distribution: HOME MORTGAGE REFINANCE |                                     |              | Geography: PROVIDENCE-WARWICK, RI MA MMA |                  |                           | Evaluation Period: JANUARY 1, 2014 TO JUNE 30, 2015 |                         |                  |                        |                  |               |      |      |      |      |
|--|-------------------------------------|--------------|--|------------------|---------------------------|---|-------------------------|------------------|------------------------|------------------|---------------|------|------|------|------|
| 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**** | % Families18              | % BANK Loans***                                     | % Families***           | % BANK Loans**** | % Families***          | % BANK Loans**** | Overall       | Low  | Mod  | Mid  | Upp  |
| <b>Full Review:</b>                            |                                     |              |  |                  |                           |   |                         |                  |                        |                  |               |      |      |      |      |
| Providence-Warwick, RI MA MMA                  | 1,139                               | 100.00       | 22.56                                    | 6.61             | 16.87                     | 19.93   | 20.08                   | 28.66            | 40.49                  | 44.80            | 6.02          | 5.57 | 6.31 | 6.67 | 5.62 |

\* Based on 2014 Peer Mortgage Data -- US and PR

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

\*\*\* Percentage of Families is based on the 2010 Census information.

\*\*\*\* As a percentage of loans with borrower income information available. No information was available for 0.4% of loans originated and purchased by bank.

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

**Table 11. Borrower Distribution of Small Loans to Businesses**

| Borrower Distribution: SMALL LOANS TO BUSINESSES |       |                           | Geography: PROVIDENCE-WARWICK, RI MA MMA        |                  | Evaluation Period: JANUARY 1, 2014 TO JUNE 30, 2015  |                         |                           |               |                         |
|--|-------|---------------------------|---|------------------|--|-------------------------|---------------------------|---------------|-------------------------|
| 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 |
| <b>Full Review:</b>                              |       |                           |   |                  |  |                         |                           |               |                         |
| Providence-Warwick, RI MA MMA                    | 1,625 | 100.00                    | 72.25   | 69.23            | 86.15  | 7.45                    | 6.40                      | 4.32          | 6.69                    |

\* Based on 2014 Peer Small Business Data -- US and PR

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

\*\*\* Businesses with revenues of \$1 million or less as a percentage of all businesses (Source D&B - 2014).

\*\*\*\* Small loans to businesses with revenues of \$1 million or less as a percentage of all loans reported as small loans to businesses. No information was available for 7.75% of small loans to businesses originated and purchased by the bank.

**Table 14. Qualified Investments**

| QUALIFIED INVESTMENTS         |                           | Geography: PROVIDENCE-WARWICK, RI MA MMA |    | Evaluation Period: JANUARY 1, 2012 TO JUNE 30, 2015 |     |           |                        |    |           |
|-------------------------------|---------------------------|--|----|---|-----|-----------|------------------------|----|-----------|
| Assessment Area:              | Prior Period Investments* | Current Period Investments               |    | Total Investments                                   |     |           | Unfunded Commitments** |    |           |
|                               | #                         | \$(000's)                                | #  | \$(000's)   | #   | \$(000's) | % of Total             | #  | \$(000's) |
| <b>Full Review:</b>           |                           |  |    |   |     |           |                        |    |           |
| Providence-Warwick, RI MA MMA | 21                        | 39,420                                   | 79 | 115,507   | 100 | 154,927   | 100.00                 | 10 | 39,003    |

\* '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<br>TO JUNE 30, 2015 |                                |                    |                                | Geography: PROVIDENCE-WARWICK, RI MA MMA          |       |                          |       |                      |                      |   |     | Evaluation Period: JANUARY 1, 2012 |     |                                       |       |       |       |
|---|--------------------------------|--------------------|--------------------------------|---|-------|--------------------------|-------|----------------------|----------------------|---|-----|------------------------------------|-----|---------------------------------------|-------|-------|-------|
| MA/Assessment Area:   | Deposits                       | Branches           |                                |   |       | Branch Openings/Closings |       |                      |                      | Population                                  |     |                                    |     |                                       |       |       |       |
|   | % of Rated Area Deposits in AA | # of BANK Branches | % of Rated Area Branches in AA | Location of Branches by Income of Geographies (%) |       |                          |       | # of Branch Openings | # of Branch Closings | Net change in Location of Branches (+ or -) |     |                                    |     | % of Population within Each Geography |       |       |       |
|   | Low                            | Mod                | Mid                            | Upp   | Low   | Mod                      | Mid   |                      |                      | Low   | Mod | Mid                                | Upp | Low                                   | Mod   | Mid   | Upp   |
| <b>Full Review:</b>   |                                |                    |                                |   |       |                          |       |                      |                      |   |     |                                    |     |                                       |       |       |       |
| Providence-Warwick, RI MA MMA   | 100.00                         | 82                 | 100.00                         | 6.00  | 15.00 | 46.00                    | 15.00 | 0                    | 0                    | 0   | 0   | -1                                 | 0   | 10.40                                 | 19.24 | 38.80 | 31.56 |

**Table 1. Lending Volume**

| LENDING VOLUME          |                                     | Geography: WORCESTER, MA-CT MMA |            |                           |            | Evaluation Period: JANUARY 1, 2014 TO JUNE 30, 2015 |            |                               |            |                      |            |                                      |
|-------------------------|-------------------------------------|---------------------------------|------------|---------------------------|------------|---|------------|-------------------------------|------------|----------------------|------------|--------------------------------------|
| Assessment Area (2015): | % 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:            |                                     |                                 |            |                           |            |   |            |                               |            |                      |            |                                      |
| WORCESTER, MA-CT MMA    | 100.00                              | 254                             | 48,406     | 242                       | 23,910     | 0   | 0          | 4                             | 25,091     | 500                  | 97,407     | 100.00                               |

\* Loan Data as of June 30, 2015. Rated area refers to either state or multi-state MA rating area.

\*\* The evaluation period for Community Development Loans is from January 01, 2012 to June 30, 2015.

\*\*\* Deposit Data as of June 15, 2015. Rated Area refers to either the state, multi-state MA, or institution, as appropriate.

**Table 2. Geographic Distribution of Home Purchase Loans**

| Geographic Distribution: HOME PURCHASE |                           |              | Geography: WORCESTER, MA-CT MMA |                  |                             |              | Evaluation Period: JANUARY 1, 2014 TO JUNE 30, 2015 |              |                          |              |                                |      |      |      |      |
|--|---------------------------|--------------|---------------------------------|------------------|-----------------------------|--------------|---|--------------|--------------------------|--------------|--------------------------------|------|------|------|------|
| 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  |
| <b>Full Review:</b>                    |                           |              |                                 |                  |                             |              |   |              |                          |              |                                |      |      |      |      |
| Worcester, MA-CT MMA                   | 112                       | 100.00       | 1.93                            | 0.89             | 14.24                       | 10.71        | 50.89   | 41.96        | 32.94                    | 46.43        | 0.61                           | 0.38 | 0.63 | 0.54 | 0.71 |

\* Based on 2014 Peer Mortgage Data -- US and PR

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

\*\*\* Percentage of Owner Occupied Units is the number of owner occupied units in a particular geography divided by the number of owner occupied housing units in the area based on 2010 Census information.

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

**Table 3. Geographic Distribution of Home Improvement Loans**

| Geographic Distribution: HOME IMPROVEMENT |                              |              | Geography: WORCESTER, MA-CT MMA |                  |                             | Evaluation Period: JANUARY 1, 2014 TO JUNE 30, 2015 |                           |              |                          |              |                                |      |      |      |      |
|---|------------------------------|--------------|---------------------------------|------------------|-----------------------------|---|---------------------------|--------------|--------------------------|--------------|--------------------------------|------|------|------|------|
| 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  |
| <b>Full Review:</b>                       |                              |              |                                 |                  |                             |   |                           |              |                          |              |                                |      |      |      |      |
| Worcester, MA-CT MMA                      | 15                           | 100.00       | 1.93                            | 6.67             | 14.24                       | 33.33   | 50.89                     | 46.67        | 32.94                    | 13.33        | 0.18                           | 3.23 | 0.81 | 0.00 | 0.12 |

\* Based on 2014 Peer Mortgage Data -- US and PR

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

\*\*\* Percentage of Owner Occupied Units is the number of owner occupied units in a particular geography divided by the number of owner occupied housing units in the area based on 2010 Census information.

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

**Table 4. Geographic Distribution of Home Mortgage Refinance Loans**

| Geographic Distribution: HOME MORTGAGE REFINANCE |                                     |              | Geography: WORCESTER, MA-CT MMA |                  |                             | Evaluation Period: JANUARY 1, 2014 TO JUNE 30, 2015 |                           |              |                          |              |                                |      |      |      |      |
|--|-------------------------------------|--------------|---------------------------------|------------------|-----------------------------|---|---------------------------|--------------|--------------------------|--------------|--------------------------------|------|------|------|------|
| 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  |
| <b>Full Review:</b>                              |                                     |              |                                 |                  |                             |   |                           |              |                          |              |                                |      |      |      |      |
| Worcester, MA-CT MMA                             | 127                                 | 100.00       | 1.93                            | 2.36             | 14.24                       | 8.66  | 50.89                     | 45.67        | 32.94                    | 43.31        | 0.95                           | 0.61 | 0.93 | 0.95 | 0.97 |

\* Based on 2014 Peer Mortgage Data -- US and PR

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

\*\*\* Percentage of Owner Occupied Units is the number of owner occupied units in a particular geography divided by the number of owner occupied housing units in the area based on 2010 Census information.

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

**Table 6. Geographic Distribution of Small Loans to Businesses**

| Geographic Distribution: SMALL LOANS TO BUSINESSES |       |                      | Geography: WORCESTER, MA-CT MMA |              |                             | Evaluation Period: JANUARY 1, 2014 TO JUNE 30, 2015 |                           |              |                          |              |                                | Market Share (%) by Geography* |      |      |      |  |
|--|-------|----------------------|---------------------------------|--------------|-----------------------------|---|---------------------------|--------------|--------------------------|--------------|--------------------------------|--------------------------------|------|------|------|--|
| 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  |  |
| <b>Full Review:</b>                                |       |                      |                                 |              |                             |   |                           |              |                          |              |                                |                                |      |      |      |  |
| Worcester, MA-CT MMA                               | 242   | 100.00               | 7.82                            | 2.89         | 18.08                       | 14.05   | 42.35                     | 43.80        | 31.69                    | 39.26        | 1.18                           | 0.35                           | 0.81 | 1.49 | 1.22 |  |

\* Based on 2014 Peer Small Business Data -- US and PR

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

\*\*\* Source Data - Dun and Bradstreet (2014).

**Table 8. Borrower Distribution of Home Purchase Loans**

| Borrower Distribution: HOME PURCHASE |                           |              | Geography: WORCESTER, MA-CT MMA |                  |                           |                  | Evaluation Period: JANUARY 1, 2014 TO JUNE 30, 2015 |                  |                        |                  |               |      |      |      |      |
|--------------------------------------|---------------------------|--------------|---------------------------------|------------------|---------------------------|------------------|---|------------------|------------------------|------------------|---------------|------|------|------|------|
| 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**** | % Families19              | % BANK Loans**** | % Families***                                       | % BANK Loans**** | % Families***          | % BANK Loans**** | Overall       | Low  | Mod  | Mid  | Upp  |
| <b>Full Review:</b>                  |                           |              |                                 |                  |                           |                  |   |                  |                        |                  |               |      |      |      |      |
| Worcester, MA-CT MMA                 | 112                       | 100.00       | 21.05                           | 8.93             | 16.76                     | 37.50            | 22.29   | 22.32            | 39.90                  | 31.25            | 0.73          | 0.81 | 1.10 | 0.55 | 0.58 |

\* Based on 2014 Peer Mortgage Data -- US and PR

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

\*\*\* Percentage of Families is based on the 2010 Census information.

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

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

**Table 9. Borrower Distribution of Home Improvement Loans**

| Borrower Distribution: HOME IMPROVEMENT |                              |              | Geography: WORCESTER, MA-CT MMA |                  |                           |                  | Evaluation Period: JANUARY 1, 2014 TO JUNE 30, 2015 |                  |                        |                  |               |      |      |      |      |
|---|------------------------------|--------------|---------------------------------|------------------|---------------------------|------------------|---|------------------|------------------------|------------------|---------------|------|------|------|------|
| 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**** | % Families20              | % BANK Loans**** | % Families***                                       | % BANK Loans**** | % Families***          | % BANK Loans**** | Overall       | Low  | Mod  | Mid  | Upp  |
| Full Review:                            |                              |              |                                 |                  |                           |                  |   |                  |                        |                  |               |      |      |      |      |
| Worcester, MA-CT MMA                    | 15                           | 100.00       | 21.05                           | 20.00            | 16.76                     | 60.00            | 22.29   | 20.00            | 39.90                  | 0.00             | 0.14          | 0.00 | 0.49 | 0.18 | 0.00 |

\* Based on 2014 Peer Mortgage Data -- US and PR

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

\*\*\* Percentage of Families is based on the 2010 Census information.

\*\*\*\* As a percentage of loans with borrower income information available. No information was available for 66.7% of loans originated and purchased by bank.

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

**Table 10. Borrower Distribution of Home Mortgage Refinance Loans**

| Borrower Distribution: HOME MORTGAGE REFINANCE |                                     |              | Geography: WORCESTER, MA-CT MMA |                  |                           | Evaluation Period: JANUARY 1, 2014 TO JUNE 30, 2015 |                         |                 |                        |                  |               |      |      |      | Market Share* |  |  |  |  |
|--|-------------------------------------|--------------|---------------------------------|------------------|---------------------------|---|-------------------------|-----------------|------------------------|------------------|---------------|------|------|------|---------------|--|--|--|--|
| 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**** | % Families21              | % BANK Loans***                                     | % Families***           | % BANK Loans*** | % Families***          | % BANK Loans**** | Overall       | Low  | Mod  | Mid  | Upp           |  |  |  |  |
| <b>Full Review:</b>                            |                                     |              |                                 |                  |                           |   |                         |                 |                        |                  |               |      |      |      |               |  |  |  |  |
| Worcester, MA-CT MMA                           | 127                                 | 100.00       | 21.05                           | 8.66             | 16.76                     | 11.81   | 22.29                   | 21.26           | 39.90                  | 58.27            | 1.12          | 1.24 | 0.61 | 1.00 | 1.38          |  |  |  |  |

\* Based on 2014 Peer Mortgage Data -- US and PR

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

\*\*\* Percentage of Families is based on the 2010 Census information.

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

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

**Table 11. Borrower Distribution of Small Loans to Businesses**

| Borrower Distribution: SMALL LOANS TO BUSINESSES |       |                           | Geography: WORCESTER, MA-CT MMA                 |                  | Evaluation Period: JANUARY 1, 2014 TO JUNE 30, 2015  |                         |                           |               |                         |
|--|-------|---------------------------|---|------------------|--|-------------------------|---------------------------|---------------|-------------------------|
| 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 |
| <b>Full Review:</b>                              |       |                           |   |                  |  |                         |                           |               |                         |
| Worcester, MA-CT MMA                             | 242   | 100.00                    | 71.92   | 73.14            | 80.58  | 7.85                    | 11.57                     | 1.18          | 1.98                    |

\* Based on 2014 Peer Small Business Data -- US and PR

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

\*\*\* Businesses with revenues of \$1 million or less as a percentage of all businesses (Source D&amp;B - 2014).

\*\*\*\* Small loans to businesses with revenues of \$1 million or less as a percentage of all loans reported as small loans to businesses. No information was available for 4.13% of small loans to businesses originated and purchased by the bank.

**Table 14. Qualified Investments**

| QUALIFIED INVESTMENTS |                           | Geography: WORCESTER, MA-CT MMA |                            | Evaluation Period: JANUARY 1, 2012 TO JUNE 30, 2015 |                   |           |            |                        |           |
|-----------------------|---------------------------|---------------------------------|----------------------------|---|-------------------|-----------|------------|------------------------|-----------|
| Assessment Area:      | Prior Period Investments* |                                 | Current Period Investments |   | Total Investments |           |            | Unfunded Commitments** |           |
|                       | #                         | \$(000's)                       | #                          | \$(000's)   | #                 | \$(000's) | % of Total | #                      | \$(000's) |
| <b>Full Review:</b>   |                           |                                 |                            |   |                   |           |            |                        |           |
| Worcester, MA-CT MMA  | 7                         | 10,432                          | 9                          | 28,585  | 16                | 39,017    | 100.00     | 3                      | 16,002    |

\* '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: WORCESTER, MA-CT MMA             |     |     |     |                                       |       |       |       |  |  |
|---|--------------------------------|--------------------|--------------------------------|---|------|-------|-------|--------------------------|----------------------|---|-----|-----|-----|---------------------------------------|-------|-------|-------|--|--|
| MA/Assessment Area:   | Deposits                       | Branches           |                                |   |      |       |       | Branch Openings/Closings |                      |   |     |     |     | Population                            |       |       |       |  |  |
|   | % of Rated Area Deposits in AA | # of BANK Branches | % of Rated Area Branches in AA | Location of Branches by Income of Geographies (%) |      |       |       | # of Branch Openings     | # of Branch Closings | Net change in Location of Branches (+ or -) |     |     |     | % of Population within Each Geography |       |       |       |  |  |
|   |                                |                    |                                | Low   | Mod  | Mid   | Upp   |                          |                      | Low   | Mod | Mid | Upp | Low                                   | Mod   | Mid   | Upp   |  |  |
| <b>Full Review:</b>   |                                |                    |                                |   |      |       |       |                          |                      |   |     |     |     |                                       |       |       |       |  |  |
| Worcester, MA-CT MMA  | 100.00                         | 11                 | 100.00                         | 0.00  | 0.00 | 75.00 | 25.00 | 0                        | 0                    | 0   | -1  | -1  | 0   | 6.80                                  | 18.91 | 45.23 | 28.67 |  |  |

**Table 1. Lending Volume**

| LENDING VOLUME                  |                                     | Geography: STATE OF CONNECTICUT |            |                           |            | Evaluation Period: JANUARY 1, 2014 TO JUNE 30, 2015 |            |                               |            |                      |            |                                      |
|---------------------------------|-------------------------------------|---------------------------------|------------|---------------------------|------------|---|------------|-------------------------------|------------|----------------------|------------|--------------------------------------|
| Assessment Area (2015):         | % of Rated Area Loans (#) in MA/AA* | Home Mortgage                   |            | Small Loans to Businesses |            | Small Loans to Farms                                |            | Community Development Loans** |            | Total Reported Loans |            | % of Rated Area Deposits in MA/AA*** |
|                                 |                                     | #                               | \$ (000's) | #                         | \$ (000's) | #   | \$ (000's) | #                             | \$ (000's) | #                    | \$ (000's) |                                      |
| <b>Full Review:</b>             |                                     |                                 |            |                           |            |   |            |                               |            |                      |            |                                      |
| New Haven-Milford, CT MSA       | 30.91                               | 224                             | 48,736     | 331                       | 29,702     | 0   | 0          | 1                             | 10,000     | 556                  | 88,438     | 32.340                               |
| <b>Limited Review:</b>          |                                     |                                 |            |                           |            |   |            |                               |            |                      |            |                                      |
| Bridgeport-Stamford-Norwalk MSA | 16.68                               | 159                             | 108,630    | 141                       | 14,734     | 0   | 0          | 0                             | 0          | 300                  | 123,364    | 3.38                                 |
| Hartford MSA 25540              | 31.96                               | 231                             | 43,239     | 342                       | 27,489     | 0   | 0          | 2                             | 8,250      | 575                  | 78,978     | 33.48                                |
| Norwich-New London MSA          | 20.46                               | 207                             | 34,214     | 160                       | 6,185      | 0   | 0          | 1                             | 29,500     | 368                  | 69,899     | 30.79                                |

\* Loan Data as of June 30, 2015. Rated area refers to either state or multi-state MA rating area.

\*\* The evaluation period for Community Development Loans is from January 01, 2012 to June 30, 2015.

\*\*\* Deposit Data as of June 15, 2015. Rated Area refers to either the state, multi-state MA, or institution, as appropriate.

**Table 2. Geographic Distribution of Home Purchase Loans**

| Geographic Distribution: HOME PURCHASE       |                           |              | Geography: STATE OF CONNECTICUT |                  |                             |              | Evaluation Period: JANUARY 1, 2014 TO JUNE 30, 2015 |              |                          |              |                                |      |      |      |      |
|--|---------------------------|--------------|---------------------------------|------------------|-----------------------------|--------------|---|--------------|--------------------------|--------------|--------------------------------|------|------|------|------|
| Assessment Area:                             | Total Home Purchase Loans |              | Low-Income Geographies          |                  | Moderate-Income Geographies |              | Middle-Income Geographies                           |              | Upper-Income Geographies |              | Market Share (%) by Geography* |      |      |      |      |
|  | #                         | % of Total** | % Owner Occ Units***            | % BANK Loans**** | % Owner Occ Units***        | % BANK Loans | % Owner Occ Units***                                | % BANK Loans | % Owner Occ Units***     | % BANK Loans | Over all                       | Low  | Mod  | Mid  | Upp  |
| <b>Full Review:</b>                          |                           |              |                                 |                  |                             |              |   |              |                          |              |                                |      |      |      |      |
| New Haven-Milford, CT                        | 127                       | 33.33        | 3.46                            | 4.72             | 16.65                       | 9.45         | 40.50   | 35.43        | 39.39                    | 50.39        | 1.11                           | 2.67 | 0.77 | 0.88 | 1.39 |
| <b>Limited Review:</b>                       |                           |              |                                 |                  |                             |              |   |              |                          |              |                                |      |      |      |      |
| Bridgeport-Stamford-Norwalk MSA              | 85                        | 22.31        | 5.20                            | 1.18             | 15.88                       | 10.59        | 40.35   | 27.06        | 38.57                    | 61.18        | 0.45                           | 0.00 | 0.36 | 0.34 | 0.63 |
| Hartford-West Hartford-East Hartford, CT MSA | 89                        | 23.36        | 4.09                            | 3.37             | 12.00                       | 8.99         | 46.65   | 43.82        | 37.26                    | 43.82        | 0.37                           | 0.56 | 0.38 | 0.30 | 0.42 |
| Norwich-New London MSA                       | 80                        | 21.00        | 1.49                            | 1.25             | 11.92                       | 10.00        | 56.67   | 48.75        | 29.92                    | 40.00        | 1.89                           | 1.89 | 1.57 | 1.39 | 2.93 |

\* Based on 2014 Peer Mortgage Data -- US and PR

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

\*\*\* Percentage of Owner Occupied Units is the number of owner occupied units in a particular geography divided by the number of owner occupied housing units in the area based on 2010 Census information.

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

**Table 3. Geographic Distribution of Home Improvement Loans**

| Geographic Distribution: HOME IMPROVEMENT    |                              |              | Geography: STATE OF CONNECTICUT |                  |                             |              | Evaluation Period: JANUARY 1, 2014 TO JUNE 30, 2015 |              |                          |              |                                |      |      |      |      |
|--|------------------------------|--------------|---------------------------------|------------------|-----------------------------|--------------|---|--------------|--------------------------|--------------|--------------------------------|------|------|------|------|
| 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  |
| <b>Full Review:</b>                          |                              |              |                                 |                  |                             |              |   |              |                          |              |                                |      |      |      |      |
| New Haven-Milford, CT MSA                    | 8                            | 17.78        | 3.46                            | 12.50            | 16.65                       | 12.50        | 40.50   | 37.50        | 39.39                    | 37.50        | 0.45                           | 0.00 | 0.00 | 0.84 | 0.25 |
| <b>Limited Review:</b>                       |                              |              |                                 |                  |                             |              |   |              |                          |              |                                |      |      |      |      |
| Bridgeport-Stamford-Norwalk MSA              | 4                            | 8.89         | 5.20                            | 0.00             | 15.88                       | 0.00         | 40.35   | 0.00         | 38.57                    | 100.00       | 0.36                           | 0.00 | 0.00 | 0.00 | 0.76 |
| Hartford-West Hartford-East Hartford, CT MSA | 11                           | 24.44        | 4.09                            | 0.00             | 12.00                       | 18.18        | 46.65   | 54.55        | 37.26                    | 27.27        | 0.47                           | 0.00 | 0.76 | 0.42 | 0.50 |
| Norwich-New London MSA-New London MSA        | 22                           | 48.89        | 1.49                            | 4.55             | 11.92                       | 22.73        | 56.67   | 45.45        | 29.92                    | 27.27        | 2.38                           | 0.00 | 6.67 | 1.72 | 1.92 |

\* Based on 2014 Peer Mortgage Data -- US and PR

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

\*\*\* Percentage of Owner Occupied Units is the number of owner occupied units in a particular geography divided by the number of owner occupied housing units in the area based on 2010 Census information.

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

**Table 4. Geographic Distribution of Home Mortgage Refinance Loans**

| Geographic Distribution: HOME MORTGAGE REFINANCE |                                     |              | Geography: STATE OF CONNECTICUT |                  |                             | Evaluation Period: JANUARY 1, 2014 TO JUNE 30, 2015 |                           |              |                          |              |                                |      |      |      |      |
|--|-------------------------------------|--------------|---------------------------------|------------------|-----------------------------|---|---------------------------|--------------|--------------------------|--------------|--------------------------------|------|------|------|------|
| 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  |
| <b>Full Review:</b>                              |                                     |              |                                 |                  |                             |   |                           |              |                          |              |                                |      |      |      |      |
| New Haven-Milford, CT MSA                        | 89                                  | 22.53        | 3.46                            | 1.12             | 16.65                       | 12.36   | 40.50                     | 40.45        | 39.39                    | 46.07        | 1.08                           | 0.55 | 0.74 | 1.16 | 1.17 |
| <b>Limited Review:</b>                           |                                     |              |                                 |                  |                             |   |                           |              |                          |              |                                |      |      |      |      |
| Bridgeport-Stamford-Norwalk MSA                  | 70                                  | 17.72        | 5.20                            | 2.86             | 15.88                       | 8.57  | 40.35                     | 14.29        | 38.57                    | 74.29        | 0.31                           | 0.61 | 0.29 | 0.18 | 0.40 |
| Hartford-West Hartford-East Hartford, CT MSA     | 131                                 | 33.16        | 4.09                            | 5.34             | 12.00                       | 9.16  | 46.65                     | 51.15        | 37.26                    | 34.35        | 1.02                           | 2.17 | 1.25 | 1.13 | 0.70 |
| Norwich-New London MSA                           | 105                                 | 26.58        | 1.49                            | 0.00             | 11.92                       | 5.71  | 56.67                     | 50.48        | 29.92                    | 43.81        | 2.74                           | 0.00 | 0.83 | 2.49 | 3.99 |

\* Based on 2014 Peer Mortgage Data -- US and PR

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

\*\*\* Percentage of Owner Occupied Units is the number of owner occupied units in a particular geography divided by the number of owner occupied housing units in the area based on 2010 Census information.

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

**Table 6. Geographic Distribution of Small Loans to Businesses**

| Geographic Distribution: SMALL LOANS TO BUSINESSES |                            |                        | Geography: STATE OF CONNECTICUT |              |                           |              | Evaluation Period: JANUARY 1, 2014 TO JUNE 30, 2015 |              |                                |       |      |      |      |      |      |
|--|----------------------------|------------------------|---------------------------------|--------------|---------------------------|--------------|---|--------------|--------------------------------|-------|------|------|------|------|------|
| 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 | Overall                        | Low   | Mod  | Mid  | Upp  |      |      |
| <b>Full Review:</b>                                |                            |                        |                                 |              |                           |              |   |              |                                |       |      |      |      |      |      |
| New Haven-Milford, CT MSA                          | 331                        | 33.98                  | 8.39                            | 3.63         | 15.40                     | 11.78        | 38.68   | 51.66        | 37.52                          | 32.93 | 1.18 | 0.52 | 0.79 | 1.69 | 0.98 |
| <b>Limited Review:</b>                             |                            |                        |                                 |              |                           |              |   |              |                                |       |      |      |      |      |      |
| Bridgeport-Stamford-Norwalk MSA                    | 141                        | 14.48                  | 10.41                           | 10.64        | 16.21                     | 26.95        | 32.73   | 29.79        | 40.65                          | 32.62 | 0.22 | 0.09 | 0.38 | 0.24 | 0.18 |
| Hartford-West Hartford-East Hartford, CT MSA       | 342                        | 35.11                  | 10.15                           | 10.23        | 11.53                     | 11.40        | 41.50   | 46.20        | 36.58                          | 32.16 | 1.00 | 1.56 | 0.86 | 1.11 | 0.85 |
| Norwich-New London MSA                             | 160                        | 16.43                  | 2.49                            | 2.50         | 17.96                     | 15.00        | 51.30   | 38.13        | 28.08                          | 44.38 | 2.49 | 1.30 | 2.39 | 1.83 | 3.96 |

\* Based on 2014 Peer Small Business Data -- US and PR

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

\*\*\* Source Data - Dun and Bradstreet (2014).

**Table 8. Borrower Distribution of Home Purchase Loans**

| Borrower Distribution: HOME PURCHASE         |                           |              | Geography: STATE OF CONNECTICUT |                  |                           |                  | Evaluation Period: JANUARY 1, 2014 TO JUNE 30, 2015 |                  |                        |                  |               |      |      |      |      |
|--|---------------------------|--------------|---------------------------------|------------------|---------------------------|------------------|---|------------------|------------------------|------------------|---------------|------|------|------|------|
| 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**** | % Families22              | % BANK Loans**** | % Families***                                       | % BANK Loans**** | % Families***          | % BANK Loans**** | Overall       | Low  | Mod  | Mid  | Upp  |
| <b>Full Review:</b>                          |                           |              |                                 |                  |                           |                  |   |                  |                        |                  |               |      |      |      |      |
| New Haven-Milford, CT MSA                    | 127                       | 33.33        | 22.94                           | 3.15             | 16.70                     | 18.90            | 19.78   | 18.11            | 40.59                  | 59.84            | 1.39          | 0.73 | 0.95 | 1.00 | 2.03 |
| <b>Limited Review:</b>                       |                           |              |                                 |                  |                           |                  |   |                  |                        |                  |               |      |      |      |      |
| Bridgeport-Stamford-Norwalk MSA              | 85                        | 22.31        | 22.70                           | 2.35             | 16.66                     | 14.12            | 19.96   | 8.24             | 40.68                  | 75.29            | 0.54          | 0.12 | 0.39 | 0.27 | 0.77 |
| Hartford-West Hartford-East Hartford, CT MSA | 89                        | 23.36        | 22.45                           | 11.24            | 17.02                     | 32.58            | 21.77   | 20.22            | 38.76                  | 35.96            | 0.45          | 0.53 | 0.55 | 0.34 | 0.42 |
| Norwich-New London MSA                       | 80                        | 21.00        | 18.33                           | 8.75             | 19.18                     | 37.50            | 23.32   | 17.50            | 39.17                  | 36.25            | 2.23          | 2.25 | 2.78 | 1.13 | 2.66 |

\* Based on 2014 Peer Mortgage Data -- US and PR

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

\*\*\* Percentage of Families is based on the 2010 Census information.

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

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

**Table 9. Borrower Distribution of Home Improvement Loans**

| Borrower Distribution: HOME IMPROVEMENT      |                              |              | Geography: STATE OF CONNECTICUT |                  |                           |                  | Evaluation Period: JANUARY 1, 2014 TO JUNE 30, 2015 |                  |                        |                  |               |      |      |      |      |  |
|--|------------------------------|--------------|---------------------------------|------------------|---------------------------|------------------|---|------------------|------------------------|------------------|---------------|------|------|------|------|--|
| 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 <sup>23</sup>  | % BANK Loans**** | % Families***                                       | % BANK Loans**** | % Families***          | % BANK Loans**** | Overall       | Low  | Mod  | Mid  | Upp  |  |
| <b>Full Review:</b>                          |                              |              |                                 |                  |                           |                  |   |                  |                        |                  |               |      |      |      |      |  |
| New Haven-Milford, CT MSA                    | 8                            | 17.78        | 22.94                           | 20.00            | 16.70                     | 60.00            | 19.78   | 0.00             | 40.59                  | 20.00            | 0.47          | 1.82 | 1.44 | 0.00 | 0.23 |  |
| <b>Limited Review:</b>                       |                              |              |                                 |                  |                           |                  |   |                  |                        |                  |               |      |      |      |      |  |
| Bridgeport-Stamford-Norwalk MSA              | 4                            | 8.89         | 22.70                           | 0.00             | 16.66                     | 0.00             | 19.96   | 33.33            | 40.68                  | 66.67            | 0.39          | 0.00 | 0.00 | 0.59 | 0.47 |  |
| Hartford-West Hartford-East Hartford, CT MSA | 11                           | 24.44        | 22.45                           | 12.50            | 17.02                     | 25.00            | 21.77   | 12.50            | 38.76                  | 50.00            | 0.49          | 0.70 | 0.72 | 0.25 | 0.49 |  |
| Norwich-New London MSA                       | 22                           | 48.89        | 18.33                           | 18.75            | 19.18                     | 68.75            | 23.32   | 6.25             | 39.17                  | 6.25             | 2.13          | 1.87 | 6.90 | 0.64 | 0.54 |  |

\* Based on 2014 Peer Mortgage Data -- US and PR

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

\*\*\* Percentage of Families is based on the 2010 Census information.

\*\*\*\* As a percentage of loans with borrower income information available. No information was available for 28.9% of loans originated and purchased by bank.

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

**Table 10. Borrower Distribution of Home Mortgage Refinance Loans**

| Borrower Distribution: HOME MORTGAGE REFINANCE |                                     |              | Geography: STATE OF CONNECTICUT |                  |                           | Evaluation Period: JANUARY 1, 2014 TO JUNE 30, 2015 |                         |                  |                        |                  |               |      |      |      | Market Share* |  |  |  |  |
|--|-------------------------------------|--------------|---------------------------------|------------------|---------------------------|---|-------------------------|------------------|------------------------|------------------|---------------|------|------|------|---------------|--|--|--|--|
| 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**** | % Families24              | % BANK Loans***                                     | % Families***           | % BANK Loans**** | % Families***          | % BANK Loans**** | Overall       | Low  | Mod  | Mid  | Upp           |  |  |  |  |
| <b>Full Review:</b>                            |                                     |              |                                 |                  |                           |   |                         |                  |                        |                  |               |      |      |      |               |  |  |  |  |
| New Haven-Milford, CT MSA                      | 89                                  | 22.53        | 22.94                           | 6.74             | 16.70                     | 17.98   | 19.78                   | 25.84            | 40.59                  | 49.44            | 1.32          | 1.19 | 1.72 | 1.31 | 1.19          |  |  |  |  |
| <b>Limited Review:</b>                         |                                     |              |                                 |                  |                           |   |                         |                  |                        |                  |               |      |      |      |               |  |  |  |  |
| Bridgeport-Stamford-Norwalk MSA                | 70                                  | 17.72        | 22.70                           | 7.14             | 16.66                     | 4.29  | 19.96                   | 8.57             | 40.68                  | 80.00            | 0.36          | 0.49 | 0.27 | 0.30 | 0.39          |  |  |  |  |
| Hartford-West Hartford-East Hartford, CT MSA   | 131                                 | 33.16        | 22.45                           | 9.23             | 17.02                     | 35.38   | 21.77                   | 18.46            | 38.76                  | 36.92            | 1.23          | 1.51 | 2.09 | 0.74 | 1.02          |  |  |  |  |
| Norwich-New London MSA                         | 105                                 | 26.58        | 18.33                           | 9.52             | 19.18                     | 24.76   | 23.32                   | 33.33            | 39.17                  | 32.38            | 3.28          | 2.83 | 3.80 | 3.57 | 2.88          |  |  |  |  |

\* Based on 2014 Peer Mortgage Data -- US and PR

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

\*\*\* Percentage of Families is based on the 2010 Census information.

\*\*\*\* As a percentage of loans with borrower income information available. No information was available for 0.3% of loans originated and purchased by bank.

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

**Table 11. Borrower Distribution of Small Loans to Businesses**

| Borrower Distribution: SMALL LOANS TO BUSINESSES |       |                           | Geography: STATE OF CONNECTICUT                 |                  |  | Evaluation Period: JANUARY 1, 2014 TO JUNE 30, 2015 |                           |               |                         |  |
|--|-------|---------------------------|---|------------------|--|---|---------------------------|---------------|-------------------------|--|
| 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 |  |
| <b>Full Review:</b>                              |       |                           |   |                  |  |   |                           |               |                         |  |
| New Haven-Milford, CT MSA                        | 331   | 33.98                     | 73.22   | 68.28            | 81.57  | 8.46  | 9.97                      | 1.18          | 1.65                    |  |
| <b>Limited Review:</b>                           |       |                           |   |                  |  |   |                           |               |                         |  |
| Bridgeport-Stamford-Norwalk MSA                  | 141   | 14.48                     | 73.87   | 72.34            | 80.14  | 8.51  | 11.35                     | 0.22          | 0.24                    |  |
| Hartford-West Hartford-East Hartford, CT MSA     | 342   | 35.11                     | 72.49   | 69.30            | 84.50  | 7.60  | 7.89                      | 1.00          | 1.45                    |  |
| Norwich-New London MSA                           | 160   | 16.43                     | 73.03   | 75.00            | 95.00  | 1.88  | 3.13                      | 2.49          | 4.17                    |  |

\* Based on 2014 Peer Small Business Data -- US and PR

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

\*\*\* Businesses with revenues of \$1 million or less as a percentage of all businesses (Source D&amp;B - 2014).

\*\*\*\* Small loans to businesses with revenues of \$1 million or less as a percentage of all loans reported as small loans to businesses. No information was available for 4.00% of small loans to businesses originated and purchased by the bank.

**Table 14. Qualified Investments**

| QUALIFIED INVESTMENTS                        |                           | Geography: STATE OF CONNECTICUT |                            | Evaluation Period: JANUARY 1, 2012 TO JUNE 30, 2015 |                   |           |            |                        |           |
|--|---------------------------|---------------------------------|----------------------------|---|-------------------|-----------|------------|------------------------|-----------|
| Assessment Area:                             | Prior Period Investments* |                                 | Current Period Investments |   | Total Investments |           |            | Unfunded Commitments** |           |
|  | #                         | \$(000's)                       | #                          | \$(000's)   | #                 | \$(000's) | % of Total | #                      | \$(000's) |
| <b>Full Review:</b>                          |                           |                                 |                            |   |                   |           |            |                        |           |
| New Haven-Milford, CT MSA                    | 5                         | 16,053                          | 31                         | 5,341   | 36                | 21,394    | 18.50      | 0                      | 0         |
| <b>Limited Review:</b>                       |                           |                                 |                            |   |                   |           |            |                        |           |
| Bridgeport-Stamford-Norwalk MSA              | 13                        | 55,050                          | 5                          | 2,837   | 18                | 57,887    | 50.05      | 2                      | 993       |
| Hartford-West Hartford-East Hartford, CT MSA | 9                         | 2,171                           | 30                         | 3,994   | 39                | 22,665    | 19.60      | 0                      | 0         |
| Norwich-New London MSA                       | 2                         | 3,091                           | 23                         | 10,614  | 25                | 13,705    | 11.85      | 2                      | 6,117     |
| CT Statewide                                 | 4                         | 1,869                           |                            |   |                   |           |            |                        |           |

\* '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 CONNECTICUT             |     |     |     |                                       |       |       |       |  |  |
|---|--------------------------------|--------------------|--------------------------------|---|-------|-------|-------|--------------------------|----------------------|---|-----|-----|-----|---------------------------------------|-------|-------|-------|--|--|
| MA/Assessment Area:   | Deposits                       | Branches           |                                |   |       |       |       | Branch Openings/Closings |                      |   |     |     |     | Population                            |       |       |       |  |  |
|   | % of Rated Area Deposits in AA | # of BANK Branches | % of Rated Area Branches in AA | Location of Branches by Income of Geographies (%) |       |       |       | # of Branch Openings     | # of Branch Closings | Net change in Location of Branches (+ or -) |     |     |     | % of Population within Each Geography |       |       |       |  |  |
|   | Low                            |                    |                                | Mod   | Mid   | Upp   | Low   |                          |                      | Mod   | Mid | Upp | Low | Mod                                   | Mid   | Upp   |       |  |  |
| <b>Full Review:</b>   |                                |                    |                                |   |       |       |       |                          |                      |   |     |     |     |                                       |       |       |       |  |  |
| New Haven-Milford, CT MSA   | 32.44                          | 14                 | 31.82                          | 0.00  | 28.57 | 42.86 | 28.57 | 0                        | 0                    | 0   | -1  | 0   | 0   | 11.07                                 | 21.98 | 35.57 | 31.38 |  |  |
| <b>Limited Review:</b>  |                                |                    |                                |   |       |       |       |                          |                      |   |     |     |     |                                       |       |       |       |  |  |
| Bridgeport-Stamford-Norwalk MSA                                     | 3.38                           | 3                  | 9.09                           | 0.00  | 66.67 | 0.00  | 33.33 | 0                        | 0                    | 0   | 0   | 0   | 0   | 13.48                                 | 19.50 | 33.65 | 33.38 |  |  |
| Hartford-West Hartford-East Hartford, CT MSA                        | 33.48                          | 14                 | 31.82                          | 7.14  | 7.14  | 5.71  | 28.57 | 0                        | 0                    | -1  | 0   | -3  | 0   | 13.45                                 | 15.06 | 41.11 | 30.07 |  |  |
| Norwich-New London MSA  | 30.79                          | 13                 | 29.55                          | 0.00  | 23.08 | 46.15 | 30.77 | 0                        | 0                    | 0   | -1  | 0   | 0   | 3.93                                  | 21.52 | 48.97 | 24.82 |  |  |

**Table 1. Lending Volume**

| LENDING VOLUME          |                                     | Geography: STATE OF DELAWARE |            |                           |            | Evaluation Period: JANUARY 1, 2014 TO JUNE 30, 2015 |            |                               |            |                      |            |                                      |
|-------------------------|-------------------------------------|------------------------------|------------|---------------------------|------------|---|------------|-------------------------------|------------|----------------------|------------|--------------------------------------|
| Assessment Area (2015): | % of Rated Area Loans (#) in MA/AA* | Home Mortgage                |            | Small Loans to Businesses |            | Small Loans to Farms                                |            | Community Development Loans** |            | Total Reported Loans |            | % of Rated Area Deposits in MA/AA*** |
|                         |                                     | #                            | \$ (000's) | #                         | \$ (000's) | #   | \$ (000's) | #                             | \$ (000's) | #                    | \$ (000's) |                                      |
| <b>Full Review:</b>     |                                     |                              |            |                           |            |   |            |                               |            |                      |            |                                      |
| Wilmington, DE-MD-NJ MD | 57.82                               | 280                          | 62,482     | 223                       | 15,185     | 0   | 0          | 1                             | 1,778      | 504                  | 79,445     | 61.86                                |
| <b>Limited Review:</b>  |                                     |                              |            |                           |            |   |            |                               |            |                      |            |                                      |
| Dover, DE MSA           | 14.25                               | 63                           | 10,067     | 61                        | 4,945      | 0   | 0          | 0                             | 0          | 124                  | 15,012     | 19.21                                |
| Salisbury, MD-DE MSA    | 27.93                               | 169                          | 62,314     | 74                        | 3,499      | 0   | 0          | 0                             | 0          | 243                  | 65,813     | 18.93                                |

\* Loan Data as of June 30, 2015. Rated area refers to either state or multi-state MA rating area.

\*\* The evaluation period for Community Development Loans is from January 01, 2012 to June 30, 2015.

\*\*\* Deposit Data as of June 15, 2015. Rated Area refers to either the state, multi-state MA, or institution, as appropriate.

**Table 2. Geographic Distribution of Home Purchase Loans**

| Geographic Distribution: HOME PURCHASE |                           |              | Geography: STATE OF DELAWARE |                  |                             |              | Evaluation Period: JANUARY 1, 2014 TO JUNE 30, 2015 |              |                          |              |                                |      |      |      |      |
|--|---------------------------|--------------|------------------------------|------------------|-----------------------------|--------------|---|--------------|--------------------------|--------------|--------------------------------|------|------|------|------|
| 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  |
| <b>Full Review:</b>                    |                           |              |                              |                  |                             |              |   |              |                          |              |                                |      |      |      |      |
| Wilmington, DE-MD-NJ MD                | 123                       | 50.83        | 2.68                         | 4.88             | 22.55                       | 20.33        | 36.35   | 27.64        | 38.42                    | 47.15        | 0.80                           | 0.49 | 0.76 | 0.72 | 0.91 |
| <b>Limited Review:</b>                 |                           |              |                              |                  |                             |              |   |              |                          |              |                                |      |      |      |      |
| Dover, DE MSA                          | 25                        | 10.33        | 0.00                         | 0.00             | 9.18                        | 0.00         | 75.28   | 76.00        | 15.53                    | 24.00        | 0.71                           | 0.00 | 0.00 | 0.62 | 1.67 |
| Salisbury, MD-DE MSA                   | 94                        | 38.84        | 0.00                         | 0.00             | 11.84                       | 4.26         | 73.46   | 50.00        | 14.70                    | 45.74        | 1.14                           | 0.00 | 1.01 | 0.89 | 2.12 |

\* Based on 2014 Peer Mortgage Data -- US and PR

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

\*\*\* Percentage of Owner Occupied Units is the number of owner occupied units in a particular geography divided by the number of owner occupied housing units in the area based on 2010 Census information.

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

**Table 3. Geographic Distribution of Home Improvement Loans**

| Geographic Distribution: HOME IMPROVEMENT |                              |              | Geography: STATE OF DELAWARE |                  |                             |              | Evaluation Period: JANUARY 1, 2014 TO JUNE 30, 2015 |              |                           |              |                                |      |      |      |      |
|---|------------------------------|--------------|------------------------------|------------------|-----------------------------|--------------|---|--------------|---------------------------|--------------|--------------------------------|------|------|------|------|
| 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 Occupied Units***    | % BANK Loans**** | % Owner Occupied Units***   | % BANK Loans | % Owner Occupied Units***                           | % BANK Loans | % Owner Occupied Units*** | % BANK Loans | Overall                        | Low  | Mod  | Mid  | Upp  |
| <b>Full Review:</b>                       |                              |              |                              |                  |                             |              |   |              |                           |              |                                |      |      |      |      |
| Wilmington, DE-MD-NJ MD                   | 15                           | 68.18        | 2.68                         | 6.67             | 22.55                       | 46.67        | 36.35   | 33.33        | 38.42                     | 13.33        | 1.29                           | 6.25 | 4.11 | 0.58 | 0.58 |
| <b>Limited Review:</b>                    |                              |              |                              |                  |                             |              |   |              |                           |              |                                |      |      |      |      |
| Dover, DE MSA                             | 2                            | 9.09         | 0.00                         | 0.00             | 9.18                        | 50.00        | 75.28   | 50.00        | 15.53                     | 0.00         | 0.87                           | 0.00 | 5.26 | 0.59 | 0.00 |
| Salisbury, MD-DE MSA                      | 5                            | 22.73        | 0.00                         | 0.00             | 11.84                       | 0.00         | 73.46   | 60.00        | 14.70                     | 40.00        | 1.37                           | 0.00 | 0.00 | 0.89 | 4.55 |

\* Based on 2014 Peer Mortgage Data -- US and PR

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

\*\*\* Percentage of Owner Occupied Units is the number of owner occupied units in a particular geography divided by the number of owner occupied housing units in the area based on 2010 Census information.

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

**Table 4. Geographic Distribution of Home Mortgage Refinance Loans**

| Geographic Distribution: HOME MORTGAGE REFINANCE |                                     |              | Geography: STATE OF DELAWARE |                  |                             | Evaluation Period: JANUARY 1, 2014 TO JUNE 30, 2015 |                           |              |                          |              |                                |      |      |      |      |
|--|-------------------------------------|--------------|------------------------------|------------------|-----------------------------|---|---------------------------|--------------|--------------------------|--------------|--------------------------------|------|------|------|------|
| 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  |
| <b>Full Review:</b>                              |                                     |              |                              |                  |                             |   |                           |              |                          |              |                                |      |      |      |      |
| Wilmington, DE-MD-NJ MD                          | 142                                 | 57.26        | 2.68                         | 1.41             | 22.55                       | 16.20   | 36.35                     | 30.28        | 38.42                    | 52.11        | 1.42                           | 0.88 | 1.67 | 1.20 | 1.52 |
| <b>Limited Review:</b>                           |                                     |              |                              |                  |                             |   |                           |              |                          |              |                                |      |      |      |      |
| Dover, DE MSA                                    | 36                                  | 14.52        | 0.00                         | 0.00             | 9.18                        | 16.67   | 75.28                     | 69.44        | 15.53                    | 13.89        | 1.36                           | 0.00 | 4.63 | 1.15 | 0.82 |
| Salisbury, MD-DE MSA                             | 70                                  | 28.23        | 0.00                         | 0.00             | 11.84                       | 5.71  | 73.46                     | 57.14        | 14.70                    | 37.14        | 1.94                           | 0.00 | 1.52 | 1.92 | 2.15 |

\* Based on 2014 Peer Mortgage Data -- US and PR

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

\*\*\* Percentage of Owner Occupied Units is the number of owner occupied units in a particular geography divided by the number of owner occupied housing units in the area based on 2010 Census information.

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

**Table 6. Geographic Distribution of Small Loans to Businesses**

| Geographic Distribution: SMALL LOANS TO BUSINESSES |                            |              | Geography: STATE OF DELAWARE |              |                             | Evaluation Period: JANUARY 1, 2014 TO JUNE 30, 2015 |                           |              |                          |              |                                |      |      |      |      |
|--|----------------------------|--------------|------------------------------|--------------|-----------------------------|---|---------------------------|--------------|--------------------------|--------------|--------------------------------|------|------|------|------|
| 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  |
| <b>Full Review:</b>                                |                            |              |                              |              |                             |   |                           |              |                          |              |                                |      |      |      |      |
| Wilmington, DE-MD-NJ MD                            | 223                        | 62.29        | 3.91                         | 3.59         | 20.32                       | 27.80   | 33.41                     | 34.98        | 42.33                    | 33.63        | 1.33                           | 1.39 | 1.95 | 1.37 | 1.02 |
| <b>Limited Review:</b>                             |                            |              |                              |              |                             |   |                           |              |                          |              |                                |      |      |      |      |
| Dover, DE MSA                                      | 61                         | 17.04        | 0.00                         | 0.00         | 19.44                       | 16.39   | 64.93                     | 62.30        | 15.63                    | 21.31        | 1.64                           | 0.00 | 0.59 | 1.91 | 1.76 |
| Salisbury, MD-DE MSA                               | 74                         | 20.67        | 0.00                         | 0.00         | 12.88                       | 10.81   | 68.25                     | 71.62        | 18.87                    | 17.57        | 0.96                           | 0.00 | 1.24 | 1.06 | 0.71 |

\* Based on 2014 Peer Small Business Data -- US and PR

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

\*\*\* Source Data - Dun and Bradstreet (2014).

**Table 8. Borrower Distribution of Home Purchase Loans**

| Borrower Distribution: HOME PURCHASE |                           |              | Geography: STATE OF DELAWARE |                  |                           |                  | Evaluation Period: JANUARY 1, 2014 TO JUNE 30, 2015 |                  |                        |                  |               |      |      |      |      |
|--------------------------------------|---------------------------|--------------|------------------------------|------------------|---------------------------|------------------|---|------------------|------------------------|------------------|---------------|------|------|------|------|
| 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**** | % Families25              | % BANK Loans**** | % Families***                                       | % BANK Loans**** | % Families***          | % BANK Loans**** | Overall       | Low  | Mod  | Mid  | Upp  |
| <b>Full Review:</b>                  |                           |              |                              |                  |                           |                  |   |                  |                        |                  |               |      |      |      |      |
| Wilmington, DE-MD-NJ MD              | 123                       | 50.83        | 20.76                        | 15.57            | 17.89                     | 28.69            | 20.92   | 20.49            | 40.44                  | 35.25            | 1.01          | 1.67 | 0.98 | 0.82 | 0.91 |
| <b>Limited Review:</b>               |                           |              |                              |                  |                           |                  |   |                  |                        |                  |               |      |      |      |      |
| Dover, DE MSA                        | 25                        | 10.33        | 18.74                        | 0.00             | 18.41                     | 16.00            | 23.27   | 36.00            | 39.59                  | 48.00            | 0.91          | 0.00 | 0.36 | 1.03 | 1.37 |
| Salisbury, MD-DE MSA                 | 94                        | 38.84        | 20.35                        | 3.19             | 19.31                     | 5.32             | 21.86   | 8.51             | 38.48                  | 82.98            | 1.34          | 0.45 | 0.63 | 0.64 | 1.80 |

\* Based on 2014 Peer Mortgage Data -- US and PR

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

\*\*\* Percentage of Families is based on the 2010 Census information.

\*\*\*\* As a percentage of loans with borrower income information available. No information was available for 0.4% of loans originated and purchased by bank.

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

**Table 9. Borrower Distribution of Home Improvement Loans**

| Borrower Distribution: HOME IMPROVEMENT |                              |              | Geography: STATE OF DELAWARE |                  |                           |                  | Evaluation Period: JANUARY 1, 2014 TO JUNE 30, 2015 |                  |                        |                  |               |      |      |      |      |  |
|---|------------------------------|--------------|------------------------------|------------------|---------------------------|------------------|---|------------------|------------------------|------------------|---------------|------|------|------|------|--|
| 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**** | % Families26              | % BANK Loans**** | % Families***                                       | % BANK Loans**** | % Families***          | % BANK Loans**** | Overall       | Low  | Mod  | Mid  | Upp  |  |
| <b>Full Review:</b>                     |                              |              |                              |                  |                           |                  |   |                  |                        |                  |               |      |      |      |      |  |
| Wilmington, DE-MD-NJ MD                 | 15                           | 68.18        | 20.76                        | 33.33            | 17.89                     | 40.00            | 20.92   | 20.00            | 40.44                  | 6.67             | 1.35          | 3.33 | 2.73 | 1.06 | 0.00 |  |
| <b>Limited Review:</b>                  |                              |              |                              |                  |                           |                  |   |                  |                        |                  |               |      |      |      |      |  |
| Dover, DE MSA                           | 2                            | 9.09         | 18.74                        | 100.00           | 18.41                     | 0.00             | 23.27   | 0.00             | 39.59                  | 0.00             | 0.93          | 8.33 | 0.00 | 0.00 | 0.00 |  |
| Salisbury, MD-DE MSA                    | 5                            | 22.73        | 20.35                        | 40.00            | 19.31                     | 40.00            | 21.86   | 20.00            | 38.48                  | 0.00             | 1.45          | 5.88 | 1.49 | 1.64 | 0.00 |  |

\* Based on 2014 Peer Mortgage Data -- US and PR

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

\*\*\* Percentage of Families is based on the 2010 Census information.

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

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

**Table 10. Borrower Distribution of Home Mortgage Refinance Loans**

| Borrower Distribution: HOME MORTGAGE REFINANCE |                                     |              | Geography: STATE OF DELAWARE |                  |                           | Evaluation Period: JANUARY 1, 2014 TO JUNE 30, 2015 |                         |                  |                        |                  |               |      |      |      |      |  |  |  |
|--|-------------------------------------|--------------|------------------------------|------------------|---------------------------|---|-------------------------|------------------|------------------------|------------------|---------------|------|------|------|------|--|--|--|
| 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**** | % Families27              | % BANK Loans****                                    | % Families***           | % BANK Loans**** | % Families***          | % BANK Loans**** | Overall       | Low  | Mod  | Mid  | Upp  |  |  |  |
| <b>Full Review:</b>                            |                                     |              |                              |                  |                           |   |                         |                  |                        |                  |               |      |      |      |      |  |  |  |
| Wilmington, DE-MD-NJ MD                        | 142                                 | 57.26        | 20.76                        | 9.22             | 17.89                     | 19.15   | 20.92                   | 21.99            | 40.44                  | 49.65            | 1.86          | 1.96 | 1.58 | 1.72 | 2.06 |  |  |  |
| <b>Limited Review:</b>                         |                                     |              |                              |                  |                           |   |                         |                  |                        |                  |               |      |      |      |      |  |  |  |
| Dover, DE MSA                                  | 36                                  | 14.52        | 18.74                        | 8.33             | 18.41                     | 22.22   | 23.27                   | 13.89            | 39.59                  | 55.56            | 2.05          | 4.62 | 1.60 | 1.29 | 2.25 |  |  |  |
| Salisbury, MD-DE MSA                           | 70                                  | 28.23        | 20.35                        | 4.29             | 19.31                     | 10.00   | 21.86                   | 17.14            | 38.48                  | 68.57            | 2.31          | 2.01 | 1.67 | 2.29 | 2.52 |  |  |  |

\* Based on 2014 Peer Mortgage Data -- US and PR

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

\*\*\* Percentage of Families is based on the 2010 Census information.

\*\*\*\* As a percentage of loans with borrower income information available. No information was available for 0.4% of loans originated and purchased by bank.

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

**Table 11. Borrower Distribution of Small Loans to Businesses**

| Borrower Distribution: SMALL LOANS TO BUSINESSES |       |                           | Geography: STATE OF DELAWARE                    |                  |  | Evaluation Period: JANUARY 1, 2014 TO JUNE 30, 2015 |                           |               |                         |  |
|--|-------|---------------------------|---|------------------|--|---|---------------------------|---------------|-------------------------|--|
| 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 |  |
| <b>Full Review:</b>                              |       |                           |   |                  |  |   |                           |               |                         |  |
| Wilmington, DE-MD-NJ MD                          | 223   | 62.29                     | 70.52   | 66.82            | 85.65  | 8.52  | 5.83                      | 1.33          | 1.79                    |  |
| <b>Limited Review:</b>                           |       |                           |   |                  |  |   |                           |               |                         |  |
| Dover, DE MSA                                    | 61    | 17.04                     | 70.79   | 62.30            | 85.25  | 3.28  | 11.48                     | 1.64          | 1.99                    |  |
| Salisbury, MD-DE MSA                             | 74    | 20.67                     | 72.35   | 81.08            | 95.95  | 1.35  | 2.70                      | 0.96          | 1.44                    |  |

\* Based on 2014 Peer Small Business Data -- US and PR

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

\*\*\* Businesses with revenues of \$1 million or less as a percentage of all businesses (Source D&amp;B - 2014).

\*\*\*\* Small loans to businesses with revenues of \$1 million or less as a percentage of all loans reported as small loans to businesses. No information was available for 6.15% of small loans to businesses originated and purchased by the bank.

**Table 14. Qualified Investments**

| QUALIFIED INVESTMENTS   |                           | Geography: STATE OF DELAWARE |                            | Evaluation Period: JANUARY 1, 2012 TO JUNE 30, 2015 |                   |           |            |                        |           |
|-------------------------|---------------------------|------------------------------|----------------------------|---|-------------------|-----------|------------|------------------------|-----------|
| Assessment Area:        | Prior Period Investments* |                              | Current Period Investments |   | Total Investments |           |            | Unfunded Commitments** |           |
|                         | #                         | \$(000's)                    | #                          | \$(000's)   | #                 | \$(000's) | % of Total | #                      | \$(000's) |
| <b>Full Review:</b>     |                           |                              |                            |   |                   |           |            |                        |           |
| Wilmington, DE-MD-NJ MD | 5                         | 1,659                        | 45                         | 4,988   | 50                | 6,647     | 70.24      | 0                      | 0         |
| <b>Limited Review:</b>  |                           |                              |                            |   |                   |           |            |                        |           |
| Dover, DE MSA           | 1                         | 147                          | 9                          | 1,184   | 10                | 1,331     | 14.07      | 0                      | 0         |
| Salisbury, MD-DE MSA    | 1                         | 118                          | 5                          | 1,367   | 6                 | 1,485     | 15.69      | 0                      | 0         |
| Delaware Statewide      | 1                         | 155                          |                            |   |                   |           |            |                        |           |

\* '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 DELAWARE                |     |     |      |                                       |       |       |       |  |  |
|---|--------------------------------|--------------------|--------------------------------|---|-------|-------|-------|--------------------------|----------------------|---|-----|-----|------|---------------------------------------|-------|-------|-------|--|--|
| MA/Assessment Area:   | Deposits                       | Branches           |                                |   |       |       |       | Branch Openings/Closings |                      |   |     |     |      | Population                            |       |       |       |  |  |
|   | % of Rated Area Deposits in AA | # of BANK Branches | % of Rated Area Branches in AA | Location of Branches by Income of Geographies (%) |       |       |       | # of Branch Openings     | # of Branch Closings | Net change in Location of Branches (+ or -) |     |     |      | % of Population within Each Geography |       |       |       |  |  |
|   |                                |                    |                                | Low   | Mod   | Mid   | Upp   |                          |                      | Low   | Mod | Mid | Upp  | Low                                   | Mod   | Mid   | Upp   |  |  |
|   |                                |                    |                                |   |       |       |       |                          |                      |   |     |     |      |                                       |       |       |       |  |  |
| <b>Full Review:</b>   |                                |                    |                                |   |       |       |       |                          |                      |   |     |     |      |                                       |       |       |       |  |  |
| Wilmington, DE-MD-NJ MD   | 61.86                          | 15                 | 65.22                          | 0.00  | 13.33 | 40.00 | 46.67 | 0                        | 0                    | 0   | 0   | -1  | -1   | 5.79                                  | 25.96 | 34.92 | 33.33 |  |  |
| <b>Limited Review:</b>  |                                |                    |                                |   |       |       |       |                          |                      |   |     |     |      |                                       |       |       |       |  |  |
| Dover, DE MSA   | 19.21                          | 4                  | 17.39                          | 0.00  | 50.00 | 25.00 | 25.00 | 0                        | 0                    | 0   | 0   | 0   | 0    | 0.00                                  | 12.17 | 73.74 | 14.09 |  |  |
| Salisbury, MD-DE MSA  | 18.93                          | 4                  | 17.39                          | 0.00  | 25.00 | 75.00 | 0.00  | 0                        | 0                    | 0   | 0   | -1  | 0.00 | 14.77                                 | 73.16 | 12.07 |       |  |  |

**Table 1. Lending Volume**

| LENDING VOLUME          |                                     | Geography: STATE OF ILLINOIS |            |                           |            | Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2013 |            |                               |            |                      |            |                                      |
|-------------------------|-------------------------------------|------------------------------|------------|---------------------------|------------|---|------------|-------------------------------|------------|----------------------|------------|--------------------------------------|
| Assessment Area (2013): | % of Rated Area Loans (#) in MA/AA* | Home Mortgage                |            | Small Loans to Businesses |            | Small Loans to Farms                                    |            | Community Development Loans** |            | Total Reported Loans |            | % of Rated Area Deposits in MA/AA*** |
|                         |                                     | #                            | \$ (000's) | #                         | \$ (000's) | #   | \$ (000's) | #                             | \$ (000's) | #                    | \$ (000's) |                                      |
| Full Review:            |                                     |                              |            |                           |            |   |            |                               |            |                      |            |                                      |
| Chicago MD              | 92.82                               | 2,429                        | 473,584    | 2,141                     | 131,680    | 0   | 0          | 6                             | 11,600     | 6                    | 616,864    | 99.58                                |
| Limited Review:         |                                     |                              |            |                           |            |   |            |                               |            |                      |            |                                      |
| Lake County MD          | 7.18                                | 126                          | 43,490     | 47                        | 4,253      | 0   | 0          | 0                             | 0          | 173                  | 47,743     | 0.42                                 |

\* Loan Data as of December 31, 2013. Rated area refers to either state or multi-state MA rating area.

\*\* The evaluation period for Community Development Loans is from January 01, 2013 to December 31, 2013.

\*\*\* Deposit Data as of December 08, 2015. Rated Area refers to either the state, multi-state MA, or institution, as appropriate.

**Table 2. Geographic Distribution of Home Purchase Loans**

| Geographic Distribution: HOME PURCHASE |                           |              | Geography 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  |
| <b>Full Review:</b>                    |                           |              |                             |                  |                             |              |   |              |                          |              |                                |      |      |      |      |
| Chicago MD                             | 604                       | 92.92        | 3.95                        | 1.82             | 17.80                       | 12.09        | 38.25   | 35.10        | 40.00                    | 50.99        | 0.52                           | 0.42 | 0.51 | 0.48 | 0.56 |
| <b>Limited Review:</b>                 |                           |              |                             |                  |                             |              |   |              |                          |              |                                |      |      |      |      |
| Lake County MD                         | 46                        | 7.08         | 2.39                        | 0.00             | 16.16                       | 8.70         | 37.75   | 32.61        | 43.70                    | 58.70        | 0.53                           | 0.00 | 0.32 | 0.39 | 0.70 |

\* Based on 2013 Peer Mortgage Data -- US and PR

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

\*\*\* Percentage of Owner Occupied Units is the number of owner occupied units in a particular geography divided by the number of owner occupied housing units in the area based on 2010 Census information.

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

**Table 3. Geographic Distribution of Home Improvement Loans**

| Geographic Distribution: HOME IMPROVEMENT |                              |              | Geography: 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  |
| <b>Full Review:</b>                       |                              |              |                              |                  |                             |   |                           |              |                          |              |                                |       |       |      |      |
| Chicago MD                                | 421                          | 97.00        | 3.95                         | 19.24            | 17.80                       | 41.81   | 38.25                     | 25.18        | 40.00                    | 13.78        | 8.69                           | 33.61 | 22.22 | 6.22 | 2.59 |
| <b>Limited Review:</b>                    |                              |              |                              |                  |                             |   |                           |              |                          |              |                                |       |       |      |      |
| Lake County MD                            | 13                           | 3.00         | 2.39                         | 0.00             | 16.16                       | 0.00  | 37.75                     | 53.85        | 43.70                    | 46.15        | 2.85                           | 0.00  | 0.00  | 4.32 | 3.00 |

\* Based on 2013 Peer Mortgage Data -- US and PR

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

\*\*\* Percentage of Owner Occupied Units is the number of owner occupied units in a particular geography divided by the number of owner occupied housing units in the area based on 2010 Census information.

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

**Table 4. Geographic Distribution of Home Mortgage Refinance Loans**

| Geographic Distribution: HOME MORTGAGE REFINANCE |                                     |              | Geography: 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  |
| <b>Full Review:</b>                              |                                     |              |                              |                  |                             |   |                           |              |                          |              |                                |      |      |      |      |
| Chicago MD                                       | 1,404                               | 95.45        | 3.95                         | 2.56             | 17.80                       | 13.53   | 38.25                     | 38.60        | 40.00                    | 45.30        | 0.66                           | 0.73 | 0.82 | 0.75 | 0.56 |
| <b>Limited Review:</b>                           |                                     |              |                              |                  |                             |   |                           |              |                          |              |                                |      |      |      |      |
| Lake County MD                                   | 67                                  | 4.55         | 2.39                         | 0.00             | 16.16                       | 5.97  | 37.75                     | 28.36        | 43.70                    | 65.67        | 0.38                           | 0.00 | 0.20 | 0.30 | 0.48 |

\* Based on 2013 Peer Mortgage Data -- US and PR

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

\*\*\* Percentage of Owner Occupied Units is the number of owner occupied units in a particular geography divided by the number of owner occupied housing units in the area based on 2010 Census information.

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

**Table 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  |
| <b>Full Review:</b>                                |                            |              |                              |              |                             |   |                           |              |                          |              |                                |      |      |      |      |
| Chicago MD   | 2,139                      | 97.85        | 4.93                         | 4.91         | 15.79                       | 18.79   | 33.45                     | 35.72        | 45.71                    | 40.58        | 0.83                           | 1.17 | 1.15 | 0.83 | 0.72 |
| <b>Limited Review:</b>                             |                            |              |                              |              |                             |   |                           |              |                          |              |                                |      |      |      |      |
| Lake County MD                                     | 47                         | 2.15         | 1.65                         | 2.13         | 12.66                       | 12.77   | 34.05                     | 34.04        | 51.62                    | 51.06        | 0.17                           | 0.78 | 0.37 | 0.13 | 0.15 |

\* Based on 2013 Peer Small Business Data -- US and PR

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

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

**Table 8. Borrower Distribution of Home Purchase Loans**

| Borrower Distribution: HOME PURCHASE |                           |              |                      | Geography: 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****             | % Families28              | % BANK Loans**** | % Families***           | % BANK Loans****  | % Families***          | % BANK Loans**** | Overall       | Low  | Mod  | Mid  | Upp  |
| <b>Full Review:</b>                  |                           |              |                      |                              |                           |                  |                         |   |                        |                  |               |      |      |      |      |
| Chicago MD                           | 604                       | 92.92        | 22.57                | 7.02                         | 16.85                     | 21.57            | 19.53                   | 18.90   | 41.05                  | 52.51            | 0.54          | 0.48 | 0.53 | 0.37 | 0.65 |
| <b>Limited Review:</b>               |                           |              |                      |                              |                           |                  |                         |   |                        |                  |               |      |      |      |      |
| Lake County MD                       | 46                        | 7.08         | 18.48                | 0.00                         | 16.77                     | 10.71            | 21.12                   | 14.29   | 43.63                  | 75.00            | 0.29          | 0.00 | 0.17 | 0.19 | 0.46 |

\* Based on 2013 Peer Mortgage Data -- US and PR

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

\*\*\* Percentage of Families is based on the 2010 Census information.

\*\*\*\* As a percentage of loans with borrower income information available. No information was available for 3.7% of loans originated and purchased by bank.

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

**Table 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****             | % Families29              | % BANK Loans**** | % Families***           | % BANK Loans****  | % Families***          | % BANK Loans**** | Overall       | Low   | Mod   | Mid  | Upp  |
| <b>Full Review:</b>                     |                              |              |                      |                              |                           |                  |                         |   |                        |                  |               |       |       |      |      |
| Chicago MD                              | 421                          | 97.00        | 22.57                | 25.12                        | 16.85                     | 36.71            | 19.53                   | 19.32   | 41.05                  | 18.84            | 9.43          | 24.09 | 18.89 | 8.13 | 3.70 |
| <b>Limited Review:</b>                  |                              |              |                      |                              |                           |                  |                         |   |                        |                  |               |       |       |      |      |
| Lake County MD                          | 13                           | 3.00         | 18.48                | 20.00                        | 16.77                     | 40.00            | 21.12                   | 0.00  | 43.63                  | 40.00            | 1.33          | 3.23  | 3.57  | 0.00 | 0.93 |

\* Based on 2013 Peer Mortgage Data -- US and PR

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

\*\*\* Percentage of Families is based on the 2010 Census information.

\*\*\*\* As a percentage of loans with borrower income information available. No information was available for 3.5% of loans originated and purchased by bank.

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

**Table 10. Borrower Distribution of Home Mortgage Refinance Loans**

| Borrower Distribution: HOME MORTGAGE REFINANCE |                                     |              | Geography: STATE OF ILLINOIS |                  | Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2013 |                  |                         |                  |                        |                  |               |      | Market Share* |      |      |  |  |
|--|-------------------------------------|--------------|------------------------------|------------------|---|------------------|-------------------------|------------------|------------------------|------------------|---------------|------|---------------|------|------|--|--|
| Assessment Area:                               | Total Home Mortgage Refinance Loans |              | Low-Income Borrowers         |                  | Moderate-Income Borrowers                               |                  | Middle-Income Borrowers |                  | Upper-Income Borrowers |                  | Market Share* |      |               |      |      |  |  |
|  | #                                   | % of Total** | % Families***                | % BANK Loans**** | % Families30  | % BANK Loans**** | % Families***           | % BANK Loans**** | % Families***          | % BANK Loans**** | Overall       | Low  | Mod           | Mid  | Upp  |  |  |
| <b>Full Review:</b>                            |                                     |              |                              |                  |   |                  |                         |                  |                        |                  |               |      |               |      |      |  |  |
| Chicago MD                                     | 1,404                               | 95.45        | 22.57                        | 7.62             | 16.85   | 18.72            | 19.53                   | 28.45            | 41.05                  | 45.21            | 0.71          | 0.81 | 0.99          | 0.81 | 0.57 |  |  |
| <b>Limited Review:</b>                         |                                     |              |                              |                  |   |                  |                         |                  |                        |                  |               |      |               |      |      |  |  |
| Lake County MD                                 | 67                                  | 4.55         | 18.48                        | 1.61             | 16.77   | 12.90            | 21.12                   | 19.35            | 43.63                  | 66.13            | 0.36          | 0.08 | 0.32          | 0.32 | 0.42 |  |  |

\* Based on 2013 Peer Mortgage Data -- US and PR

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

\*\*\* Percentage of Families is based on the 2010 Census information.

\*\*\*\* As a percentage of loans with borrower income information available. No information was available for 2.1% of loans originated and purchased by bank.

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

**Table 11. Borrower Distribution of Small Loans to Businesses**

| Borrower Distribution: SMALL LOANS TO BUSINESSES |       |                           | Geography: 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 |
| <b>Full Review:</b>                              |       |                           |   |                  |   |                         |                           |               |                         |
| Chicago MD                                       | 2,141 | 97.85                     | 71.06   | 70.39            | 88.65   | 5.09                    | 6.26                      | 0.83          | 1.40                    |
| <b>Limited Review:</b>                           |       |                           |   |                  |   |                         |                           |               |                         |
| Lake County MD                                   | 47    | 2.15                      | 72.85   | 72.34            | 80.85   | 6.38                    | 12.77                     | 0.17          | 0.25                    |

\* Based on 2013 Peer Small Business Data -- US and PR

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

\*\*\* Businesses with revenues of \$1 million or less as a percentage of all businesses (Source D&amp;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 10.88% of small loans to businesses originated and purchased by the bank.

**Table 14. Qualified Investments**

| QUALIFIED INVESTMENTS  |                           | Geography: STATE OF ILLINOIS |                            | Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2013 |                   |           |            |                        |           |
|------------------------|---------------------------|------------------------------|----------------------------|---|-------------------|-----------|------------|------------------------|-----------|
| Assessment Area:       | Prior Period Investments* |                              | Current Period Investments |   | Total Investments |           |            | Unfunded Commitments** |           |
|                        | #                         | \$(000's)                    | #                          | \$(000's)   | #                 | \$(000's) | % of Total | #                      | \$(000's) |
| <b>Full Review:</b>    |                           |                              |                            |   |                   |           |            |                        |           |
| Chicago MD             | 16                        | 68,402                       | 87                         | 36,190  | 103               | 104,592   | 91.55      | 2                      | 7,703     |
| <b>Limited Review:</b> |                           |                              |                            |   |                   |           |            |                        |           |
| Lake County MD         | 0                         | 0                            | 1                          | 9,657   | 1                 | 9,657     | 8.45       | 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 ILLINOIS                |     |     |     |                                       |       |       |       |  |  |
|---|--------------------------------|--------------------|--------------------------------|---|-------|-------|-------|--------------------------|----------------------|---|-----|-----|-----|---------------------------------------|-------|-------|-------|--|--|
| MA/Assessment Area:   | Deposits                       | Branches           |                                |   |       |       |       | Branch Openings/Closings |                      |   |     |     |     | Population                            |       |       |       |  |  |
|   | % of Rated Area Deposits in AA | # of BANK Branches | % of Rated Area Branches in AA | Location of Branches by Income of Geographies (%) |       |       |       | # of Branch Openings     | # of Branch Closings | Net change in Location of Branches (+ or -) |     |     |     | % of Population within Each Geography |       |       |       |  |  |
|   |                                |                    |                                | Low   | Mod   | Mid   | Upp   |                          |                      | Low   | Mod | Mid | Upp | Low                                   | Mod   | Mid   | Upp   |  |  |
| <b>Full Review:</b>   |                                |                    |                                |   |       |       |       |                          |                      |   |     |     |     |                                       |       |       |       |  |  |
| Chicago MD  | 0.00                           | 100                | 0.00                           | 7.00  | 16.00 | 43.00 | 34.00 | 0                        | 0                    | 0   | 0   | 0   | 0   | 9.20                                  | 23.41 | 34.27 | 33.11 |  |  |
| <b>Limited Review:</b>  |                                |                    |                                |   |       |       |       |                          |                      |   |     |     |     |                                       |       |       |       |  |  |
| Lake County MD  | 0.00                           | 3                  | 0.00                           | 33.33   | 33.33 | 33.33 | 0.00  | 0                        | 0                    | 0   | 0   | 0   | 0   | 4.51                                  | 20.72 | 35.48 | 38.67 |  |  |

**Table 1. Lending Volume**

| LENDING VOLUME          |                                     | Geography: STATE OF MASSACHUSETTS |            |                           |            | Evaluation Period: JANUARY 1, 2014 TO JUNE 30, 2015 |            |                               |            |                      |            |                                      |
|-------------------------|-------------------------------------|-----------------------------------|------------|---------------------------|------------|---|------------|-------------------------------|------------|----------------------|------------|--------------------------------------|
| Assessment Area (2015): | % of Rated Area Loans (#) in MA/AA* | Home Mortgage                     |            | Small Loans to Businesses |            | Small Loans to Farms                                |            | Community Development Loans** |            | Total Reported Loans |            | % of Rated Area Deposits in MA/AA*** |
|                         |                                     | #                                 | \$ (000's) | #                         | \$ (000's) | #   | \$ (000's) | #                             | \$ (000's) | #                    | \$ (000's) |                                      |
| <b>Full Review:</b>     |                                     |                                   |            |                           |            |   |            |                               |            |                      |            |                                      |
| Springfield, MA MSA     | 54.85                               | 356                               | 48,327     | 198                       | 11,551     | 0   | 0          | 0                             | 0          | 554                  | 59,878     | 36.90                                |
| <b>Limited Review:</b>  |                                     |                                   |            |                           |            |   |            |                               |            |                      |            |                                      |
| Barnstable Town, MA MSA | 41.49                               | 256                               | 65,898     | 162                       | 5,349      | 0   | 0          | 1                             | 4,500      | 419                  | 75,747     | 58.45                                |
| Pittsfield, MA MSA      | 4.66                                | 29                                | 3,399      | 8                         | 1,323      | 0   | 0          | 0                             | 0          | 37                   | 4,722      | 4.65                                 |

\* Loan Data as of June 30, 2015. Rated area refers to either state or multi-state MA rating area.

\*\* The evaluation period for Community Development Loans is from January 01, 2012 to June 30, 2015.

\*\*\* Deposit Data as of June 15, 2015. Rated Area refers to either the state, multi-state MA, or institution, as appropriate.

**Table 2. Geographic Distribution of Home Purchase Loans**

| Geographic Distribution: HOME PURCHASE |                           |              | Geography: STATE OF MASSACHUSETTS |                  |                             |              | Evaluation Period: JANUARY 1, 2014 TO JUNE 30, 2015 |              |                          |              |                                |      |      |      |      |  |
|--|---------------------------|--------------|-----------------------------------|------------------|-----------------------------|--------------|---|--------------|--------------------------|--------------|--------------------------------|------|------|------|------|--|
| 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  |  |
| <b>Full Review:</b>                    |                           |              |                                   |                  |                             |              |   |              |                          |              |                                |      |      |      |      |  |
| Springfield, MA MSA                    | 180                       | 58.25        | 3.25                              | 8.89             | 15.42                       | 25.56        | 41.35   | 40.56        | 39.98                    | 25.00        | 1.98                           | 3.70 | 3.73 | 1.80 | 1.27 |  |
| <b>Limited Review:</b>                 |                           |              |                                   |                  |                             |              |   |              |                          |              |                                |      |      |      |      |  |
| Barnstable Town, MA MSA                | 113                       | 36.57        | 0.31                              | 0.00             | 10.20                       | 20.35        | 77.20   | 71.68        | 12.29                    | 7.96         | 1.58                           | 0.00 | 2.12 | 1.58 | 0.99 |  |
| Pittsfield MA MSA                      | 13                        | 4.21         | 0.63                              | 0.00             | 6.91                        | 0.00         | 69.52   | 61.54        | 22.94                    | 38.46        | 0.84                           | 0.00 | 0.00 | 0.79 | 1.30 |  |

\* Based on 2014 Peer Mortgage Data -- US and PR

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

\*\*\* Percentage of Owner Occupied Units is the number of owner occupied units in a particular geography divided by the number of owner occupied housing units in the area based on 2010 Census information.

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

**Table 3. Geographic Distribution of Home Improvement Loans**

| Geographic Distribution: HOME IMPROVEMENT |                              |              | Geography: STATE OF MASSACHUSETTS |                  |                             | Evaluation Period: JANUARY 1, 2014 TO JUNE 30, 2015 |                           |              |                           |              |                                |      |       |      |      |
|---|------------------------------|--------------|-----------------------------------|------------------|-----------------------------|---|---------------------------|--------------|---------------------------|--------------|--------------------------------|------|-------|------|------|
| 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 Occupied Units***         | % BANK Loans**** | % Owner Occupied Units***   | % BANK Loans  | % Owner Occupied Units*** | % BANK Loans | % Owner Occupied Units*** | % BANK Loans | Overall                        | Low  | Mod   | Mid  | Upp  |
| <b>Full Review:</b>                       |                              |              |                                   |                  |                             |   |                           |              |                           |              |                                |      |       |      |      |
| Springfield, MA MSA                       | 43                           | 76.79        | 3.25                              | 9.30             | 15.42                       | 65.12   | 41.35                     | 20.93        | 39.98                     | 4.65         | 2.03                           | 7.14 | 10.34 | 1.02 | 0.00 |
| <b>Limited Review:</b>                    |                              |              |                                   |                  |                             |   |                           |              |                           |              |                                |      |       |      |      |
| Barnstable Town, MA MSA                   | 2                            | 3.57         | 0.31                              | 0.00             | 10.20                       | 0.00  | 77.20                     | 100.00       | 12.29                     | 0.00         | 0.14                           | 0.00 | 0.00  | 0.18 | 0.00 |
| Pittsfield MA MSA                         | 11                           | 19.64        | 0.63                              | 0.00             | 6.91                        | 18.18   | 69.52                     | 81.82        | 22.94                     | 0.00         | 1.22                           | 0.00 | 2.13  | 1.41 | 0.00 |

\* Based on 2014 Peer Mortgage Data -- US and PR

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

\*\*\* Percentage of Owner Occupied Units is the number of owner occupied units in a particular geography divided by the number of owner occupied housing units in the area based on 2010 Census information.

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

**Table 4. Geographic Distribution of Home Mortgage Refinance Loans**

|                         |                                     | Geographic Distribution: HOME MORTGAGE REFINANCE |                      |                             |                      | Geography: STATE OF MASSACHUSETTS |                      |                          |                      | Evaluation Period: JANUARY 1, 2014 TO JUNE 30, 2015 |         |      |      |      |      |  |  |
|-------------------------|-------------------------------------|--|----------------------|-----------------------------|----------------------|-----------------------------------|----------------------|--------------------------|----------------------|---|---------|------|------|------|------|--|--|
| 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  |  |  |
| <b>Full Review:</b>     |                                     |  |                      |                             |                      |                                   |                      |                          |                      |   |         |      |      |      |      |  |  |
| Springfield, MA MSA     | 132                                 | 46.32  | 3.25                 | 4.55                        | 15.42                | 13.64                             | 41.35                | 38.64                    | 39.98                | 43.18   | 2.32    | 2.86 | 2.17 | 2.49 | 2.16 |  |  |
| <b>Limited Review:</b>  |                                     |  |                      |                             |                      |                                   |                      |                          |                      |   |         |      |      |      |      |  |  |
| Barnstable Town, MA MSA | 141                                 | 49.47  | 0.31                 | 0.71                        | 10.20                | 13.48                             | 77.20                | 77.30                    | 12.29                | 8.51  | 2.40    | 0.00 | 2.29 | 2.55 | 1.73 |  |  |
| Pittsfield MA MSA       | 5                                   | 1.75   | 0.63                 | 0.00                        | 6.91                 | 0.00                              | 69.52                | 60.00                    | 22.94                | 40.00   | 0.70    | 0.00 | 0.00 | 0.58 | 1.32 |  |  |

\* Based on 2014 Peer Mortgage Data -- US and PR

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

\*\*\* Percentage of Owner Occupied Units is the number of owner occupied units in a particular geography divided by the number of owner occupied housing units in the area based on 2010 Census information.

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

**Table 6. Geographic Distribution of Small Loans to Businesses**

| Geographic Distribution: SMALL LOANS TO BUSINESSES      Geography: STATE OF MASSACHUSETTS |                            |              |                        |              |                             |              |                           |              |                          | Evaluation Period: JANUARY 1, 2014 TO JUNE 30, 2015 |                                |      |      |      |      |
|---|----------------------------|--------------|------------------------|--------------|-----------------------------|--------------|---------------------------|--------------|--------------------------|---|--------------------------------|------|------|------|------|
| 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  |
| <b>Full Review:</b>   |                            |              |                        |              |                             |              |                           |              |                          |   |                                |      |      |      |      |
| Springfield, MA MSA   | 198                        | 51.83        | 14.02                  | 15.66        | 16.98                       | 21.21        | 34.43                     | 24.24        | 34.39                    | 38.89   | 1.36                           | 1.86 | 2.13 | 0.73 | 1.56 |
| <b>Limited Review:</b>  |                            |              |                        |              |                             |              |                           |              |                          |   |                                |      |      |      |      |
| Barnstable Town, MA MSA   | 162                        | 42.41        | 7.46                   | 7.41         | 14.16                       | 9.88         | 65.90                     | 72.22        | 12.48                    | 10.49   | 1.89                           | 2.49 | 1.30 | 2.09 | 1.92 |
| Pittsfield MA MSA   | 8                          | 2.09         | 7.57                   | 12.50        | 7.91                        | 0.00         | 63.15                     | 62.50        | 21.37                    | 25.00   | 0.32                           | 0.81 | 0.00 | 0.30 | 0.42 |

\* Based on 2014 Peer Small Business Data -- US and PR

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

\*\*\* Source Data - Dun and Bradstreet (2014).

**Table 8. Borrower Distribution of Home Purchase Loans**

| Borrower Distribution: HOME PURCHASE |                           |              | Geography: STATE OF MASSACHUSETTS |                  |                           |                  | Evaluation Period: JANUARY 1, 2014 TO JUNE 30, 2015 |                  |                        |                  |               |      |      |      |      |
|--------------------------------------|---------------------------|--------------|-----------------------------------|------------------|---------------------------|------------------|---|------------------|------------------------|------------------|---------------|------|------|------|------|
| 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**** | % Families31              | % BANK Loans**** | % Families***                                       | % BANK Loans**** | % Families***          | % BANK Loans**** | Overall       | Low  | Mod  | Mid  | Upp  |
| <b>Full Review:</b>                  |                           |              |                                   |                  |                           |                  |   |                  |                        |                  |               |      |      |      |      |
| Springfield, MA MSA                  | 180                       | 58.25        | 23.64                             | 10.56            | 16.07                     | 41.67            | 19.08   | 23.33            | 41.21                  | 24.44            | 2.36          | 3.01 | 3.88 | 1.90 | 1.46 |
| <b>Limited Review:</b>               |                           |              |                                   |                  |                           |                  |   |                  |                        |                  |               |      |      |      |      |
| Barnstable Town, MA MSA              | 113                       | 36.57        | 18.53                             | 5.31             | 18.50                     | 18.58            | 23.54   | 7.96             | 39.43                  | 68.14            | 1.81          | 3.23 | 2.53 | 0.64 | 1.96 |
| Pittsfield MA MSA                    | 13                        | 4.21         | 21.78                             | 7.69             | 17.02                     | 7.69             | 22.60   | 30.77            | 38.61                  | 53.85            | 0.97          | 0.90 | 0.33 | 1.20 | 1.23 |

\* Based on 2014 Peer Mortgage Data -- US and PR

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

\*\*\* Percentage of Families is based on the 2010 Census information.

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

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

**Table 9. Borrower Distribution of Home Improvement Loans**

| Borrower Distribution: HOME IMPROVEMENT |                              |              | Geography: STATE OF MASSACHUSETTS |                  |                           | Evaluation Period: JANUARY 1, 2014 TO JUNE 30, 2015 |                         |                  |                        |                  |               |      |      |      |      |  |  |  |
|---|------------------------------|--------------|-----------------------------------|------------------|---------------------------|---|-------------------------|------------------|------------------------|------------------|---------------|------|------|------|------|--|--|--|
| 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**** | % Families32              | % BANK Loans****                                    | % Families***           | % BANK Loans**** | % Families***          | % BANK Loans**** | Overall       | Low  | Mod  | Mid  | Upp  |  |  |  |
| <b>Full Review:</b>                     |                              |              |                                   |                  |                           |   |                         |                  |                        |                  |               |      |      |      |      |  |  |  |
| Springfield, MA MSA                     | 43                           | 76.79        | 23.64                             | 10.26            | 16.07                     | 64.10   | 19.08                   | 15.38            | 41.21                  | 10.26            | 2.07          | 3.19 | 7.14 | 1.36 | 0.44 |  |  |  |
| <b>Limited Review:</b>                  |                              |              |                                   |                  |                           |   |                         |                  |                        |                  |               |      |      |      |      |  |  |  |
| Barnstable Town, MA MSA                 | 2                            | 3.57         | 18.53                             | 0.00             | 18.50                     | 0.00  | 23.54                   | 100.00           | 39.43                  | 0.00             | 0.15          | 0.00 | 0.00 | 0.68 | 0.00 |  |  |  |
| Pittsfield MA MSA                       | 11                           | 19.64        | 21.78                             | 0.00             | 17.02                     | 100.00  | 22.60                   | 0.00             | 38.61                  | 0.00             | 0.63          | 0.00 | 3.66 | 0.00 | 0.00 |  |  |  |

\* Based on 2014 Peer Mortgage Data -- US and PR

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

\*\*\* Percentage of Families is based on the 2010 Census information.

\*\*\*\* As a percentage of loans with borrower income information available. No information was available for 21.4% of loans originated and purchased by bank.

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

**Table 10. Borrower Distribution of Home Mortgage Refinance Loans**

| Borrower Distribution: HOME MORTGAGE REFINANCE |                                     |              | Geography: STATE OF MASSACHUSETTS |                  |                           | Evaluation Period: JANUARY 1, 2014 TO JUNE 30, 2015 |                         |                  |                        |                  |               |      |      |      | Market Share* |  |  |  |  |
|--|-------------------------------------|--------------|-----------------------------------|------------------|---------------------------|---|-------------------------|------------------|------------------------|------------------|---------------|------|------|------|---------------|--|--|--|--|
| 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**** | % Families33              | % BANK Loans****                                    | % Families***           | % BANK Loans**** | % Families***          | % BANK Loans**** | Overall       | Low  | Mod  | Mid  | Upp           |  |  |  |  |
| <b>Full Review:</b>                            |                                     |              |                                   |                  |                           |   |                         |                  |                        |                  |               |      |      |      |               |  |  |  |  |
| Springfield, MA MSA                            | 133                                 | 46.50        | 23.64                             | 11.36            | 16.07                     | 20.45   | 19.08                   | 31.06            | 41.21                  | 37.12            | 2.74          | 5.45 | 3.11 | 2.74 | 2.14          |  |  |  |  |
| <b>Limited Review:</b>                         |                                     |              |                                   |                  |                           |   |                         |                  |                        |                  |               |      |      |      |               |  |  |  |  |
| Barnstable Town, MA MSA                        | 141                                 | 49.30        | 18.53                             | 7.80             | 18.50                     | 22.70   | 23.54                   | 29.79            | 39.43                  | 39.72            | 2.71          | 2.55 | 4.60 | 3.61 | 1.81          |  |  |  |  |
| Pittsfield MA MSA                              | 5                                   | 1.75         | 21.78                             | 0.00             | 17.02                     | 0.00  | 22.60                   | 40.00            | 38.61                  | 60.00            | 0.81          | 0.00 | 0.00 | 1.38 | 1.03          |  |  |  |  |

\* Based on 2014 Peer Mortgage Data -- US and PR

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

\*\*\* Percentage of Families is based on the 2010 Census information.

\*\*\*\* As a percentage of loans with borrower income information available. No information was available for 0.3% of loans originated and purchased by bank.

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

**Table 11. Borrower Distribution of Small Loans to Businesses**

| Borrower Distribution: SMALL LOANS TO BUSINESSES |                                 |                    | Geography: STATE OF MASSACHUSETTS               |                   |  | Evaluation Period: JANUARY 1, 2014 TO JUNE 30, 2015 |       |                         |      |  |
|--|---------------------------------|--------------------|---|-------------------|--|---|-------|-------------------------|------|--|
| Assessment Area:                                 | Total Small Loans to Businesses | % of Total**       | Businesses With Revenues of \$1 million or less |                   | Loans by Original Amount Regardless of Business Size |   |       | Market Share*           |      |  |
|  | #                               | % of Businesses*** | % BANK Loans****                                | \$100,000 or less | >\$100,000 to \$250,000                              | >\$250,000 to \$1,000,000                           | All   | Rev\$ 1 Million or Less |      |  |
| <b>Full Review:</b>                              |                                 |                    |   |                   |  |   |       |                         |      |  |
| Springfield, MA MSA                              | 198                             | 51.83              | 71.61   | 72.73             | 89.39  | 5.56  | 5.05  | 1.36                    | 2.21 |  |
| <b>Limited Review:</b>                           |                                 |                    |   |                   |  |   |       |                         |      |  |
| Barnstable Town, MA MSA                          | 162                             | 42.41              | 74.69   | 73.46             | 95.06  | 3.70  | 1.23  | 1.89                    | 2.98 |  |
| Pittsfield MA MSA                                | 8                               | 2.09               | 71.72   | 75.00             | 75.00  | 0.00  | 25.00 | 0.32                    | 0.50 |  |

\* Based on 2014 Peer Small Business Data -- US and PR

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

\*\*\* Businesses with revenues of \$1 million or less as a percentage of all businesses (Source D&amp;B - 2014).

\*\*\*\* Small loans to businesses with revenues of \$1 million or less as a percentage of all loans reported as small loans to businesses. No information was available for 11.26% of small loans to businesses originated and purchased by the bank.

**Table 14. Qualified Investments**

| QUALIFIED INVESTMENTS   |                           | Geography: STATE OF MASSACHUSETTS |                            | Evaluation Period: JANUARY 1, 2012 TO JUNE 30, 2015 |                   |           |            |                        |           |
|-------------------------|---------------------------|-----------------------------------|----------------------------|---|-------------------|-----------|------------|------------------------|-----------|
| Assessment Area:        | Prior Period Investments* |                                   | Current Period Investments |   | Total Investments |           |            | Unfunded Commitments** |           |
|                         | #                         | \$(000's)                         | #                          | \$(000's)   | #                 | \$(000's) | % of Total | #                      | \$(000's) |
| <b>Full Review:</b>     |                           |                                   |                            |   |                   |           |            |                        |           |
| Springfield, MA MSA     | 9                         | 35,061                            | 12                         | 13,366  | 21                | 48,428    | 58.88      | 4                      | 6,568     |
| <b>Limited Review:</b>  |                           |                                   |                            |   |                   |           |            |                        |           |
| Barnstable Town, MA MSA | 4                         | 374                               | 6                          | 25,410  | 10                | 25,783    | 31.35      | 2                      | 4,651     |
| Pittsfield MA MSA       | 2                         | 7,041                             | 6                          | 992   | 8                 | 8,034     | 9.77       | 1                      | 594       |
| Massachusetts Statewide | 23                        | 19,040                            |                            |   |                   |           |            |                        |           |

\* '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 MASSACHUSETTS           |     |     |     |                                       |       |       |       |            |  |  |  |
|---|--------------------------------|--------------------|--------------------------------|---|-------|-------|-------|----------------------|----------------------|---|-----|-----|-----|---------------------------------------|-------|-------|-------|------------|--|--|--|
| MA/Assessment Area:   | Deposits                       | Branches           |                                |   |       |       |       |                      |                      | Branch Openings/Closings                    |     |     |     |                                       |       |       |       | Population |  |  |  |
|   | % of Rated Area Deposits in AA | # of BANK Branches | % of Rated Area Branches in AA | Location of Branches by Income of Geographies (%) |       |       |       | # of Branch Openings | # of Branch Closings | Net change in Location of Branches (+ or -) |     |     |     | % of Population within Each Geography |       |       |       |            |  |  |  |
|   | Low                            |                    |                                | Mod   | Mid   | Upp   | Low   |                      |                      | Mod   | Mid | Upp | Low | Mod                                   | Mid   | Upp   |       |            |  |  |  |
| <b>Full Review:</b>   |                                |                    |                                |   |       |       |       |                      |                      |   |     |     |     |                                       |       |       |       |            |  |  |  |
| Springfield, MA MSA   | 36.35                          | 19                 | 48.72                          | 10.53   | 26.32 | 36.84 | 26.32 | 0                    | 0                    | 0   | 0   | -1  | 0   | 12.98                                 | 19.96 | 34.69 | 31.91 |            |  |  |  |
| <b>Limited Review:</b>  |                                |                    |                                |   |       |       |       |                      |                      |   |     |     |     |                                       |       |       |       |            |  |  |  |
| Barnstable Town, MA MSA   | 57.58                          | 16                 | 41.03                          | 0.00  | 12.50 | 31.25 | 56.25 | 0                    | 0                    | 0   | -1  | 0   | 0   | 1.41                                  | 11.66 | 74.54 | 12.39 |            |  |  |  |
| Pittsfield MA MSA   | 1.50                           | 3                  | 7.69                           | 0.00  | 0.00  | 66.67 | 33.33 | 0                    | 0                    | 0   | 0   | 0   | 0   | 2.58                                  | 10.63 | 66.83 | 19.95 |            |  |  |  |

**Table 1. Lending Volume**

| LENDING VOLUME                      |                                     | Geography: STATE OF MICHIGAN |            |                           |            | Evaluation Period: JANUARY 1, 2014 TO JUNE 30, 2015 |            |                               |            |                      |            |                                      |
|-------------------------------------|-------------------------------------|------------------------------|------------|---------------------------|------------|---|------------|-------------------------------|------------|----------------------|------------|--------------------------------------|
| Assessment Area (2015):             | % of Rated Area Loans (#) in MA/AA* | Home Mortgage                |            | Small Loans to Businesses |            | Small Loans to Farms                                |            | Community Development Loans** |            | Total Reported Loans |            | % of Rated Area Deposits in MA/AA*** |
|                                     |                                     | #                            | \$ (000's) | #                         | \$ (000's) | #   | \$ (000's) | #                             | \$ (000's) | #                    | \$ (000's) |                                      |
| <b>Full Review:</b>                 |                                     |                              |            |                           |            |   |            |                               |            |                      |            |                                      |
| Warren-Troy-Farmington Hills, MI MD | 58.94                               | 1,640                        | 259,932    | 767                       | 49,502     | 0   | 0          | 3                             | 23,170     | 2,410                | 337,604    | 59.22                                |
| <b>Limited Review:</b>              |                                     |                              |            |                           |            |   |            |                               |            |                      |            |                                      |
| Ann Arbor, MI MSA                   | 2.79                                | 69                           | 12,908     | 45                        | 3,602      | 0   | 0          | 0                             | 0          | 114                  | 16,510     | 0.97                                 |
| Detroit, MI MD                      | 33.33                               | 799                          | 73,496     | 562                       | 33,471     | 0   | 0          | 2                             | 5,060      | 1,363                | 112,027    | 37.08                                |
| Lansing-East Lansing, MI MSA        | 1.32                                | 45                           | 5,470      | 9                         | 394        | 0   | 0          | 0                             | 0          | 54                   | 5,864      | 0.44                                 |
| Monroe, MI MSA                      | 1.52                                | 48                           | 4,955      | 14                        | 211        | 0   | 0          | 0                             | 0          | 62                   | 5,166      | 0.45                                 |
| Michigan Non-MSA                    | 1.18                                | 32                           | 1,993      | 16                        | 514        | 0   | 0          | 0                             | 0          | 48                   | 2,507      | 1.17                                 |
| Saginaw, MI MSA                     | 0.93                                | 29                           | 1,505      | 9                         | 113        | 0   | 0          | 0                             | 0          | 38                   | 1,618      | 0.67                                 |

\* Loan Data as of June 30, 2015. Rated area refers to either state or multi-state MA rating area.

\*\* The evaluation period for Community Development Loans is from January 01, 2012 to June 30, 2015.

\*\*\* Deposit Data as of June 15, 2015. Rated Area refers to either the state, multi-state MA, or institution, as appropriate.

**Table 2. Geographic Distribution of Home Purchase Loans**

| Geographic Distribution: HOME PURCHASE |                           |              | Geography: STATE OF MICHIGAN |                  |                             |              | Evaluation Period: JANUARY 1, 2014 TO JUNE 30, 2015 |              |                          |              |                                |      |      |      |      |
|--|---------------------------|--------------|------------------------------|------------------|-----------------------------|--------------|---|--------------|--------------------------|--------------|--------------------------------|------|------|------|------|
| 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  |
| <b>Full Review:</b>                    |                           |              |                              |                  |                             |              |   |              |                          |              |                                |      |      |      |      |
| Warren-Troy-Farmington Hills, MI MD    | 440                       | 69.62        | 2.51                         | 0.23             | 17.27                       | 12.27        | 46.35   | 48.86        | 33.88                    | 38.64        | 0.81                           | 0.28 | 0.75 | 0.82 | 0.83 |
| <b>Limited Review:</b>                 |                           |              |                              |                  |                             |              |   |              |                          |              |                                |      |      |      |      |
| Ann Arbor, MI MSA                      | 21                        | 3.32         | 3.99                         | 9.52             | 14.89                       | 28.57        | 51.87   | 47.62        | 29.26                    | 14.29        | 0.28                           | 1.61 | 0.70 | 0.18 | 0.19 |
| Detroit-Dearborn-Livonia, MI MD        | 136                       | 21.52        | 7.41                         | 0.00             | 21.84                       | 6.62         | 28.51   | 26.47        | 42.25                    | 66.91        | 0.58                           | 0.00 | 0.97 | 0.63 | 0.55 |
| Lansing-East Lansing, MI MSA           | 7                         | 1.11         | 6.54                         | 0.00             | 20.76                       | 14.29        | 44.43   | 42.86        | 28.26                    | 42.86        | 0.15                           | 0.00 | 0.20 | 0.06 | 0.27 |
| Monroe, MI MSA                         | 18                        | 2.85         | 0.62                         | 0.00             | 8.57                        | 0.00         | 73.90   | 66.67        | 16.91                    | 33.33        | 0.72                           | 0.00 | 0.00 | 0.71 | 1.06 |
| Michigan Non-MSA                       | 3                         | 0.47         | 1.34                         | 0.00             | 8.08                        | 0.00         | 63.34   | 66.67        | 27.25                    | 33.33        | 0.34                           | 0.00 | 0.00 | 0.36 | 0.40 |
| Saginaw, MI MSA                        | 7                         | 1.11         | 5.59                         | 0.00             | 15.55                       | 0.00         | 43.70   | 85.71        | 35.16                    | 14.29        | 0.39                           | 0.00 | 0.00 | 0.80 | 0.11 |

\* Based on 2014 Peer Mortgage Data -- US and PR

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

\*\*\* Percentage of Owner Occupied Units is the number of owner occupied units in a particular geography divided by the number of owner occupied housing units in the area based on 2010 Census information.

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

**Table 3. Geographic Distribution of Home Improvement Loans**

| Geographic Distribution: HOME IMPROVEMENT |                              |              | Geography: STATE OF MICHIGAN |                  |                             | Evaluation Period: JANUARY 1, 2014 TO JUNE 30, 2015 |                           |              |                          |              |                                |       |       |      |      |
|---|------------------------------|--------------|------------------------------|------------------|-----------------------------|---|---------------------------|--------------|--------------------------|--------------|--------------------------------|-------|-------|------|------|
| 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  |
| <b>Full Review:</b>                       |                              |              |                              |                  |                             |   |                           |              |                          |              |                                |       |       |      |      |
| Warren-Troy-Farmington Hills, MI MD       | 161                          | 40.45        | 2.51                         | 5.59             | 17.27                       | 50.31   | 46.35                     | 40.99        | 33.88                    | 3.11         | 4.29                           | 16.22 | 15.78 | 3.61 | 0.45 |
| <b>Limited Review:</b>                    |                              |              |                              |                  |                             |   |                           |              |                          |              |                                |       |       |      |      |
| Ann Arbor, MI MSA                         | 3                            | 0.75         | 3.99                         | 33.33            | 14.89                       | 66.67   | 51.87                     | 0.00         | 29.26                    | 0.00         | 0.87                           | 12.50 | 6.25  | 0.00 | 0.00 |
| Detroit-Dearborn-Livonia, MI MD           | 201                          | 50.50        | 7.41                         | 16.42            | 21.84                       | 47.26   | 28.51                     | 23.38        | 42.25                    | 12.94        | 8.54                           | 26.03 | 23.68 | 8.47 | 2.43 |
| Lansing-East Lansing, MI MSA              | 1                            | 0.25         | 6.54                         | 0.00             | 20.76                       | 0.00  | 44.43                     | 100.00       | 28.26                    | 0.00         | 0.11                           | 0.00  | 0.00  | 0.24 | 0.00 |
| Monroe, MI MSA                            | 6                            | 1.51         | 0.62                         | 0.00             | 8.57                        | 0.00  | 73.90                     | 100.00       | 16.91                    | 0.00         | 1.48                           | 0.00  | 0.00  | 2.01 | 0.00 |
| Michigan Non-MSA                          | 13                           | 3.27         | 1.34                         | 0.00             | 8.08                        | 15.38   | 63.34                     | 76.92        | 27.25                    | 7.69         | 4.83                           | 0.00  | 9.09  | 6.56 | 0.00 |
| Saginaw, MI MSA                           | 13                           | 3.27         | 5.59                         | 0.00             | 15.55                       | 0.00  | 43.70                     | 100.00       | 35.16                    | 0.00         | 2.15                           | 0.00  | 0.00  | 4.44 | 0.00 |

\* Based on 2014 Peer Mortgage Data -- US and PR

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

\*\*\* Percentage of Owner Occupied Units is the number of owner occupied units in a particular geography divided by the number of owner occupied housing units in the area based on 2010 Census information.

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

**Table 4. Geographic Distribution of Home Mortgage Refinance Loans**

| Geographic Distribution: HOME MORTGAGE REFINANCE |                                     |              | Geography: STATE OF MICHIGAN |                  |                             | Evaluation Period: JANUARY 1, 2014 TO JUNE 30, 2015 |                           |              |                          |              |                                |       |      |      |      |
|--|-------------------------------------|--------------|------------------------------|------------------|-----------------------------|---|---------------------------|--------------|--------------------------|--------------|--------------------------------|-------|------|------|------|
| 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  |
| <b>Full Review:</b>                              |                                     |              |                              |                  |                             |   |                           |              |                          |              |                                |       |      |      |      |
| Warren-Troy-Farmington Hills, MI MD              | 1,039                               | 63.66        | 2.51                         | 0.67             | 17.27                       | 13.76   | 46.35                     | 48.51        | 33.88                    | 37.05        | 2.11                           | 1.85  | 3.05 | 2.30 | 1.68 |
| <b>Limited Review:</b>                           |                                     |              |                              |                  |                             |   |                           |              |                          |              |                                |       |      |      |      |
| Ann Arbor, MI MSA                                | 45                                  | 2.76         | 3.99                         | 2.22             | 14.89                       | 24.44   | 51.87                     | 28.89        | 29.26                    | 44.44        | 0.62                           | 1.10  | 1.70 | 0.47 | 0.46 |
| Detroit-Dearborn-Livonia, MI MD                  | 462                                 | 28.31        | 7.41                         | 1.95             | 21.84                       | 6.49  | 28.51                     | 25.32        | 42.25                    | 66.23        | 2.66                           | 4.19  | 2.68 | 3.12 | 2.47 |
| Lansing-East Lansing, MI MSA                     | 37                                  | 2.27         | 6.54                         | 0.00             | 20.76                       | 13.51   | 44.43                     | 40.54        | 28.26                    | 45.95        | 0.97                           | 0.00  | 0.30 | 1.14 | 1.22 |
| Monroe, MI MSA                                   | 24                                  | 1.47         | 0.62                         | 0.00             | 8.57                        | 0.00  | 73.90                     | 70.83        | 16.91                    | 29.17        | 1.03                           | 0.00  | 0.00 | 1.09 | 1.23 |
| Michigan Non-MSA                                 | 16                                  | 0.98         | 1.34                         | 6.25             | 8.08                        | 0.00  | 63.34                     | 62.50        | 27.25                    | 31.25        | 1.68                           | 11.11 | 0.00 | 1.70 | 1.48 |
| Saginaw, MI MSA                                  | 9                                   | 0.55         | 5.59                         | 0.00             | 15.55                       | 0.00  | 43.70                     | 100.00       | 35.16                    | 0.00         | 0.40                           | 0.00  | 0.00 | 0.88 | 0.00 |

\* Based on 2014 Peer Mortgage Data -- US and PR

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

\*\*\* Percentage of Owner Occupied Units is the number of owner occupied units in a particular geography divided by the number of owner occupied housing units in the area based on 2010 Census information.

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

**Table 6. Geographic Distribution of Small Loans to Businesses**

| Geographic Distribution: SMALL LOANS TO BUSINESSES |                            |              | Geography: STATE OF MICHIGAN |              |                             |              | Evaluation Period: JANUARY 1, 2014 TO JUNE 30, 2015 |              |                          |              |                                |      |      |      |      |
|--|----------------------------|--------------|------------------------------|--------------|-----------------------------|--------------|---|--------------|--------------------------|--------------|--------------------------------|------|------|------|------|
| 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  |
| <b>Full Review:</b>                                |                            |              |                              |              |                             |              |   |              |                          |              |                                |      |      |      |      |
| Warren-Troy-Farmington Hills, MI MD                | 765                        | 53.87        | 4.27                         | 5.36         | 17.92                       | 19.61        | 40.65   | 40.13        | 36.75                    | 34.90        | 1.12                           | 1.63 | 1.29 | 1.15 | 1.02 |
| <b>Limited Review:</b>                             |                            |              |                              |              |                             |              |   |              |                          |              |                                |      |      |      |      |
| Ann Arbor, MI MSA                                  | 45                         | 3.17         | 4.73                         | 0.00         | 12.13                       | 15.56        | 49.89   | 75.56        | 31.56                    | 8.89         | 0.51                           | 0.00 | 0.97 | 0.69 | 0.18 |
| Detroit-Dearborn-Livonia, MI MD                    | 562                        | 39.58        | 10.65                        | 6.58         | 19.37                       | 14.77        | 27.00   | 27.58        | 42.45                    | 51.07        | 1.76                           | 1.51 | 1.65 | 1.90 | 1.80 |
| Lansing-East Lansing, MI MSA                       | 9                          | 0.63         | 6.06                         | 0.00         | 30.98                       | 11.11        | 31.65   | 44.44        | 28.00                    | 44.44        | 0.06                           | 0.00 | 0.00 | 0.00 | 0.19 |
| Monroe, MI MSA                                     | 14                         | 0.99         | 0.81                         | 0.00         | 12.00                       | 0.00         | 70.73   | 85.71        | 16.46                    | 14.29        | 0.65                           | 0.00 | 0.00 | 0.75 | 0.64 |
| Michigan Non-MSA                                   | 16                         | 1.13         | 9.48                         | 12.50        | 5.08                        | 12.50        | 59.27   | 68.75        | 26.18                    | 6.25         | 1.18                           | 1.14 | 2.78 | 1.39 | 0.52 |
| Saginaw, MI MSA                                    | 9                          | 0.63         | 5.88                         | 0.00         | 14.81                       | 0.00         | 42.58   | 100.00       | 36.73                    | 0.00         | 0.36                           | 0.00 | 0.00 | 0.92 | 0.00 |

\* Based on 2014 Peer Small Business Data -- US and PR

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

\*\*\* Source Data - Dun and Bradstreet (2014).

**Table 8. Borrower Distribution of Home Purchase Loans**

| Borrower Distribution: HOME PURCHASE |                           |              | Geography: STATE OF MICHIGAN |                  |                           |                  | Evaluation Period: JANUARY 1, 2014 TO JUNE 30, 2015 |                  |                        |                  |               |      |      |      |      |
|--------------------------------------|---------------------------|--------------|------------------------------|------------------|---------------------------|------------------|---|------------------|------------------------|------------------|---------------|------|------|------|------|
| 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**** | % Families34              | % BANK Loans**** | % Families***                                       | % BANK Loans**** | % Families***          | % BANK Loans**** | Overall       | Low  | Mod  | Mid  | Upp  |
| <b>Full Review:</b>                  |                           |              |                              |                  |                           |                  |   |                  |                        |                  |               |      |      |      |      |
| Warren-Troy-Farmington Hills, MI MD  | 440                       | 69.62        | 19.60                        | 13.18            | 17.68                     | 24.55            | 21.21   | 21.59            | 41.50                  | 40.68            | 0.93          | 0.95 | 0.87 | 0.80 | 1.06 |
| <b>Limited Review:</b>               |                           |              |                              |                  |                           |                  |   |                  |                        |                  |               |      |      |      |      |
| Ann Arbor, MI MSA                    | 21                        | 3.32         | 21.69                        | 14.29            | 16.89                     | 33.33            | 21.43   | 19.05            | 39.99                  | 33.33            | 0.33          | 0.36 | 0.47 | 0.16 | 0.34 |
| Detroit-Dearborn-Livonia, MI MD      | 136                       | 21.52        | 24.56                        | 5.88             | 15.84                     | 19.85            | 17.67   | 24.26            | 41.92                  | 50.00            | 0.68          | 0.73 | 0.72 | 0.80 | 0.60 |
| Lansing-East Lansing, MI MSA         | 7                         | 1.11         | 24.33                        | 0.00             | 17.40                     | 14.29            | 20.22   | 42.86            | 38.04                  | 42.86            | 0.18          | 0.00 | 0.14 | 0.28 | 0.19 |
| Monroe, MI MSA                       | 18                        | 2.85         | 18.60                        | 11.11            | 19.27                     | 33.33            | 22.93   | 27.78            | 39.20                  | 27.78            | 0.83          | 1.03 | 1.22 | 0.77 | 0.50 |
| Michigan Non-MSA                     | 3                         | 0.47         | 17.95                        | 0.00             | 17.17                     | 0.00             | 22.61   | 66.67            | 42.27                  | 33.33            | 0.44          | 0.00 | 0.00 | 1.02 | 0.52 |
| Saginaw, MI MSA                      | 7                         | 1.11         | 21.86                        | 28.57            | 16.90                     | 42.86            | 20.65   | 14.29            | 40.60                  | 14.29            | 0.47          | 1.38 | 0.89 | 0.23 | 0.18 |

\* Based on 2014 Peer Mortgage Data -- US and PR

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

\*\*\* Percentage of Families is based on the 2010 Census information.

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

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

**Table 9. Borrower Distribution of Home Improvement Loans**

| Borrower Distribution: HOME IMPROVEMENT |                              |              | Geography: STATE OF MICHIGAN |                  |                           |                  | Evaluation Period: JANUARY 1, 2014 TO JUNE 30, 2015 |                  |                        |                  |               |       |       |      |      |
|---|------------------------------|--------------|------------------------------|------------------|---------------------------|------------------|---|------------------|------------------------|------------------|---------------|-------|-------|------|------|
| 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**** | % Families35              | % BANK Loans**** | % Families***                                       | % BANK Loans**** | % Families***          | % BANK Loans**** | Overall       | Low   | Mod   | Mid  | Upp  |
| <b>Full Review:</b>                     |                              |              |                              |                  |                           |                  |   |                  |                        |                  |               |       |       |      |      |
| Warren-Troy-Farmington Hills, MI MD     | 161                          | 40.45        | 19.60                        | 41.83            | 17.68                     | 35.95            | 21.21   | 15.69            | 41.50                  | 6.54             | 4.34          | 13.80 | 7.27  | 3.36 | 0.79 |
| <b>Limited Review:</b>                  |                              |              |                              |                  |                           |                  |   |                  |                        |                  |               |       |       |      |      |
| Ann Arbor, MI MSA                       | 3                            | 0.75         | 21.69                        | 33.33            | 16.89                     | 66.67            | 21.43   | 0.00             | 39.99                  | 0.00             | 0.93          | 3.70  | 2.94  | 0.00 | 0.00 |
| Detroit-Dearborn-Livonia, MI MD         | 201                          | 50.50        | 24.56                        | 34.50            | 15.84                     | 46.00            | 17.67   | 11.50            | 41.92                  | 8.00             | 8.96          | 25.45 | 23.40 | 4.80 | 1.34 |
| Lansing-East Lansing, MI MSA            | 1                            | 0.25         | 24.33                        | 0.00             | 17.40                     | 100.00           | 20.22   | 0.00             | 38.04                  | 0.00             | 0.12          | 0.00  | 0.48  | 0.00 | 0.00 |
| Monroe, MI MSA                          | 6                            | 1.51         | 18.60                        | 50.00            | 19.27                     | 50.00            | 22.93   | 0.00             | 39.20                  | 0.00             | 1.58          | 10.00 | 2.22  | 0.00 | 0.00 |
| Michigan Non-MSA                        | 13                           | 3.27         | 17.95                        | 15.38            | 17.17                     | 84.62            | 22.61   | 0.00             | 42.27                  | 0.00             | 5.03          | 5.88  | 15.79 | 0.00 | 0.00 |
| Saginaw, MI MSA                         | 13                           | 3.27         | 21.86                        | 23.08            | 16.90                     | 69.23            | 20.65   | 7.69             | 40.60                  | 0.00             | 2.19          | 2.70  | 5.26  | 0.87 | 0.00 |

\* Based on 2014 Peer Mortgage Data -- US and PR

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

\*\*\* Percentage of Families is based on the 2010 Census information.

\*\*\*\* As a percentage of loans with borrower income information available. No information was available for 2.3% of loans originated and purchased by bank.

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

**Table 10. Borrower Distribution of Home Mortgage Refinance Loans**

| Borrower Distribution: HOME MORTGAGE REFINANCE |                                     |              | Geography: STATE OF MICHIGAN |                  |                           |                  | Evaluation Period: JANUARY 1, 2014 TO JUNE 30, 2015 |                  |                        |                  |               |      |      |      |      |  |
|--|-------------------------------------|--------------|------------------------------|------------------|---------------------------|------------------|---|------------------|------------------------|------------------|---------------|------|------|------|------|--|
| 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**** | % Families36              | % BANK Loans**** | % Families***                                       | % BANK Loans**** | % Families***          | % BANK Loans**** | Overall       | Low  | Mod  | Mid  | Upp  |  |
| <b>Full Review:</b>                            |                                     |              |                              |                  |                           |                  |   |                  |                        |                  |               |      |      |      |      |  |
| Warren-Troy-Farmington Hills, MI MD            | 1,039                               | 63.66        | 19.60                        | 13.76            | 17.68                     | 21.56            | 21.21   | 24.16            | 41.50                  | 40.52            | 2.41          | 3.82 | 2.82 | 2.38 | 1.98 |  |
| <b>Limited Review:</b>                         |                                     |              |                              |                  |                           |                  |   |                  |                        |                  |               |      |      |      |      |  |
| Ann Arbor, MI MSA                              | 45                                  | 2.76         | 21.69                        | 13.33            | 16.89                     | 17.78            | 21.43   | 26.67            | 39.99                  | 42.22            | 0.71          | 1.01 | 0.73 | 0.79 | 0.58 |  |
| Detroit-Dearborn-Livonia, MI MD                | 462                                 | 28.31        | 24.56                        | 8.23             | 15.84                     | 12.99            | 17.67   | 23.59            | 41.92                  | 55.19            | 3.20          | 5.67 | 3.62 | 3.88 | 2.69 |  |
| Lansing-East Lansing, MI MSA                   | 37                                  | 2.27         | 24.33                        | 16.22            | 17.40                     | 13.51            | 20.22   | 16.22            | 38.04                  | 54.05            | 1.18          | 1.19 | 0.99 | 0.83 | 1.50 |  |
| Monroe, MI MSA                                 | 24                                  | 1.47         | 18.60                        | 4.17             | 19.27                     | 33.33            | 22.93   | 37.50            | 39.20                  | 25.00            | 1.20          | 0.93 | 2.83 | 1.17 | 0.51 |  |
| Michigan Non-MSA                               | 16                                  | 0.98         | 17.95                        | 0.00             | 17.17                     | 6.25             | 22.61   | 31.25            | 42.27                  | 62.50            | 2.02          | 0.00 | 0.00 | 2.24 | 3.30 |  |
| Saginaw, MI MSA                                | 9                                   | 0.55         | 21.86                        | 22.22            | 16.90                     | 0.00             | 20.65   | 33.33            | 40.60                  | 44.44            | 0.47          | 1.80 | 0.00 | 0.27 | 0.53 |  |

\* Based on 2014 Peer Mortgage Data -- US and PR

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

\*\*\* Percentage of Families is based on the 2010 Census information.

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

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

**Table 11. Borrower Distribution of Small Loans to Businesses**

| Borrower Distribution: SMALL LOANS TO BUSINESSES |       |                           | Geography: STATE OF MICHIGAN                    |                  | Evaluation Period: JANUARY 1, 2014 TO JUNE 30, 2015  |                         |                           |               |                         |
|--|-------|---------------------------|---|------------------|--|-------------------------|---------------------------|---------------|-------------------------|
| 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 |
| <b>Full Review:</b>                              |       |                           |   |                  |  |                         |                           |               |                         |
| Warren-Troy-Farmington Hills, MI MD              | 767   | 53.94                     | 74.76   | 70.27            | 85.66  | 8.74                    | 5.61                      | 1.12          | 1.91                    |
| <b>Limited Review:</b>                           |       |                           |   |                  |  |                         |                           |               |                         |
| Ann Arbor, MI MSA                                | 45    | 3.16                      | 73.60   | 66.67            | 80.00  | 11.11                   | 8.89                      | 0.51          | 0.78                    |
| Detroit-Dearborn-Livonia, MI MD                  | 562   | 39.52                     | 73.43   | 63.52            | 86.12  | 8.01                    | 5.87                      | 1.76          | 2.74                    |
| Lansing-East Lansing, MI MSA                     | 9     | 0.63                      | 70.76   | 100.00           | 88.89  | 0.00                    | 11.11                     | 0.06          | 0.15                    |
| Monroe, MI MSA                                   | 14    | 0.98                      | 73.68   | 78.57            | 100.00   | 0.00                    | 0.00                      | 0.65          | 1.11                    |
| Michigan Non-MSA                                 | 16    | 1.13                      | 77.49   | 81.25            | 93.75  | 6.25                    | 0.00                      | 1.18          | 1.79                    |
| Saginaw, MI MSA                                  | 9     | 0.63                      | 73.17   | 88.89            | 100.00   | 0.00                    | 0.00                      | 0.36          | 0.87                    |

\* Based on 2014 Peer Small Business Data -- US and PR

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

\*\*\* Businesses with revenues of \$1 million or less as a percentage of all businesses (Source D&amp;B - 2014).

\*\*\*\* Small loans to businesses with revenues of \$1 million or less as a percentage of all loans reported as small loans to businesses. No information was available for 8.93% of small loans to businesses originated and purchased by the bank.

**Table 14. Qualified Investments**

| QUALIFIED INVESTMENTS               |                           | Geography: STATE OF MICHIGAN |                            | Evaluation Period: JANUARY 1, 2012 TO JUNE 30, 2015 |                   |           |            |                        |           |
|-------------------------------------|---------------------------|------------------------------|----------------------------|---|-------------------|-----------|------------|------------------------|-----------|
| Assessment Area:                    | Prior Period Investments* |                              | Current Period Investments |   | Total Investments |           |            | Unfunded Commitments** |           |
|                                     | #                         | \$(000's)                    | #                          | \$(000's)   | #                 | \$(000's) | % of Total | #                      | \$(000's) |
| <b>Full Review:</b>                 |                           |                              |                            |   |                   |           |            |                        |           |
| Warren-Troy-Farmington Hills, MI MD | 9                         | 22,318                       | 131                        | 31,032  | 140               | 53,349    | 46.94      | 2                      | 10,270    |
| <b>Limited Review:</b>              |                           |                              |                            |   |                   |           |            |                        |           |
| Ann Arbor, MI MSA                   | 5                         | 7,616                        | 1                          | 11,631  | 6                 | 19,247    | 16.94      | 0                      | 0         |
| Detroit-Dearborn-Livonia, MI MD     | 6                         | 8,071                        | 36                         | 24,569  | 42                | 32,640    | 28.72      | 4                      | 12,456    |
| Lansing-East Lansing, MI MSA        | 4                         | 217                          | 4                          | 3,590   | 8                 | 3,807     | 3.35       | 0                      | 0         |
| Monroe, MI MSA                      | 0                         | 0                            | 2                          | 89  | 2                 | 89        | .08        | 0                      | 0         |
| Michigan Non-MSA                    | 3                         | 4,160                        | 2                          | 248   | 5                 | 4,408     | 3.88       | 0                      | 0         |
| Saginaw, MI MSA                     | 0                         | 0                            | 2                          | 104   | 2                 | 104       | .09        | 0                      | 0         |
| Michigan Statewide                  | 3                         | 210                          |                            |   |                   |           |            |                        |           |

\* '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 MICHIGAN                |     |     |     |                                       |       |       |       |  |  |
|---|--------------------------------|--------------------|--------------------------------|---|-------|--------|--------|--------------------------|----------------------|---|-----|-----|-----|---------------------------------------|-------|-------|-------|--|--|
| MA/Assessment Area:   | Deposits                       | Branches           |                                |   |       |        |        | Branch Openings/Closings |                      |   |     |     |     | Population                            |       |       |       |  |  |
|   | % of Rated Area Deposits in AA | # of BANK Branches | % of Rated Area Branches in AA | Location of Branches by Income of Geographies (%) |       |        |        | # of Branch Openings     | # of Branch Closings | Net change in Location of Branches (+ or -) |     |     |     | % of Population within Each Geography |       |       |       |  |  |
|   |                                |                    |                                | Low   | Mod   | Mid    | Upp    |                          |                      | Low   | Mod | Mid | Upp | Low                                   | Mod   | Mid   | Upp   |  |  |
| <b>Full Review:</b>   |                                |                    |                                |   |       |        |        |                          |                      |   |     |     |     |                                       |       |       |       |  |  |
| Warren-Troy-Farmington Hills, MI MD                                 | 59.22                          | 50                 | 52.08                          | 0   | 20.00 | 38.00  | 42.00  | 0                        | 0                    | 0   | 0   | -2  | -2  | 4.17                                  | 18.76 | 44.80 | 32.26 |  |  |
| <b>Limited Review:</b>  |                                |                    |                                |   |       |        |        |                          |                      |   |     |     |     |                                       |       |       |       |  |  |
| Ann Arbor, MI MSA   | 0.97                           | 2                  | 2.08                           | 0.00  | 0.00  | 50.00  | 50.00  | 0                        | 0                    | 0   | 0   | -2  | -2  | 8.05                                  | 17.84 | 46.48 | 24.26 |  |  |
| Detroit-Dearborn-Livonia, MI MD                                     | 37.08                          | 38                 | 39.58                          | 0.00  | 0.00  | 0.00   | 0.00   | 0                        | 0                    | 0   | -2  | -3  | 0   | 12.53                                 | 27.09 | 25.88 | 34.50 |  |  |
| Lansing-East Lansing, MI MSA  | 0.44                           | 1                  | 1.04                           | 0.00  | 0.00  | 0.00   | 100.00 | 0                        | 0                    | 0   | 0   | 0   | 0   | 8.64                                  | 24.92 | 37.57 | 22.81 |  |  |
| Monroe, MI MSA  | 0.45                           | 1                  | 1.04                           | 0.00  | 0.00  | 0.00   | 100.00 | 0                        | 0                    | 0   | 0   | 0   | 0   | 0.96                                  | 10.81 | 72.72 | 15.51 |  |  |
| Michigan Non-MSA  | 1.17                           | 3                  | 3.13                           | 66.67   | 0.00  | 33.33  | 0.00   | 0                        | 0                    | 0   | 0   | 0   | 0   | 2.68                                  | 9.61  | 61.59 | 26.12 |  |  |
| Saginaw, MI MSA   | 0.67                           | 1                  | 1.04                           | 0.00  | 0.00  | 100.00 | 0.00   | 0                        | 0                    | 0   | 0   | 0   | 0   | 8.35                                  | 19.21 | 39.45 | 32.99 |  |  |

**Table 1. Lending Volume**

| LENDING VOLUME            |                                     | Geography: STATE OF NEW HAMPSHIRE |            |                           |            | Evaluation Period: JANUARY 1, 2014 TO JUNE 30, 2015 |            |                               |            |                      |            |                                      |
|---------------------------|-------------------------------------|-----------------------------------|------------|---------------------------|------------|---|------------|-------------------------------|------------|----------------------|------------|--------------------------------------|
| Assessment Area (2015):   | % of Rated Area Loans (#) in MA/AA* | Home Mortgage                     |            | Small Loans to Businesses |            | Small Loans to Farms                                |            | Community Development Loans** |            | Total Reported Loans |            | % of Rated Area Deposits in MA/AA*** |
|                           |                                     | #                                 | \$ (000's) | #                         | \$ (000's) | #   | \$ (000's) | #                             | \$ (000's) | #                    | \$ (000's) |                                      |
| <b>Full Review:</b>       |                                     |                                   |            |                           |            |   |            |                               |            |                      |            |                                      |
| Manchester-Nashua, NH MSA | 47.41                               | 343                               | 75,243     | 414                       | 28,059     | 0   | 0          | 4                             | 16,076     | 761                  | 99,378     | 73.72                                |
| <b>Limited Review:</b>    |                                     |                                   |            |                           |            |   |            |                               |            |                      |            |                                      |
| New Hampshire Non-MSA     | 52.59                               | 484                               | 75,755     | 360                       | 19,645     | 0   | 0          | 0                             | 0          | 844                  | 95,400     | 26.28                                |

\* Loan Data as of June 30, 2015. Rated area refers to either state or multi-state MA rating area.

\*\* The evaluation period for Community Development Loans is from January 01, 2012 to June 30, 2015.

\*\*\* Deposit Data as of June 30, 2015. Rated Area refers to either the state, multi-state MA, or institution, as appropriate.

**Table 2. Geographic Distribution of Home Purchase Loans**

| Geographic Distribution: HOME PURCHASE |                           |              | Geography: STATE OF NEW HAMPSHIRE |                  |                             |              | Evaluation Period: JANUARY 1, 2014 TO JUNE 30, 2015 |              |                          |              |                                |      |      |      |      |  |
|--|---------------------------|--------------|-----------------------------------|------------------|-----------------------------|--------------|---|--------------|--------------------------|--------------|--------------------------------|------|------|------|------|--|
| 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  |  |
| <b>Full Review:</b>                    |                           |              |                                   |                  |                             |              |   |              |                          |              |                                |      |      |      |      |  |
| Manchester-Nashua, NH MSA              | 110                       | 38.73        | 1.81                              | 1.82             | 14.24                       | 12.73        | 55.69   | 55.45        | 28.26                    | 30.00        | 1.13                           | 0.78 | 1.13 | 1.10 | 1.21 |  |
| <b>Limited Review:</b>                 |                           |              |                                   |                  |                             |              |   |              |                          |              |                                |      |      |      |      |  |
| New Hampshire Non-MSA                  | 174                       | 61.27        | 0.00                              | 0.00             | 13.59                       | 17.24        | 66.89   | 58.05        | 19.52                    | 24.71        | 2.03                           | 0.00 | 2.52 | 1.83 | 2.32 |  |

\* Based on 2014 Peer Mortgage Data -- US and PR

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

\*\*\* Percentage of Owner Occupied Units is the number of owner occupied units in a particular geography divided by the number of owner occupied housing units in the area based on 2010 Census information.

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

**Table 3. Geographic Distribution of Home Improvement Loans**

| Geographic Distribution: HOME IMPROVEMENT |                              |              | Geography: STATE OF NEW HAMPSHIRE |                  |                             | Evaluation Period: JANUARY 1, 2014 TO JUNE 30, 2015 |                           |              |                           |              |                                |      |       |      |      |
|---|------------------------------|--------------|-----------------------------------|------------------|-----------------------------|---|---------------------------|--------------|---------------------------|--------------|--------------------------------|------|-------|------|------|
| 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 Occupied Units***         | % BANK Loans**** | % Owner Occupied Units***   | % BANK Loans  | % Owner Occupied Units*** | % BANK Loans | % Owner Occupied Units*** | % BANK Loans | Overall                        | Low  | Mod   | Mid  | Upp  |
| <b>Full Review:</b>                       |                              |              |                                   |                  |                             |   |                           |              |                           |              |                                |      |       |      |      |
| Manchester-Nashua, NH MSA                 | 18                           | 30.51        | 1.81                              | 0.00             | 14.24                       | 22.22   | 55.69                     | 44.44        | 28.26                     | 33.33        | 1.05                           | 0.00 | 2.41  | 0.65 | 1.16 |
| <b>Limited Review:</b>                    |                              |              |                                   |                  |                             |   |                           |              |                           |              |                                |      |       |      |      |
| New Hampshire Non-MSA                     | 41                           | 69.49        | 0.00                              | 0.00             | 13.59                       | 34.15   | 66.89                     | 53.66        | 19.52                     | 12.20        | 4.13                           | 0.00 | 10.53 | 2.83 | 3.52 |

\* Based on 2014 Peer Mortgage Data -- US and PR

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

\*\*\* Percentage of Owner Occupied Units is the number of owner occupied units in a particular geography divided by the number of owner occupied housing units in the area based on 2010 Census information.

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

**Table 4. Geographic Distribution of Home Mortgage Refinance Loans**

| Geographic Distribution: HOME MORTGAGE REFINANCE |                                     |                        | Geography: STATE OF NEW HAMPSHIRE |                             |                      | Evaluation Period: JANUARY 1, 2014 TO JUNE 30, 2015 |                      |                          |                      |                                |         |      |      |      |      |
|--|-------------------------------------|------------------------|-----------------------------------|-----------------------------|----------------------|---|----------------------|--------------------------|----------------------|--------------------------------|---------|------|------|------|------|
| 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  |
| <b>Full Review:</b>                              |                                     |                        |                                   |                             |                      |   |                      |                          |                      |                                |         |      |      |      |      |
| Manchester-Nashua, NH MSA                        | 214                                 | 44.31                  | 1.81                              | 1.87                        | 14.24                | 10.75   | 55.69                | 52.80                    | 28.26                | 34.58                          | 3.54    | 3.03 | 3.06 | 3.49 | 3.90 |
| <b>Limited Review:</b>                           |                                     |                        |                                   |                             |                      |   |                      |                          |                      |                                |         |      |      |      |      |
| New Hampshire Non-MSA                            | 269                                 | 55.69                  | 0.00                              | 0.00                        | 13.59                | 18.96   | 66.89                | 59.48                    | 19.52                | 21.56                          | 4.95    | 0.00 | 7.43 | 4.56 | 4.74 |

\* Based on 2014 Peer Mortgage Data -- US and PR

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

\*\*\* Percentage of Owner Occupied Units is the number of owner occupied units in a particular geography divided by the number of owner occupied housing units in the area based on 2010 Census information.

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

**Table 5. Geographic Distribution of Multifamily Loans**

| Geographic Distribution: MULTIFAMILY |                         |                        | Geography: NEW HAMPSHIRE    |                  |                           | Evaluation Period: JANUARY 1, 2014 TO JUNE 30, 2015 |                          |              |                                |      |      |      |      |      |      |
|--------------------------------------|-------------------------|------------------------|-----------------------------|------------------|---------------------------|---|--------------------------|--------------|--------------------------------|------|------|------|------|------|------|
| 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 | Overall                        | Low  | Mod  | Mid  | Upp  |      |      |
| <b>Full Review:</b>                  |                         |                        |                             |                  |                           |   |                          |              |                                |      |      |      |      |      |      |
| Manchester MSA                       | 1                       | 100.00                 | 17.00                       | 0.00             | 29.86                     | 100.00  | 46.05                    | 0.00         | 7.09                           | 0.00 | 1.52 | 0.00 | 2.94 | 0.00 | 0.00 |
| <b>Limited Review:</b>               |                         |                        |                             |                  |                           |   |                          |              |                                |      |      |      |      |      |      |
| Non MSA NH                           | 0                       | 0.00                   | 0.00                        | 0.00             | 25.29                     | 0.00  | 64.29                    | 0.00         | 10.43                          | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 |

\* Based on 2014 Peer Mortgage Data -- US and PR

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

\*\*\* Percentage of Multi Family Units is the number of 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 NEW HAMPSHIRE |              |                             |              | Evaluation Period: JANUARY 1, 2014 TO JUNE 30, 2015 |              |                          |              |                                |      |      |      |      |  |
|--|----------------------------|--------------|-----------------------------------|--------------|-----------------------------|--------------|---|--------------|--------------------------|--------------|--------------------------------|------|------|------|------|--|
| 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  |  |
| <b>Full Review:</b>                                |                            |              |                                   |              |                             |              |   |              |                          |              |                                |      |      |      |      |  |
| Manchester-Nashua, NH MSA                          | 411                        | 53.31        | 11.57                             | 15.09        | 14.24                       | 15.57        | 49.32   | 44.53        | 24.53                    | 24.82        | 4.13                           | 5.81 | 4.90 | 3.74 | 4.02 |  |
| <b>Limited Review:</b>                             |                            |              |                                   |              |                             |              |   |              |                          |              |                                |      |      |      |      |  |
| New Hampshire Non-MSA                              | 360                        | 46.69        | 0.00                              | 0.00         | 14.20                       | 18.33        | 66.70   | 63.33        | 19.10                    | 18.33        | 2.78                           | 0.00 | 3.33 | 2.93 | 2.70 |  |

\* Based on 2014 Peer Small Business Data -- US and PR

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

\*\*\* Source Data - Dun and Bradstreet (2014).

**Table 8. Borrower Distribution of Home Purchase Loans**

| Borrower Distribution: HOME PURCHASE |                           |              | Geography: STATE OF NEW HAMPSHIRE |                  |                           | Evaluation Period: JANUARY 1, 2014 TO JUNE 30, 2015 |                         |                  |                        |                  |               |      |      |      |      |  |  |  |
|--------------------------------------|---------------------------|--------------|-----------------------------------|------------------|---------------------------|---|-------------------------|------------------|------------------------|------------------|---------------|------|------|------|------|--|--|--|
| 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**** | % Families37              | % BANK Loans****                                    | % Families***           | % BANK Loans**** | % Families***          | % BANK Loans**** | Overall       | Low  | Mod  | Mid  | Upp  |  |  |  |
| <b>Full Review:</b>                  |                           |              |                                   |                  |                           |   |                         |                  |                        |                  |               |      |      |      |      |  |  |  |
| Manchester-Nashua, NH MSA            | 110                       | 38.73        | 18.88                             | 10.91            | 18.83                     | 20.91   | 23.63                   | 25.45            | 38.65                  | 42.73            | 1.37          | 1.35 | 0.90 | 0.93 | 2.18 |  |  |  |
| <b>Limited Review:</b>               |                           |              |                                   |                  |                           |   |                         |                  |                        |                  |               |      |      |      |      |  |  |  |
| New Hampshire Non-MSA                | 174                       | 61.27        | 18.22                             | 4.02             | 18.97                     | 20.11   | 23.36                   | 24.14            | 39.45                  | 51.72            | 2.44          | 1.56 | 2.67 | 1.98 | 2.69 |  |  |  |

\* Based on 2014 Peer Mortgage Data -- US and PR

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

\*\*\* Percentage of Families is based on the 2010 Census information.

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

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

**Table 9. Borrower Distribution of Home Improvement Loans**

| Borrower Distribution: HOME IMPROVEMENT |                              |              | Geography: STATE OF NEW HAMPSHIRE |                  |                           | Evaluation Period: JANUARY 1, 2014 TO JUNE 30, 2015 |                         |                  |                        |                  |               |       |      |      |      | Market Share* |  |  |
|---|------------------------------|--------------|-----------------------------------|------------------|---------------------------|---|-------------------------|------------------|------------------------|------------------|---------------|-------|------|------|------|---------------|--|--|
| 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**** | % Families38              | % BANK Loans****                                    | % Families***           | % BANK Loans**** | % Families***          | % BANK Loans**** | Overall       | Low   | Mod  | Mid  | Upp  |               |  |  |
| <b>Full Review:</b>                     |                              |              |                                   |                  |                           |   |                         |                  |                        |                  |               |       |      |      |      |               |  |  |
| Manchester-Nashua,<br>NH MSA            | 18                           | 30.51        | 18.88                             | 25.00            | 18.83                     | 12.50   | 23.63                   | 37.50            | 38.65                  | 25.00            | 1.10          | 2.44  | 0.00 | 1.79 | 0.88 |               |  |  |
| <b>Limited Review:</b>                  |                              |              |                                   |                  |                           |   |                         |                  |                        |                  |               |       |      |      |      |               |  |  |
| New Hampshire<br>Non-MSA                | 41                           | 69.49        | 18.22                             | 33.33            | 18.97                     | 41.03   | 23.36                   | 20.51            | 39.45                  | 5.13             | 4.29          | 14.47 | 8.40 | 3.40 | 0.65 |               |  |  |

\* Based on 2014 Peer Mortgage Data -- US and PR

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

\*\*\* Percentage of Families is based on the 2010 Census information.

\*\*\*\* As a percentage of loans with borrower income information available. No information was available for 20.3% of loans originated and purchased by bank.

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

**Table 10. Borrower Distribution of Home Mortgage Refinance Loans**

| Borrower Distribution: HOME MORTGAGE REFINANCE |                                     |              | Geography: STATE OF NEW HAMPSHIRE |                  |                           | Evaluation Period: JANUARY 1, 2014 TO JUNE 30, 2015 |                         |                  |                        |                  |               |      |      |      | Market Share* |  |  |  |  |
|--|-------------------------------------|--------------|-----------------------------------|------------------|---------------------------|---|-------------------------|------------------|------------------------|------------------|---------------|------|------|------|---------------|--|--|--|--|
| 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**** | % Families39              | % BANK Loans****                                    | % Families***           | % BANK Loans**** | % Families***          | % BANK Loans**** | Overall       | Low  | Mod  | Mid  | Upp           |  |  |  |  |
| <b>Full Review:</b>                            |                                     |              |                                   |                  |                           |   |                         |                  |                        |                  |               |      |      |      |               |  |  |  |  |
| Manchester-Nashua, NH MSA                      | 214                                 | 44.31        | 18.88                             | 9.81             | 18.83                     | 25.23   | 23.63                   | 23.36            | 38.65                  | 41.59            | 4.21          | 3.78 | 5.62 | 3.70 | 3.89          |  |  |  |  |
| <b>Limited Review:</b>                         |                                     |              |                                   |                  |                           |   |                         |                  |                        |                  |               |      |      |      |               |  |  |  |  |
| New Hampshire Non-MSA                          | 269                                 | 55.69        | 18.22                             | 8.92             | 18.97                     | 23.79   | 23.36                   | 25.65            | 39.45                  | 41.64            | 5.89          | 7.48 | 7.99 | 5.56 | 4.93          |  |  |  |  |

\* Based on 2014 Peer Mortgage Data -- US and PR

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

\*\*\* Percentage of Families is based on the 2010 Census information.

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

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

**Table 11. Borrower Distribution of Small Loans to Businesses**

| Borrower Distribution: SMALL LOANS TO BUSINESSES |       |                           | Geography: STATE OF NEW HAMPSHIRE               |                  |  | Evaluation Period: JANUARY 1, 2014 TO JUNE 30, 2015 |                           |               |                         |  |
|--|-------|---------------------------|---|------------------|--|---|---------------------------|---------------|-------------------------|--|
| 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 |  |
| <b>Full Review:</b>                              |       |                           |   |                  |  |   |                           |               |                         |  |
| Manchester-Nashua, NH MSA                        | 414   | 53.49                     | 73.84   | 67.39            | 84.06  | 8.21  | 7.73                      | 4.13          | 6.56                    |  |
| <b>Limited Review:</b>                           |       |                           |   |                  |  |   |                           |               |                         |  |
| New Hampshire Non-MSA                            | 360   | 46.51                     | 73.29   | 72.22            | 91.11  | 4.44  | 4.44                      | 2.78          | 4.96                    |  |

\* Based on 2014 Peer Small Business Data -- US and PR

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

\*\*\* Businesses with revenues of \$1 million or less as a percentage of all businesses (Source D&amp;B - 2014).

\*\*\*\* Small loans to businesses with revenues of \$1 million or less as a percentage of all loans reported as small loans to businesses. No information was available for 5.43% of small loans to businesses originated and purchased by the bank.

**Table 14. Qualified Investments**

| QUALIFIED INVESTMENTS     |                           | Geography: STATE OF NEW HAMPSHIRE |                            | Evaluation Period: JANUARY 1, 2012 TO JUNE 30, 2015 |                   |           |            |                        |           |
|---------------------------|---------------------------|-----------------------------------|----------------------------|---|-------------------|-----------|------------|------------------------|-----------|
| Assessment Area:          | Prior Period Investments* |                                   | Current Period Investments |   | Total Investments |           |            | Unfunded Commitments** |           |
|                           | #                         | \$(000's)                         | #                          | \$(000's)   | #                 | \$(000's) | % of Total | #                      | \$(000's) |
| <b>Full Review:</b>       |                           |                                   |                            |   |                   |           |            |                        |           |
| Manchester-Nashua, NH MSA | 3                         | 14,971                            | 109                        | 25,833  | 112               | 40,804    | 79.29      | 0                      | 0         |
| <b>Limited Review:</b>    |                           |                                   |                            |   |                   |           |            |                        |           |
| New Hampshire Non-MSA     | 0                         | 0                                 | 34                         | 10,659  | 34                | 10,659    | 20.71      | 2                      | 7,247     |
| New Hampshire Statewide   | 8                         | 8,335                             |                            |   |                   |           |            |                        |           |

\* '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<br>TO JUNE 30, 2015 |                                |                    |                                | Geography: STATE OF NEW HAMPSHIRE                 |       |                          |       |                      |                      |   |     | Evaluation Period: JANUARY 1, 2012 |     |                                       |       |       |       |
|---|--------------------------------|--------------------|--------------------------------|---|-------|--------------------------|-------|----------------------|----------------------|---|-----|------------------------------------|-----|---------------------------------------|-------|-------|-------|
| MA/Assessment Area:   | Deposits                       | Branches           |                                |   |       | Branch Openings/Closings |       |                      |                      |   |     | Population                         |     |                                       |       |       |       |
|   | % of Rated Area Deposits in AA | # of BANK Branches | % of Rated Area Branches in AA | Location of Branches by Income of Geographies (%) |       |                          |       | # of Branch Openings | # of Branch Closings | Net change in Location of Branches (+ or -) |     |                                    |     | % of Population within Each Geography |       |       |       |
|   | Low                            | Mod                | Mid                            | Upp   | Low   | Mod                      | Mid   |                      |                      | Low   | Mod | Mid                                | Upp | Low                                   | Mod   | Mid   | Upp   |
| <b>Full Review:</b>   |                                |                    |                                |   |       |                          |       |                      |                      |   |     |                                    |     |                                       |       |       |       |
| Manchester-Nashua,<br>NH MSA  | 73.72                          | 21                 | 45.65                          | 19.05   | 9.52  | 52.38                    | 19.05 | 0                    | 0                    | 0   | 0   | -4                                 | -2  | 6.59                                  | 18.76 | 51.11 | 23.55 |
| <b>Limited Review:</b>  |                                |                    |                                |   |       |                          |       |                      |                      |   |     |                                    |     |                                       |       |       |       |
| New Hampshire<br>Non-MSA  | 26.28                          | 25                 | 54.35                          | 0.00  | 28.00 | 60.00                    | 12.00 | 0                    | 0                    | 0   | 0   | -1                                 | -1  | 0.00                                  | 14.62 | 66.63 | 18.75 |

**Table 1. Lending Volume**

| LENDING VOLUME                              |                                     | Geography: STATE OF NEW YORK |            |                           |            | Evaluation Period: JANUARY 1, 2014 TO JUNE 30, 2015 |            |                               |            |                      |            |                                      |
|---|-------------------------------------|------------------------------|------------|---------------------------|------------|---|------------|-------------------------------|------------|----------------------|------------|--------------------------------------|
| Assessment Area (2015):                     | % of Rated Area Loans (#) in MA/AA* | Home Mortgage                |            | Small Loans to Businesses |            | Small Loans to Farms                                |            | Community Development Loans** |            | Total Reported Loans |            | % of Rated Area Deposits in MA/AA*** |
|   |                                     | #                            | \$ (000's) | #                         | \$ (000's) | #   | \$ (000's) | #                             | \$ (000's) | #                    | \$ (000's) |                                      |
| <b>Full Review:</b>                         |                                     |                              |            |                           |            |   |            |                               |            |                      |            |                                      |
| Buffalo-Cheektowaga-Niagara Falls, NY MSA   | 34.08                               | 953                          | 91,142     | 506                       | 23,845     | 0   | 0          | 5                             | 128,067    | 1,463                | 243,054    | 20.09                                |
| <b>Limited Review:</b>                      |                                     |                              |            |                           |            |   |            |                               |            |                      |            |                                      |
| Albany-Schenectady-Troy, NY MSA             | 13.80                               | 267                          | 44,709     | 322                       | 20,844     | 0   | 0          | 4                             | 21,402     | 592                  | 86,955     | 31.34                                |
| Binghamton, NY MSA                          | 2.26                                | 43                           | 2,080      | 54                        | 2,051      | 0   | 0          | 0                             | 0          | 97                   | 4,131      | 2.74                                 |
| Duchess County MSA                          | 2.19                                | 35                           | 6,699      | 59                        | 3,182      | 0   | 0          | 0                             | 0          | 94                   | 9,881      | 9.59                                 |
| Glens Falls, NY MSA                         | 1.70                                | 34                           | 5,799      | 39                        | 2,904      | 0   | 0          | 0                             | 0          | 73                   | 8,703      | 1.35                                 |
| Ithaca, NY MSA                              | 0.40                                | 4                            | 269        | 13                        | 397        | 0   | 0          | 0                             | 0          | 17                   | 666        | 0.26                                 |
| Kingston, NY MSA                            | 1.79                                | 30                           | 5,486      | 47                        | 1,167      | 0   | 0          | 0                             | 0          | 77                   | 6,653      | 1.90                                 |
| New York-Jersey City-White Plains, NY-NJ MD | 7.19                                | 168                          | 83,493     | 141                       | 12,330     | 0   | 0          | 0                             | 0          | 309                  | 95,823     | 5.67                                 |
| New York Non-MSA                            | 4.28                                | 80                           | 7,243      | 103                       | 4,471      | 0   | 0          | 1                             | 10,285     | 184                  | 21,999     | 3.21                                 |
| Rochester, NY MSA                           | 22.00                               | 528                          | 40,539     | 416                       | 24,917     | 0   | 0          | 1                             | 6,618      | 945                  | 72,074     | 18.56                                |
| Syracuse, NY MSA                            | 7.91                                | 153                          | 12,359     | 185                       | 9,295      | 0   | 0          | 2                             | 3,000      | 340                  | 24,654     | 3.24                                 |
| Utica-Rome, NY MSA                          | 2.40                                | 44                           | 2,215      | 58                        | 3,231      | 0   | 0          | 1                             | 30,216     | 103                  | 35,662     | 2.05                                 |

\* Loan Data as of June 30, 2015. Rated area refers to either state or multi-state MA rating area.

\*\* The evaluation period for Community Development Loans is from January 01, 2012 to June 30, 2015.

\*\*\* Deposit Data as of June 15, 2015. Rated Area refers to either the state, multi-state MA, or institution, as appropriate.

**Table 2. Geographic Distribution of Home Purchase Loans**

| Geographic Distribution: HOME PURCHASE      |                           |              | Geography: STATE OF NEW YORK |                  |                             |              | Evaluation Period: JANUARY 1, 2014 TO JUNE 30, 2015 |              |                          |              |                                |      |      |      |      |
|---|---------------------------|--------------|------------------------------|------------------|-----------------------------|--------------|---|--------------|--------------------------|--------------|--------------------------------|------|------|------|------|
| 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  |
| <b>Full Review:</b>                         |                           |              |                              |                  |                             |              |   |              |                          |              |                                |      |      |      |      |
| Buffalo-Cheektowaga-Niagara Falls, NY MSA   | 394                       | 37.35        | 5.03                         | 1.52             | 14.25                       | 9.64         | 43.06   | 37.82        | 37.67                    | 51.02        | 2.07                           | 1.08 | 1.60 | 1.83 | 2.52 |
| <b>Limited Review:</b>                      |                           |              |                              |                  |                             |              |   |              |                          |              |                                |      |      |      |      |
| Albany-Schenectady-Troy, NY MSA             | 164                       | 15.55        | 4.57                         | 4.88             | 10.24                       | 6.71         | 56.15   | 53.05        | 29.03                    | 35.37        | 1.17                           | 2.02 | 0.82 | 1.07 | 1.38 |
| Binghamton, NY MSA                          | 9                         | 0.85         | 2.94                         | 11.11            | 13.10                       | 22.22        | 51.45   | 33.33        | 32.51                    | 33.33        | 0.30                           | 2.08 | 0.56 | 0.23 | 0.18 |
| Duchess County-Putnam County, NY MD         | 23                        | 2.18         | 2.24                         | 4.35             | 13.88                       | 30.43        | 64.81   | 47.83        | 19.08                    | 17.39        | 0.77                           | 2.22 | 1.47 | 0.63 | 0.63 |
| Glens Falls, NY MSA                         | 23                        | 2.18         | 0.00                         | 0.00             | 3.27                        | 0.00         | 69.93   | 56.52        | 26.79                    | 43.48        | 1.82                           | 0.00 | 0.00 | 1.58 | 2.64 |
| Ithaca, NY MSA                              | 1                         | 0.09         | 0.25                         | 0.00             | 15.72                       | 0.00         | 62.41   | 100.00       | 21.62                    | 0.00         | 0.12                           | 0.00 | 0.00 | 0.18 | 0.00 |
| Kingston, NY MSA                            | 13                        | 1.23         | 0.00                         | 0.00             | 10.41                       | 7.69         | 74.43   | 69.23        | 15.16                    | 23.08        | 0.76                           | 0.00 | 0.78 | 0.72 | 0.96 |
| New York-Jersey City-White Plains, NY-NJ MD | 125                       | 11.85        | 0.71                         | 0.00             | 4.80                        | 0.80         | 19.32   | 16.80        | 75.17                    | 82.40        | 0.69                           | 0.00 | 0.19 | 0.54 | 0.77 |
| New York Non-MSA                            | 25                        | 2.37         | 0.71                         | 0.00             | 10.60                       | 12.00        | 74.22   | 72.00        | 14.46                    | 16.00        | 0.61                           | 0.00 | 0.97 | 0.58 | 0.59 |
| Rochester, NY MSA                           | 208                       | 19.72        | 3.30                         | 5.77             | 10.57                       | 21.63        | 54.86   | 47.60        | 31.28                    | 25.00        | 1.01                           | 3.24 | 2.38 | 0.86 | 0.73 |
| Syracuse, NY MSA                            | 64                        | 6.07         | 3.74                         | 1.56             | 12.11                       | 14.06        | 42.85   | 34.38        | 41.30                    | 50.00        | 0.66                           | 0.55 | 0.95 | 0.52 | 0.73 |
| Utica-Rome, NY MSA                          | 6                         | 0.57         | 2.90                         | 0.00             | 8.83                        | 0.00         | 60.03   | 83.33        | 28.24                    | 16.67        | 0.19                           | 0.00 | 0.00 | 0.27 | 0.12 |

\* Based on 2014 Peer Mortgage Data -- US and PR

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

\*\*\* Percentage of Owner Occupied Units is the number of owner occupied units in a particular geography divided by the number of owner occupied housing units in the area based on 2010 Census information.

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

**Table 3. Geographic Distribution of Home Improvement Loans**

| Geographic Distribution: HOME IMPROVEMENT   |                              |              | Geography: STATE OF NEW YORK |                  |                             | Evaluation Period: JANUARY 1, 2014 TO JUNE 30, 2015 |                           |              |                          |              |                                |       |       |      |      |
|---|------------------------------|--------------|------------------------------|------------------|-----------------------------|---|---------------------------|--------------|--------------------------|--------------|--------------------------------|-------|-------|------|------|
| 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  |
| <b>Full Review:</b>                         |                              |              |                              |                  |                             |   |                           |              |                          |              |                                |       |       |      |      |
| Buffalo-Cheektowaga-Niagara Falls, NY MSA   | 315                          | 47.87        | 5.03                         | 20.32            | 14.25                       | 35.87   | 43.06                     | 34.92        | 37.67                    | 8.89         | 11.97                          | 34.65 | 27.45 | 9.53 | 3.48 |
| <b>Limited Review:</b>                      |                              |              |                              |                  |                             |   |                           |              |                          |              |                                |       |       |      |      |
| Albany-Schenectady-Troy, NY MSA             | 23                           | 3.50         | 4.57                         | 8.70             | 10.24                       | 17.39   | 56.15                     | 52.17        | 29.03                    | 21.74        | 1.02                           | 3.03  | 0.00  | 1.20 | 0.74 |
| Binghamton, NY MSA                          | 23                           | 3.50         | 2.94                         | 8.70             | 13.10                       | 30.43   | 51.45                     | 43.48        | 32.51                    | 17.39        | 3.76                           | 16.67 | 10.34 | 2.68 | 2.19 |
| Duchess County-Putnam County, NY MD         | 1                            | 0.15         | 2.24                         | 0.00             | 13.88                       | 0.00  | 64.81                     | 100.00       | 19.08                    | 0.00         | 0.00                           | 0.00  | 0.00  | 0.00 | 0.00 |
| Glens Falls, NY MSA                         | 3                            | 0.46         | 0.00                         | 0.00             | 3.27                        | 33.33   | 69.93                     | 66.67        | 26.79                    | 0.00         | 1.88                           | 0.00  | 25.00 | 1.68 | 0.00 |
| Ithaca, NY MSA                              | 2                            | 0.30         | 0.25                         | 0.00             | 15.72                       | 100.00  | 62.41                     | 0.00         | 21.62                    | 0.00         | 0.64                           | 0.00  | 3.70  | 0.00 | 0.00 |
| Kingston, NY MSA                            | 5                            | 0.76         | 0.00                         | 0.00             | 10.41                       | 20.00   | 74.43                     | 80.00        | 15.16                    | 0.00         | 2.06                           | 0.00  | 2.94  | 2.19 | 0.00 |
| New York-Jersey City-White Plains, NY-NJ MD | 11                           | 1.67         | 0.71                         | 0.00             | 4.80                        | 18.18   | 19.32                     | 45.45        | 75.17                    | 36.36        | 1.38                           | 0.00  | 2.94  | 3.23 | 0.81 |
| New York Non-MSA                            | 32                           | 4.86         | 0.71                         | 0.00             | 10.60                       | 3.13  | 74.22                     | 93.75        | 14.46                    | 3.13         | 2.25                           | 0.00  | 0.78  | 2.69 | 0.98 |
| Rochester, NY MSA                           | 160                          | 24.32        | 3.30                         | 15.00            | 10.57                       | 35.63   | 54.86                     | 42.50        | 31.28                    | 6.88         | 3.57                           | 17.20 | 9.67  | 2.64 | 1.17 |
| Syracuse, NY MSA                            | 54                           | 8.21         | 3.74                         | 3.70             | 12.11                       | 31.48   | 42.85                     | 46.30        | 41.30                    | 18.52        | 2.40                           | 3.77  | 5.14  | 2.29 | 1.47 |
| Utica-Rome, NY MSA                          | 29                           | 4.41         | 2.90                         | 31.03            | 8.83                        | 13.79   | 60.03                     | 44.83        | 28.24                    | 10.34        | 1.95                           | 22.22 | 1.56  | 1.50 | 1.11 |

\* Based on 2014 Peer Mortgage Data -- US and PR

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

\*\*\* Percentage of Owner Occupied Units is the number of owner occupied units in a particular geography divided by the number of owner occupied housing units in the area based on 2010 Census information.

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

**Table 4. Geographic Distribution of Home Mortgage Refinance Loans**

| Geographic Distribution: HOME MORTGAGE REFINANCE |                                     |                        | Geography: STATE OF NEW YORK |                             |                      | Evaluation Period: JANUARY 1, 2014 TO JUNE 30, 2015 |                      |                          |                      |                                |         |      |      |      |      |
|--|-------------------------------------|------------------------|------------------------------|-----------------------------|----------------------|---|----------------------|--------------------------|----------------------|--------------------------------|---------|------|------|------|------|
| 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  |
| <b>Full Review:</b>                              |                                     |                        |                              |                             |                      |   |                      |                          |                      |                                |         |      |      |      |      |
| Buffalo-Cheektowaga-Niagara Falls, NY MSA        | 244                                 | 38.98                  | 5.03                         | 1.23                        | 14.25                | 9.43  | 43.06                | 41.80                    | 37.67                | 47.54                          | 3.03    | 3.30 | 2.66 | 2.89 | 3.26 |
| <b>Limited Review:</b>                           |                                     |                        |                              |                             |                      |   |                      |                          |                      |                                |         |      |      |      |      |
| Albany-Schenectady-Troy, NY MSA                  | 80                                  | 12.78                  | 4.57                         | 0.00                        | 10.24                | 8.75  | 56.15                | 53.75                    | 29.03                | 37.50                          | 0.92    | 0.00 | 0.86 | 0.87 | 1.14 |
| Binghamton, NY MSA                               | 11                                  | 1.76                   | 2.94                         | 0.00                        | 13.10                | 27.27   | 51.45                | 45.45                    | 32.51                | 27.27                          | 1.22    | 0.00 | 3.16 | 0.94 | 1.06 |
| Duchess County-Putnam County, NY MD              | 11                                  | 1.76                   | 2.24                         | 0.00                        | 13.88                | 27.27   | 64.81                | 54.55                    | 19.08                | 18.18                          | 0.37    | 0.00 | 0.53 | 0.34 | 0.37 |
| Glens Falls, NY MSA                              | 8                                   | 1.28                   | 0.00                         | 0.00                        | 3.27                 | 0.00  | 69.93                | 37.50                    | 26.79                | 62.50                          | 1.14    | 0.00 | 0.00 | 0.68 | 2.50 |
| Ithaca, NY MSA                                   | 1                                   | 0.16                   | 0.25                         | 0.00                        | 15.72                | 0.00  | 62.41                | 100.00                   | 21.62                | 0.00                           | 0.31    | 0.00 | 0.00 | 0.49 | 0.00 |
| Kingston, NY MSA                                 | 12                                  | 1.92                   | 0.00                         | 0.00                        | 10.41                | 0.00  | 74.43                | 83.33                    | 15.16                | 16.67                          | 1.02    | 0.00 | 0.00 | 1.35 | 0.00 |
| New York-Jersey City-White Plains, NY-NJ MD      | 32                                  | 5.11                   | 0.71                         | 0.00                        | 4.80                 | 6.25  | 19.32                | 12.50                    | 75.17                | 81.25                          | 0.39    | 0.00 | 0.80 | 0.22 | 0.40 |
| New York Non-MSA                                 | 23                                  | 3.67                   | 0.71                         | 0.00                        | 10.60                | 4.35  | 74.22                | 78.26                    | 14.46                | 17.39                          | 1.05    | 0.00 | 0.81 | 0.97 | 1.65 |
| Rochester, NY MSA                                | 160                                 | 25.56                  | 3.30                         | 1.25                        | 10.57                | 11.88   | 54.86                | 49.38                    | 31.28                | 37.50                          | 1.88    | 0.00 | 2.56 | 1.76 | 2.02 |
| Syracuse, NY MSA                                 | 35                                  | 5.59                   | 3.74                         | 2.86                        | 12.11                | 8.57  | 42.85                | 25.71                    | 41.30                | 62.86                          | 0.93    | 1.64 | 1.00 | 0.65 | 1.15 |
| Utica-Rome, NY MSA                               | 9                                   | 1.44                   | 2.90                         | 0.00                        | 8.83                 | 11.11   | 60.03                | 66.67                    | 28.24                | 22.22                          | 0.46    | 0.00 | 0.79 | 0.49 | 0.36 |

**Table 6. Geographic Distribution of Small Loans to Businesses**

\* Based on 2014 Peer Mortgage Data -- US and PR

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

\*\*\* Percentage of Owner Occupied Units is the number of owner occupied units in a particular geography divided by the number of owner occupied housing units in the area based on 2010 Census information.

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

| Geographic Distribution: SMALL LOANS TO BUSINESSES |                            |              |                        | Geography: STATE OF NEW YORK |                             |              |                           | Evaluation Period: JANUARY 1, 2014 TO JUNE 30, 2015 |                          |              |                                |      |      |      |      |  |  |
|--|----------------------------|--------------|------------------------|------------------------------|-----------------------------|--------------|---------------------------|---|--------------------------|--------------|--------------------------------|------|------|------|------|--|--|
| 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  |  |  |
| <b>Full Review:</b>                                |                            |              |                        |                              |                             |              |                           |   |                          |              |                                |      |      |      |      |  |  |
| Buffalo-Cheektowaga-Niagara Falls, NY MSA          | 506                        | 26.07        | 8.01                   | 3.95                         | 14.74                       | 11.86        | 40.93                     | 37.35   | 35.91                    | 46.84        | 2.17                           | 1.31 | 2.16 | 2.01 | 2.53 |  |  |
| <b>Limited Review:</b>                             |                            |              |                        |                              |                             |              |                           |   |                          |              |                                |      |      |      |      |  |  |
| Albany-Schenectady-Troy, NY MSA                    | 322                        | 16.59        | 7.70                   | 10.56                        | 15.34                       | 16.77        | 49.97                     | 43.17   | 26.99                    | 29.50        | 1.76                           | 3.36 | 2.58 | 1.38 | 1.80 |  |  |
| Binghamton, NY MSA                                 | 54                         | 2.78         | 10.38                  | 5.56                         | 17.67                       | 14.81        | 43.34                     | 59.26   | 28.62                    | 20.37        | 1.69                           | 0.41 | 0.75 | 2.85 | 1.21 |  |  |
| Duchess County-Putnam County, NY MD                | 59                         | 3.04         | 7.56                   | 5.08                         | 18.37                       | 18.64        | 58.87                     | 69.49   | 15.19                    | 6.78         | 0.74                           | 0.36 | 0.78 | 0.85 | 0.55 |  |  |
| Glens Falls, NY MSA                                | 39                         | 2.01         | 0.00                   | 0.00                         | 10.16                       | 15.38        | 68.38                     | 69.23   | 21.46                    | 15.38        | 1.70                           | 0.00 | 1.61 | 1.88 | 1.59 |  |  |
| Ithaca, NY MSA                                     | 13                         | 0.67         | 0.25                   | 0.00                         | 24.47                       | 7.69         | 47.43                     | 61.54   | 27.57                    | 30.77        | 0.31                           | 0.00 | 0.00 | 0.53 | 0.23 |  |  |
| Kingston, NY MSA                                   | 47                         | 2.42         | 0.00                   | 0.00                         | 13.06                       | 8.51         | 70.02                     | 65.96   | 16.91                    | 25.53        | 0.89                           | 0.00 | 0.35 | 0.96 | 1.13 |  |  |
| New York-Jersey City-White Plains, NY-NJ MD        | 141                        | 7.26         | 2.25                   | 2.13                         | 11.69                       | 14.89        | 19.80                     | 26.24   | 66.22                    | 56.74        | 0.25                           | 0.06 | 0.50 | 0.31 | 0.22 |  |  |
| New York Non-MSA                                   | 103                        | 5.31         | 2.84                   | 5.83                         | 14.38                       | 6.80         | 68.90                     | 71.84   | 13.86                    | 15.53        | 1.22                           | 3.33 | 0.37 | 1.46 | 0.88 |  |  |
| Rochester, NY MSA                                  | 416                        | 21.43        | 9.85                   | 6.01                         | 10.80                       | 6.97         | 48.74                     | 52.16   | 30.40                    | 34.86        | 1.68                           | 1.43 | 1.15 | 1.81 | 1.77 |  |  |
| Syracuse, NY MSA                                   | 185                        | 9.53         | 15.15                  | 9.73                         | 12.21                       | 10.81        | 39.13                     | 42.16   | 33.48                    | 37.30        | 1.17                           | 0.32 | 1.56 | 1.20 | 1.40 |  |  |
| Utica-Rome, NY MSA                                 | 56                         | 2.89         | 4.53                   | 12.50                        | 13.47                       | 12.50        | 55.14                     | 42.86   | 25.47                    | 32.14        | 0.78                           | 1.34 | 0.63 | 0.63 | 1.05 |  |  |

**Table 8. Borrower Distribution of Home Purchase Loans**

| Borrower Distribution: HOME PURCHASE |                           |                      | Geography: STATE OF NEW YORK |                         |                        |               | Evaluation Period: JANUARY 1, 2014 TO JUNE 30, 2015 |  |  |  |  |
|--------------------------------------|---------------------------|----------------------|------------------------------|-------------------------|------------------------|---------------|---|--|--|--|--|
|                                      | Total Home Purchase Loans | Low-Income Borrowers | Moderate-Income Borrowers    | Middle-Income Borrowers | Upper-Income Borrowers | Market Share* |   |  |  |  |  |
|                                      |                           |                      |                              |                         |                        |               |   |  |  |  |  |

\* Based on 2014 Peer Small Business Data -- US and PR

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

\*\*\* Source Data - Dun and Bradstreet (2014).

\* Based on 2014 Peer Mortgage Data -- US and PR

| Assessment Area:                            | #   | % of Total** | % Families*** | % BANK Loans**** | % Families40 | % BANK Loans**** | % Families*** | % BANK Loans**** | % Families*** | % BANK Loans**** | Overall | Low  | Mod  | Mid  | Upp  |
|---|-----|--------------|---------------|------------------|--------------|------------------|---------------|------------------|---------------|------------------|---------|------|------|------|------|
| <b>Full Review:</b>                         |     |              |               |                  |              |                  |               |                  |               |                  |         |      |      |      |      |
| Buffalo-Cheektowaga-Niagara Falls, NY MSA   | 394 | 37.35        | 21.62         | 7.87             | 17.44        | 23.60            | 20.85         | 28.93            | 40.08         | 39.59            | 2.47    | 2.23 | 1.90 | 2.93 | 2.61 |
| <b>Limited Review:</b>                      |     |              |               |                  |              |                  |               |                  |               |                  |         |      |      |      |      |
| Albany-Schenectady-Troy, NY MSA             | 164 | 15.55        | 20.41         | 6.71             | 17.75        | 24.39            | 21.82         | 23.17            | 40.03         | 45.73            | 1.35    | 1.14 | 1.28 | 1.02 | 1.68 |
| Binghamton, NY MSA                          | 9   | 0.85         | 21.66         | 0.00             | 17.64        | 22.22            | 20.92         | 33.33            | 39.77         | 44.44            | 0.35    | 0.00 | 0.52 | 0.26 | 0.41 |
| Duchess County-Putnam County, NY MD         | 23  | 2.18         | 20.89         | 8.70             | 18.74        | 17.39            | 23.52         | 34.78            | 36.85         | 39.13            | 0.92    | 1.55 | 0.54 | 1.15 | 0.92 |
| Glens Falls, NY MSA                         | 23  | 2.18         | 17.09         | 8.70             | 18.03        | 21.74            | 21.72         | 26.09            | 43.16         | 43.48            | 2.10    | 3.85 | 2.31 | 1.67 | 2.11 |
| Ithaca, NY MSA                              | 1   | 0.09         | 19.40         | 0.00             | 18.94        | 0.00             | 20.42         | 0.00             | 41.25         | 100.00           | 0.12    | 0.00 | 0.00 | 0.00 | 0.30 |
| Kingston, NY MSA                            | 13  | 1.23         | 19.57         | 0.00             | 17.81        | 7.69             | 23.03         | 30.77            | 39.59         | 61.54            | 0.87    | 0.00 | 0.45 | 0.93 | 1.05 |
| New York-Jersey City-White Plains, NY-NJ MD | 125 | 11.85        | 15.17         | 0.00             | 12.16        | 6.40             | 15.66         | 9.60             | 57.01         | 84.00            | 0.80    | 0.00 | 0.72 | 0.60 | 0.87 |
| New York Non-MSA                            | 25  | 2.37         | 20.82         | 12.00            | 18.12        | 12.00            | 21.74         | 12.00            | 39.33         | 64.00            | 0.71    | 1.37 | 0.29 | 0.26 | 1.14 |
| Rochester, NY MSA                           | 208 | 19.72        | 20.25         | 21.63            | 17.18        | 37.02            | 21.97         | 21.15            | 40.60         | 20.19            | 1.23    | 2.60 | 1.60 | 1.10 | 0.67 |
| Syracuse, NY MSA                            | 64  | 6.07         | 20.84         | 7.81             | 16.38        | 32.81            | 20.88         | 34.38            | 41.90         | 25.00            | 0.78    | 0.86 | 1.01 | 0.83 | 0.55 |
| Utica-Rome, NY MSA                          | 6   | 0.57         | 21.06         | 0.00             | 17.28        | 50.00            | 21.41         | 16.67            | 40.26         | 33.33            | 0.22    | 0.00 | 0.48 | 0.16 | 0.12 |

\*\* 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.

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

**Table 9. Borrower Distribution of Home Improvement Loans**

| Borrower Distribution: HOME IMPROVEMENT     |                              |              | Geography: STATE OF NEW YORK |                  |                           |                  | Evaluation Period: JANUARY 1, 2014 TO JUNE 30, 2015 |                  |                        |                  |               |       |       |      |      |
|---|------------------------------|--------------|------------------------------|------------------|---------------------------|------------------|---|------------------|------------------------|------------------|---------------|-------|-------|------|------|
| 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**** | % Families41              | % BANK Loans**** | % Families***                                       | % BANK Loans**** | % Families***          | % BANK Loans**** | Overall       | Low   | Mod   | Mid  | Upp  |
| <b>Full Review:</b>                         |                              |              |                              |                  |                           |                  |   |                  |                        |                  |               |       |       |      |      |
| Buffalo-Cheektowaga-Niagara Falls, NY MSA   | 315                          | 47.87        | 21.62                        | 30.79            | 17.44                     | 51.99            | 20.85   | 12.58            | 40.08                  | 4.64             | 12.07         | 25.68 | 24.21 | 6.85 | 1.45 |
| <b>Limited Review:</b>                      |                              |              |                              |                  |                           |                  |   |                  |                        |                  |               |       |       |      |      |
| Albany-Schenectady-Troy, NY MSA             | 23                           | 3.50         | 20.41                        | 34.78            | 17.75                     | 60.87            | 21.82   | 4.35             | 40.03                  | 0.00             | 1.16          | 4.50  | 3.45  | 0.00 | 0.00 |
| Binghamton, NY MSA                          | 23                           | 3.50         | 21.66                        | 70.00            | 17.64                     | 25.00            | 20.92   | 5.00             | 39.77                  | 0.00             | 3.41          | 14.08 | 4.17  | 0.00 | 0.00 |
| Duchess County-Putnam County, NY MD         | 1                            | 0.15         | 20.89                        | 100.00           | 18.74                     | 0.00             | 23.52   | 0.00             | 36.85                  | 0.00             | 0.00          | 0.00  | 0.00  | 0.00 | 0.00 |
| Glens Falls, NY MSA                         | 3                            | 0.46         | 17.09                        | 33.33            | 18.03                     | 33.33            | 21.72   | 0.00             | 43.16                  | 33.33            | 1.91          | 6.67  | 3.45  | 0.00 | 1.39 |
| Ithaca, NY MSA                              | 2                            | 0.30         | 19.40                        | 100.00           | 18.94                     | 0.00             | 20.42   | 0.00             | 41.25                  | 0.00             | 0.66          | 3.77  | 0.00  | 0.00 | 0.00 |
| Kingston, NY MSA                            | 5                            | 0.76         | 19.57                        | 20.00            | 17.81                     | 80.00            | 23.03   | 0.00             | 39.59                  | 0.00             | 2.11          | 4.35  | 6.35  | 0.00 | 0.00 |
| New York-Jersey City-White Plains, NY-NJ MD | 11                           | 1.67         | 15.17                        | 36.36            | 12.16                     | 9.09             | 15.66   | 9.09             | 57.01                  | 45.45            | 1.48          | 9.68  | 2.33  | 1.14 | 0.90 |
| New York Non-MSA                            | 32                           | 4.86         | 20.82                        | 38.71            | 18.12                     | 54.84            | 21.74   | 3.23             | 39.33                  | 3.23             | 2.23          | 5.59  | 5.13  | 0.00 | 0.30 |
| Rochester, NY MSA                           | 160                          | 24.32        | 20.25                        | 33.97            | 17.18                     | 51.28            | 21.97   | 10.90            | 40.60                  | 3.85             | 3.59          | 9.54  | 7.20  | 1.47 | 0.55 |
| Syracuse, NY MSA                            | 54                           | 8.21         | 20.84                        | 33.96            | 16.38                     | 41.51            | 20.88   | 20.75            | 41.90                  | 3.77             | 2.42          | 7.18  | 4.43  | 1.15 | 0.36 |
| Utica-Rome, NY MSA                          | 29                           | 4.41         | 21.06                        | 32.00            | 17.28                     | 36.00            | 21.41   | 28.00            | 40.26                  | 4.00             | 1.59          | 3.54  | 2.43  | 2.20 | 0.24 |

**Table 10. Borrower Distribution of Home Mortgage Refinance Loans**

| Borrower Distribution: HOME MORTGAGE REFINANCE |  |  | Geography: STATE OF NEW YORK |  |  |  | Evaluation Period: JANUARY 1, 2014 TO JUNE 30, 2015 |  |  |  |  |
|--|--|--|------------------------------|--|--|--|---|--|--|--|--|
|--|--|--|------------------------------|--|--|--|---|--|--|--|--|

\* Based on 2014 Peer Mortgage Data -- US and PR

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

\*\*\* Percentage of Families is based on the 2010 Census information.

\*\*\*\* As a percentage of loans with borrower income information available. No information was available for 4.0% of loans originated and purchased by bank.

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

| 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**** | % Families42              | % BANK Loans**** | % Families***           | % BANK Loans**** | % Families***          | % BANK Loans**** | Overall       | Low  | Mod  | Mid  | Upp  |
| <b>Full Review:</b>                         |                                     |              |                      |                  |                           |                  |                         |                  |                        |                  |               |      |      |      |      |
| Buffalo-Cheektowaga-Niagara Falls, NY MSA   | 244                                 | 38.98        | 21.62                | 7.79             | 17.44                     | 22.13            | 20.85                   | 29.10            | 40.08                  | 40.98            | 3.63          | 2.80 | 3.96 | 3.86 | 3.47 |
| <b>Limited Review:</b>                      |                                     |              |                      |                  |                           |                  |                         |                  |                        |                  |               |      |      |      |      |
| Albany-Schenectady-Troy, NY MSA             | 80                                  | 12.78        | 20.41                | 6.25             | 17.75                     | 20.00            | 21.82                   | 32.50            | 40.03                  | 41.25            | 1.10          | 1.10 | 1.27 | 1.32 | 0.86 |
| Binghamton, NY MSA                          | 11                                  | 1.76         | 21.66                | 9.09             | 17.64                     | 9.09             | 20.92                   | 18.18            | 39.77                  | 63.64            | 1.34          | 1.52 | 0.63 | 0.87 | 2.08 |
| Duchess County-Putnam County, NY MD         | 11                                  | 1.76         | 20.89                | 18.18            | 18.74                     | 27.27            | 23.52                   | 27.27            | 36.85                  | 27.27            | 0.42          | 0.87 | 0.37 | 0.28 | 0.44 |
| Glens Falls, NY MSA                         | 8                                   | 1.28         | 17.09                | 12.50            | 18.03                     | 0.00             | 21.72                   | 25.00            | 43.16                  | 62.50            | 1.32          | 0.00 | 0.00 | 2.20 | 1.60 |
| Ithaca, NY MSA                              | 1                                   | 0.16         | 19.40                | 100.00           | 18.94                     | 0.00             | 20.42                   | 0.00             | 41.25                  | 0.00             | 0.34          | 2.44 | 0.00 | 0.00 | 0.00 |
| Kingston, NY MSA                            | 12                                  | 1.92         | 19.57                | 0.00             | 17.81                     | 41.67            | 23.03                   | 25.00            | 39.59                  | 33.33            | 1.19          | 0.00 | 3.42 | 1.05 | 0.63 |
| New York-Jersey City-White Plains, NY-NJ MD | 32                                  | 5.11         | 15.17                | 6.25             | 12.16                     | 12.50            | 15.66                   | 12.50            | 57.01                  | 68.75            | 0.45          | 1.19 | 0.57 | 0.58 | 0.37 |
| New York Non-MSA                            | 23                                  | 3.67         | 20.82                | 8.70             | 18.12                     | 8.70             | 21.74                   | 30.43            | 39.33                  | 52.17            | 1.24          | 1.65 | 0.87 | 1.38 | 1.22 |
| Rochester, NY MSA                           | 160                                 | 25.56        | 20.25                | 18.13            | 17.18                     | 21.25            | 21.97                   | 24.38            | 40.60                  | 36.25            | 2.15          | 4.66 | 1.95 | 2.04 | 1.81 |
| Syracuse, NY MSA                            | 35                                  | 5.59         | 20.84                | 2.86             | 16.38                     | 42.86            | 20.88                   | 20.00            | 41.90                  | 34.29            | 1.07          | 0.43 | 2.08 | 0.88 | 0.82 |
| Utica-Rome, NY MSA                          | 9                                   | 1.44         | 21.06                | 0.00             | 17.28                     | 55.56            | 21.41                   | 22.22            | 40.26                  | 22.22            | 0.49          | 0.00 | 1.12 | 0.45 | 0.28 |

\* Based on 2014 Peer Mortgage Data -- US and PR

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

\*\*\* Percentage of Families is based on the 2010 Census information.

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

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

**Table 11. Borrower Distribution of Small Loans to Businesses**

| Borrower Distribution: SMALL LOANS TO BUSINESSES |       |                           | Geography: STATE OF NEW YORK                    |                  | Evaluation Period: JANUARY 1, 2014 TO JUNE 30, 2015  |                         |                           |               |                         |
|--|-------|---------------------------|---|------------------|--|-------------------------|---------------------------|---------------|-------------------------|
|  | Total | Small Loans to Businesses | Businesses With Revenues of \$1 million or less |                  | Loans by Original Amount Regardless of Business Size |                         |                           | Market Share* |                         |
| Assessment Area:                                 | #     | % of Total**              | % of Businesses***                              | % BANK Loans**** | \$100,000 or less                                    | >\$100,000 to \$250,000 | >\$250,000 to \$1,000,000 | All           | Rev\$ 1 Million or Less |
| <b>Full Review:</b>                              |       |                           |   |                  |  |                         |                           |               |                         |
| Buffalo-Cheektowaga-Niagara Falls, NY MSA        | 506   | 26.04                     | 69.81   | 75.89            | 90.71  | 5.34                    | 3.95                      | 2.17          | 4.05                    |
| <b>Limited Review:</b>                           |       |                           |   |                  |  |                         |                           |               |                         |
| Albany-Schenectady-Troy, NY MSA                  | 322   | 16.57                     | 70.63   | 74.22            | 86.96  | 6.21                    | 6.83                      | 1.76          | 3.20                    |
| Binghamton, NY MSA                               | 54    | 2.78                      | 71.09   | 83.33            | 98.15  | 0.00                    | 1.85                      | 1.69          | 3.74                    |
| Duchess County-Putnam County, NY MD              | 59    | 3.04                      | 73.68   | 71.19            | 84.75  | 10.17                   | 5.08                      | 0.74          | 1.09                    |
| Glens Falls, NY MSA                              | 39    | 2.01                      | 73.50   | 66.67            | 84.62  | 5.13                    | 10.26                     | 1.70          | 3.85                    |
| Ithaca, NY MSA                                   | 13    | 0.67                      | 70.72   | 76.92            | 100.00   | 0.00                    | 0.00                      | 0.31          | 0.57                    |
| Kingston, NY MSA                                 | 47    | 2.42                      | 75.51   | 87.23            | 95.74  | 4.26                    | 0.00                      | 0.89          | 1.72                    |
| New York-Jersey City-White Plains, NY-NJ MD      | 141   | 7.26                      | 75.04   | 65.96            | 82.27  | 9.22                    | 8.51                      | 0.25          | 0.34                    |
| New York Non-MSA                                 | 103   | 5.30                      | 70.75   | 79.61            | 91.26  | 5.83                    | 2.91                      | 1.22          | 2.25                    |
| Rochester, NY MSA                                | 416   | 21.41                     | 71.33   | 69.95            | 87.98  | 6.25                    | 5.77                      | 1.68          | 2.96                    |
| Syracuse, NY MSA                                 | 185   | 9.52                      | 71.14   | 78.38            | 91.35  | 3.78                    | 4.86                      | 1.17          | 2.20                    |
| Utica-Rome, NY MSA                               | 58    | 2.99                      | 71.48   | 74.14            | 91.38  | 5.17                    | 3.45                      | 0.78          | 1.06                    |

\* Based on 2014 Peer Small Business Data -- US and PR

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

\*\*\* Businesses with revenues of \$1 million or less as a percentage of all businesses (Source D&B - 2014).

\*\*\*\* Small loans to businesses with revenues of \$1 million or less as a percentage of all loans reported as small loans to businesses. No information was available for 6.90% of small loans to businesses originated and purchased by the bank.

**Table 14. Qualified Investments**

| QUALIFIED INVESTMENTS                       |                           | Geography: STATE OF NEW YORK |                            | Evaluation Period: JANUARY 1, 2012 TO JUNE 30, 2015 |                   |           |            |                        |           |
|---|---------------------------|------------------------------|----------------------------|---|-------------------|-----------|------------|------------------------|-----------|
| Assessment Area:                            | Prior Period Investments* |                              | Current Period Investments |   | Total Investments |           |            | Unfunded Commitments** |           |
|   | #                         | \$(000's)                    | #                          | \$(000's)   | #                 | \$(000's) | % of Total | #                      | \$(000's) |
| <b>Full Review:</b>                         |                           |                              |                            |   |                   |           |            |                        |           |
| Buffalo-Cheektowaga-Niagara Falls, NY MSA   | 6                         | 2,682                        | 62                         | 14,550  | 68                | 17,232    | 13.85      | 2                      | 6,422     |
| <b>Limited Review:</b>                      |                           |                              |                            |   |                   |           |            |                        |           |
| Albany-Schenectady-Troy, NY MSA             | 5                         | 3,435                        | 40                         | 36,466  | 45                | 39,901    | 32.07      | 5                      | 27,971    |
| Binghamton, NY MSA                          | 1                         | 1                            | 16                         | 1,654   | 1                 | 1,656     | 1.33       | 1                      | 573       |
| Duchess County, NY MSA                      | 2                         | 13,964                       | 0                          | 0   | 2                 | 13,964    | 11.22      | 0                      | 0         |
| Glens Falls, NY MSA                         | 2                         | 71                           | 5                          | 524   | 7                 | 595       | .48        | 0                      | 0         |
| Ithaca MSA                                  | 2                         | 0                            | 2                          | 246   | 4                 | 246       | .20        | 0                      | 0         |
| Kingston, NY MSA                            | 2                         | 149                          | 9                          | 1,310   | 11                | 1,459     | 1.17       | 0                      | 0         |
| New York-Jersey City-White Plains, NY-NJ MD | 1                         | 48                           | 5                          | 309   | 6                 | 358       | .29        | 0                      | 0         |
| New York Non-MSA                            | 1                         | 1,923                        | 12                         | 5,038   | 13                | 6,961     | 5.60       | 0                      | 0         |
| Rochester, NY MSA                           | 7                         | 17,627                       | 39                         | 8,853   | 46                | 26,480    | 21.28      | 1                      | 5,315     |
| Syracuse, NY MSA                            | 7                         | 3,432                        | 10                         | 7,083   | 17                | 10,515    | 8.45       | 2                      | 4,048     |
| Utica-Rome, NY MSA                          | 1                         | 2,023                        | 2                          | 3,017   | 3                 | 5,040     | 4.05       | 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 NEW YORK                |     |     |     |                                       |       |       |       |            |  |  |  |
|---|--------------------------------|--------------------|--------------------------------|---|-------|--------|-------|----------------------|----------------------|---|-----|-----|-----|---------------------------------------|-------|-------|-------|------------|--|--|--|
| MA/Assessment Area:   | Deposits                       | Branches           |                                |   |       |        |       |                      |                      | Branch Openings/Closings                    |     |     |     |                                       |       |       |       | Population |  |  |  |
|   | % of Rated Area Deposits in AA | # of BANK Branches | % of Rated Area Branches in AA | Location of Branches by Income of Geographies (%) |       |        |       | # of Branch Openings | # of Branch Closings | Net change in Location of Branches (+ or -) |     |     |     | % of Population within Each Geography |       |       |       |            |  |  |  |
|   |                                |                    |                                | Low   | Mod   | Mid    | Upp   |                      |                      | Low   | Mod | Mid | Upp | Low                                   | Mod   | Mid   | Upp   |            |  |  |  |
| <b>Full Review:</b>   |                                |                    |                                |   |       |        |       |                      |                      |   |     |     |     |                                       |       |       |       |            |  |  |  |
| Buffalo-Cheektowaga-Niagara Falls, NY MSA                           | 20.09                          | 41                 | 28.08                          | 0.00  | 14.63 | 53.66  | 31.71 | 0                    | 0                    | 0   | -2  | -1  | 0   | 9.57                                  | 17.03 | 39.03 | 33.16 |            |  |  |  |
| <b>Limited Review:</b>  |                                |                    |                                |   |       |        |       |                      |                      |   |     |     |     |                                       |       |       |       |            |  |  |  |
| Albany-Schenectady-Troy, NY MSA                                     | 31.34                          | 24                 | 16.44                          | 4.17  | 20.83 | 41.67  | 33.33 | 0                    | 0                    | 0   | 0   | -6  | -4  | 10.01                                 | 13.51 | 50.39 | 25.86 |            |  |  |  |
| Binghamton, NY MSA  | 2.74                           | 6                  | 4.11                           | 16.67   | 50.00 | 16.67  | 16.67 | 0                    | 0                    | 0   | -1  | 0   | -2  | 6.15                                  | 17.82 | 46.30 | 29.73 |            |  |  |  |
| Duchess County-Putnam County, NY MD                                 | 9.59                           | 12                 | 8.22                           | 0.00  | 41.67 | 41.67  | 16.67 | 0                    | 0                    | 0   | 0   | 0   | 0   | 6.97                                  | 16.87 | 58.87 | 16.59 |            |  |  |  |
| Glens Falls, NY MSA   | 1.35                           | 3                  | 2.05                           | 0.00  | 0.00  | 100.00 | 0.00  | 0                    | 0                    | 0   | 0   | 0   | -1  | 0.00                                  | 6.81  | 67.53 | 25.66 |            |  |  |  |
| Ithaca MSA  | 0.26                           | 1                  | 1.00                           | 0.00  | 0.00  | 100.00 | 0.00  | 0                    | 0                    | 0   | -1  | 0   | -1  | 4.10                                  | 13.40 | 49.74 | 29.44 |            |  |  |  |
| Kingston, NY MSA  | 1.90                           | 3                  | 2.05                           | 0.00  | 33.33 | 66.67  | 0.00  | 0                    | 0                    | 0   | -1  | 0   | 0   | 0.00                                  | 12.30 | 72.27 | 15.43 |            |  |  |  |
| New York-Jersey City-White Plains, NY-NJ MD                         | 5.67                           | 0                  | 0                              | 0.00  | 0.00  | 0.00   | 0.00  | 0                    | 0                    | 0   | 0   | 0   | 1   | 3.17                                  | 12.71 | 23.04 | 60.63 |            |  |  |  |
| New York Non-MSA  | 3.21                           | 10                 | 6.85                           | 0.00  | 10.00 | 60.00  | 30.00 | 0                    | 0                    | 0   | 0   | 0   | 0   | 1.82                                  | 14.64 | 68.69 | 14.32 |            |  |  |  |
| Rochester, NY MSA   | 18.56                          | 34                 | 23.29                          | 5.88  | 20.59 | 47.06  | 26.57 | 0                    | 0                    | -1  | 0   | -1  | -1  | 9.04                                  | 12.83 | 50.36 | 27.44 |            |  |  |  |
| Syracuse, NY MSA  | 3.24                           | 9                  | 6.16                           | 0.00  | 0.00  | 55.56  | 44.44 | 0                    | 0                    | 0   | -1  | -2  | -1  | 12.14                                 | 14.98 | 37.53 | 35.27 |            |  |  |  |
| Utica-Rome, NY MSA  | 2.05                           | 3                  | 2.05                           | 0.00  | 0.00  | 100.00 | 0.00  | 0                    | 0                    | 0   | 0   | -1  | 0   | 6.71                                  | 14.14 | 53.10 | 24.02 |            |  |  |  |

**Table 1. Lending Volume**

| LENDING VOLUME                        |                                     | Geography: STATE OF OHIO |            |                           |            | Evaluation Period: JANUARY 1, 2014 TO JUNE 30, 2015 |            |                               |            |                      |            |                                      |
|---------------------------------------|-------------------------------------|--------------------------|------------|---------------------------|------------|---|------------|-------------------------------|------------|----------------------|------------|--------------------------------------|
| Assessment Area (2015):               | % of Rated Area Loans (#) in MA/AA* | Home Mortgage            |            | Small Loans to Businesses |            | Small Loans to Farms                                |            | Community Development Loans** |            | Total Reported Loans |            | % of Rated Area Deposits in MA/AA*** |
|                                       |                                     | #                        | \$ (000's) | #                         | \$ (000's) | #   | \$ (000's) | #                             | \$ (000's) | #                    | \$ (000's) |                                      |
| <b>Full Review:</b>                   |                                     |                          |            |                           |            |   |            |                               |            |                      |            |                                      |
| Cleveland-Elyria, OH MSA              | 55.82                               | 1,344                    | 145,698    | 1,092                     | 62,739     | 0   | 0          | 5                             | 11,993     | 2,437                | 220,430    | 71.47                                |
| <b>Limited Review:</b>                |                                     |                          |            |                           |            |   |            |                               |            |                      |            |                                      |
| Akron, OH MSA                         | 14.54                               | 438                      | 46,890     | 198                       | 10,804     | 0   | 0          | 0                             | 0          | 636                  | 57,694     | 8.20                                 |
| Canton-Massillon, OH MSA              | 9.83                                | 326                      | 28,376     | 102                       | 4,745      | 0   | 0          | 2                             | 4,150      | 428                  | 37,271     | 7.54                                 |
| Columbus, OH MSA                      | 2.77                                | 92                       | 11,619     | 29                        | 1,387      | 0   | 0          | 0                             | 0          | 121                  | 13,006     | 0.39                                 |
| Ohio Non-MSA                          | 3.52                                | 123                      | 10,182     | 30                        | 1,928      | 0   | 0          | 1                             | 2,380      | 154                  | 14,490     | 1.99                                 |
| Toledo, OH MSA                        | 10.84                               | 371                      | 31,273     | 103                       | 4,694      | 0   | 0          | 0                             | 0          | 474                  | 35,967     | 8.63                                 |
| Youngstown-Warren-Boardman, OH-PA MSA | 2.68                                | 79                       | 6,646      | 38                        | 1,094      | 0   | 0          | 0                             | 0          | 117                  | 7,740      | 1.78                                 |

\* Loan Data as of June 30, 2015. Rated area refers to either state or multi-state MA rating area.

\*\* The evaluation period for Community Development Loans is from January 01, 2012 to June 30, 2015.

\*\*\* Deposit Data as of June 15, 2015. Rated Area refers to either the state, multi-state MA, or institution, as appropriate.

**Table 2. Geographic Distribution of Home Purchase Loans**

| Geographic Distribution: HOME PURCHASE |                           |              | Geography: STATE OF OHIO |                  |                             |              | Evaluation Period: JANUARY 1, 2014 TO JUNE 30, 2015 |              |                          |              |                                |      |      |      |      |
|--|---------------------------|--------------|--------------------------|------------------|-----------------------------|--------------|---|--------------|--------------------------|--------------|--------------------------------|------|------|------|------|
| 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  |
| <b>Full Review:</b>                    |                           |              |                          |                  |                             |              |   |              |                          |              |                                |      |      |      |      |
| Cleveland-Elyria, OH MSA               | 468                       | 50.21        | 5.68                     | 1.28             | 13.81                       | 8.97         | 41.98   | 41.88        | 38.53                    | 47.86        | 1.22                           | 0.86 | 1.38 | 1.28 | 1.15 |
| <b>Limited Review:</b>                 |                           |              |                          |                  |                             |              |   |              |                          |              |                                |      |      |      |      |
| Akron, OH MSA                          | 166                       | 17.81        | 4.58                     | 1.81             | 18.89                       | 14.46        | 42.20   | 44.58        | 34.33                    | 39.16        | 1.23                           | 1.17 | 1.08 | 1.40 | 1.11 |
| Canton-Massillon, OH MSA               | 94                        | 10.09        | 3.36                     | 0.00             | 9.61                        | 8.51         | 57.86   | 63.83        | 29.18                    | 27.66        | 1.52                           | 0.00 | 2.51 | 1.76 | 1.02 |
| Columbus, OH MSA                       | 34                        | 3.65         | 8.01                     | 5.88             | 20.40                       | 23.53        | 33.18   | 35.29        | 38.41                    | 35.29        | 0.06                           | 0.12 | 0.07 | 0.09 | 0.03 |
| Ohio Non-MSA                           | 33                        | 3.54         | 2.23                     | 3.03             | 16.68                       | 6.06         | 76.63   | 87.88        | 4.46                     | 3.03         | 0.88                           | 0.00 | 0.66 | 0.93 | 0.77 |
| Toledo, OH MSA                         | 113                       | 12.12        | 6.28                     | 1.77             | 13.99                       | 3.54         | 44.46   | 52.21        | 35.27                    | 42.48        | 1.49                           | 3.23 | 0.74 | 1.71 | 1.34 |
| Youngstown-Warren-Boardman, OH-PA MSA  | 24                        | 2.58         | 5.33                     | 0.00             | 13.31                       | 0.00         | 55.54   | 79.17        | 25.82                    | 20.83        | 0.30                           | 0.00 | 0.00 | 0.39 | 0.20 |

\* Based on 2014 Peer Mortgage Data -- US and PR

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

\*\*\* Percentage of Owner Occupied Units is the number of owner occupied units in a particular geography divided by the number of owner occupied housing units in the area based on 2010 Census information.

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

**Table 3. Geographic Distribution of Home Improvement Loans**

| Geographic Distribution: HOME IMPROVEMENT |                              |              | Geography: STATE OF OHIO |                  |                             | Evaluation Period: JANUARY 1, 2014 TO JUNE 30, 2015 |                           |              |                          |              |                                |       |       |      |      |
|---|------------------------------|--------------|--------------------------|------------------|-----------------------------|---|---------------------------|--------------|--------------------------|--------------|--------------------------------|-------|-------|------|------|
| 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  |
| <b>Full Review:</b>                       |                              |              |                          |                  |                             |   |                           |              |                          |              |                                |       |       |      |      |
| Cleveland-Elyria, OH MSA                  | 215                          | 46.54        | 5.68                     | 16.74            | 13.81                       | 38.60   | 41.98                     | 33.95        | 38.53                    | 10.70        | 6.64                           | 16.56 | 18.18 | 6.12 | 1.70 |
| <b>Limited Review:</b>                    |                              |              |                          |                  |                             |   |                           |              |                          |              |                                |       |       |      |      |
| Akron, OH MSA                             | 52                           | 11.26        | 4.58                     | 25.00            | 18.89                       | 42.31   | 42.20                     | 32.69        | 34.33                    | 0.00         | 6.16                           | 42.11 | 14.06 | 4.49 | 0.00 |
| Canton-Massillon, OH MSA                  | 47                           | 10.17        | 3.36                     | 12.77            | 9.61                        | 23.40   | 57.86                     | 53.19        | 29.18                    | 10.64        | 8.17                           | 18.52 | 13.21 | 7.75 | 3.37 |
| Columbus, OH MSA                          | 28                           | 6.06         | 8.01                     | 25.00            | 20.40                       | 39.29   | 33.18                     | 25.00        | 38.41                    | 10.71        | 2.42                           | 10.29 | 5.77  | 2.01 | 0.23 |
| Ohio Non-MSA                              | 26                           | 5.63         | 2.23                     | 15.38            | 16.68                       | 15.38   | 76.63                     | 69.23        | 4.46                     | 0.00         | 4.84                           | 60.00 | 4.26  | 4.13 | 0.00 |
| Toledo, OH MSA                            | 90                           | 19.48        | 6.28                     | 12.22            | 13.99                       | 41.11   | 44.46                     | 38.89        | 35.27                    | 7.78         | 9.27                           | 22.86 | 31.91 | 7.20 | 1.62 |
| Youngstown-Warren-Boardman, OH-PA MSA     | 4                            | 0.87         | 5.33                     | 0.00             | 13.31                       | 25.00   | 55.54                     | 75.00        | 25.82                    | 0.00         | 0.56                           | 0.00  | 1.41  | 0.74 | 0.00 |

\* Based on 2014 Peer Mortgage Data -- US and PR

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

\*\*\* Percentage of Owner Occupied Units is the number of owner occupied units in a particular geography divided by the number of owner occupied housing units in the area based on 2010 Census information.

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

**Table 4. Geographic Distribution of Home Mortgage Refinance Loans**

| Geographic Distribution: HOME MORTGAGE REFINANCE |                                     |              | Geography: STATE OF OHIO |                  |                             | Evaluation Period: JANUARY 1, 2014 TO JUNE 30, 2015 |                           |              |                          |              |                                |      |      |      |      |
|--|-------------------------------------|--------------|--------------------------|------------------|-----------------------------|---|---------------------------|--------------|--------------------------|--------------|--------------------------------|------|------|------|------|
| 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  |
| <b>Full Review:</b>                              |                                     |              |                          |                  |                             |   |                           |              |                          |              |                                |      |      |      |      |
| Cleveland-Elyria, OH MSA                         | 661                                 | 47.93        | 5.68                     | 2.12             | 13.81                       | 9.83  | 41.98                     | 45.08        | 38.53                    | 42.97        | 2.35                           | 2.83 | 2.50 | 2.65 | 2.03 |
| <b>Limited Review:</b>                           |                                     |              |                          |                  |                             |   |                           |              |                          |              |                                |      |      |      |      |
| Akron, OH MSA                                    | 220                                 | 15.95        | 4.58                     | 0.91             | 18.89                       | 13.18   | 42.20                     | 45.45        | 34.33                    | 40.45        | 2.12                           | 0.75 | 2.39 | 2.22 | 1.99 |
| Canton-Massillon, OH MSA                         | 185                                 | 13.42        | 3.36                     | 1.62             | 9.61                        | 4.86  | 57.86                     | 69.19        | 29.18                    | 24.32        | 3.52                           | 4.35 | 3.37 | 4.15 | 2.43 |
| Columbus, OH MSA                                 | 30                                  | 2.18         | 8.01                     | 13.33            | 20.40                       | 26.67   | 33.18                     | 33.33        | 38.41                    | 26.67        | 0.19                           | 0.71 | 0.27 | 0.19 | 0.09 |
| Ohio Non-MSA                                     | 64                                  | 4.64         | 2.23                     | 1.56             | 16.68                       | 4.69  | 76.63                     | 82.81        | 4.46                     | 10.94        | 2.53                           | 4.76 | 0.84 | 2.62 | 5.97 |
| Toledo, OH MSA                                   | 168                                 | 12.18        | 6.28                     | 1.79             | 13.99                       | 15.48   | 44.46                     | 46.43        | 35.27                    | 36.31        | 2.76                           | 4.35 | 3.80 | 2.70 | 2.53 |
| Youngstown-Warren-Boardman, OH-PA MSA            | 51                                  | 3.70         | 5.33                     | 1.96             | 13.31                       | 1.96  | 55.54                     | 60.78        | 25.82                    | 35.29        | 0.98                           | 1.43 | 0.00 | 0.93 | 1.32 |

\* Based on 2014 Peer Mortgage Data -- US and PR

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

\*\*\* Percentage of Owner Occupied Units is the number of owner occupied units in a particular geography divided by the number of owner occupied housing units in the area based on 2010 Census information.

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

**Table 6. Geographic Distribution of Small Loans to Businesses**

| Geographic Distribution: SMALL LOANS TO BUSINESSES |                            |              |                        | Geography: STATE OF OHIO |                             |              |                           | Evaluation Period: JANUARY 1, 2014 TO JUNE 30, 2015 |                          |              |                                |      |      |      |      |
|--|----------------------------|--------------|------------------------|--------------------------|-----------------------------|--------------|---------------------------|---|--------------------------|--------------|--------------------------------|------|------|------|------|
| 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  |
| <b>Full Review:</b>                                |                            |              |                        |                          |                             |              |                           |   |                          |              |                                |      |      |      |      |
| Cleveland-Elyria, OH MSA                           | 1,091                      | 68.57        | 7.57                   | 6.60                     | 13.13                       | 12.28        | 38.38                     | 39.32   | 40.56                    | 41.80        | 2.42                           | 2.89 | 2.63 | 2.59 | 2.21 |
| <b>Limited Review:</b>                             |                            |              |                        |                          |                             |              |                           |   |                          |              |                                |      |      |      |      |
| Akron, OH MSA                                      | 198                        | 12.45        | 7.51                   | 6.06                     | 16.09                       | 12.63        | 35.89                     | 37.37   | 40.52                    | 43.94        | 1.45                           | 1.50 | 1.26 | 1.70 | 1.37 |
| Canton-Massillon, OH MSA                           | 102                        | 6.41         | 6.91                   | 3.92                     | 9.26                        | 5.88         | 50.24                     | 55.88   | 33.59                    | 34.31        | 1.84                           | 1.12 | 1.52 | 2.11 | 1.75 |
| Columbus, OH MSA                                   | 29                         | 1.82         | 11.36                  | 34.48                    | 21.15                       | 10.34        | 29.35                     | 24.14   | 37.68                    | 31.03        | 0.10                           | 0.39 | 0.04 | 0.14 | 0.06 |
| Ohio Non-MSA                                       | 30                         | 1.89         | 5.48                   | 33.33                    | 13.97                       | 0.00         | 75.89                     | 56.67   | 4.66                     | 10.00        | 0.84                           | 6.49 | 0.00 | 0.57 | 1.64 |
| Toledo, OH MSA                                     | 103                        | 6.47         | 6.85                   | 4.85                     | 15.02                       | 19.42        | 40.90                     | 55.34   | 37.15                    | 20.39        | 1.13                           | 0.96 | 2.32 | 1.53 | 0.45 |
| Youngstown-Warren-Boardman, OH-PA MSA              | 38                         | 2.39         | 7.99                   | 7.89                     | 12.00                       | 13.16        | 47.92                     | 60.53   | 32.10                    | 18.42        | 0.40                           | 0.27 | 0.47 | 0.63 | 0.15 |

\* Based on 2014 Peer Small Business Data -- US and PR

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

\*\*\* Source Data - Dun and Bradstreet (2014).

**Table 8. Borrower Distribution of Home Purchase Loans**

| Borrower Distribution: HOME PURCHASE  |                           |              | Geography: STATE OF OHIO |                  |                           |                  | Evaluation Period: JANUARY 1, 2014 TO JUNE 30, 2015 |                  |                        |                  |               |      |      |      |      |
|---------------------------------------|---------------------------|--------------|--------------------------|------------------|---------------------------|------------------|---|------------------|------------------------|------------------|---------------|------|------|------|------|
| 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**** | % Families43              | % BANK Loans**** | % Families***                                       | % BANK Loans**** | % Families***          | % BANK Loans**** | Overall       | Low  | Mod  | Mid  | Upp  |
| <b>Full Review:</b>                   |                           |              |                          |                  |                           |                  |   |                  |                        |                  |               |      |      |      |      |
| Cleveland-Elyria, OH MSA              | 468                       | 50.21        | 21.71                    | 10.26            | 17.29                     | 26.28            | 20.69   | 25.85            | 40.30                  | 37.61            | 1.43          | 1.46 | 1.62 | 1.54 | 1.25 |
| <b>Limited Review:</b>                |                           |              |                          |                  |                           |                  |   |                  |                        |                  |               |      |      |      |      |
| Akron, OH MSA                         | 166                       | 17.81        | 20.77                    | 17.47            | 17.80                     | 22.29            | 22.01   | 23.49            | 39.42                  | 36.75            | 1.44          | 2.05 | 1.53 | 1.40 | 1.26 |
| Canton-Massillon, OH MSA              | 94                        | 10.09        | 19.39                    | 9.57             | 18.72                     | 25.53            | 21.45   | 21.28            | 40.44                  | 43.62            | 1.77          | 3.49 | 1.75 | 1.63 | 1.61 |
| Columbus, OH MSA                      | 34                        | 3.65         | 23.85                    | 8.82             | 17.40                     | 20.59            | 20.35   | 29.41            | 38.40                  | 41.18            | 0.07          | 0.19 | 0.05 | 0.13 | 0.03 |
| Ohio Non-MSA                          | 33                        | 3.54         | 23.31                    | 9.09             | 19.30                     | 24.24            | 21.27   | 24.24            | 36.12                  | 42.42            | 1.07          | 0.00 | 0.98 | 0.79 | 1.66 |
| Toledo, OH MSA                        | 113                       | 12.12        | 22.30                    | 12.39            | 16.83                     | 30.09            | 20.14   | 26.55            | 40.73                  | 30.97            | 1.72          | 2.80 | 2.15 | 1.73 | 1.23 |
| Youngstown-Warren-Boardman, OH-PA MSA | 24                        | 2.58         | 20.65                    | 12.50            | 17.85                     | 25.00            | 22.02   | 25.00            | 39.48                  | 37.50            | 0.35          | 0.95 | 0.30 | 0.30 | 0.29 |

\* Based on 2014 Peer Mortgage Data -- US and PR

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

\*\*\* Percentage of Families is based on the 2010 Census information.

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

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

**Table 9. Borrower Distribution of Home Improvement Loans**

| Borrower Distribution: HOME IMPROVEMENT |                              |              | Geography: STATE OF OHIO |                  |                           |                  | Evaluation Period: JANUARY 1, 2014 TO JUNE 30, 2015 |                  |                        |                  |               |       |       |      |      |  |
|---|------------------------------|--------------|--------------------------|------------------|---------------------------|------------------|---|------------------|------------------------|------------------|---------------|-------|-------|------|------|--|
| 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 <sup>44</sup>  | % BANK Loans**** | % Families***                                       | % BANK Loans**** | % Families***          | % BANK Loans**** | Overall       | Low   | Mod   | Mid  | Upp  |  |
| <b>Full Review:</b>                     |                              |              |                          |                  |                           |                  |   |                  |                        |                  |               |       |       |      |      |  |
| Cleveland-Elyria, OH MSA                | 215                          | 46.54        | 21.71                    | 27.14            | 17.29                     | 50.00            | 20.69   | 15.71            | 40.30                  | 7.14             | 6.71          | 14.34 | 17.20 | 4.45 | 1.23 |  |
| <b>Limited Review:</b>                  |                              |              |                          |                  |                           |                  |   |                  |                        |                  |               |       |       |      |      |  |
| Akron, OH MSA                           | 52                           | 11.26        | 20.77                    | 20.83            | 17.80                     | 52.08            | 22.01   | 22.92            | 39.42                  | 4.17             | 6.16          | 5.80  | 15.75 | 6.29 | 0.87 |  |
| Canton-Massillon, OH MSA                | 47                           | 10.17        | 19.39                    | 41.30            | 18.72                     | 52.17            | 21.45   | 2.17             | 40.44                  | 4.35             | 8.43          | 16.85 | 16.07 | 1.08 | 1.50 |  |
| Columbus, OH MSA                        | 28                           | 6.06         | 23.85                    | 25.93            | 17.40                     | 48.15            | 20.35   | 18.52            | 38.40                  | 7.41             | 2.49          | 8.64  | 5.68  | 2.44 | 0.00 |  |
| Ohio Non-MSA                            | 26                           | 5.63         | 23.31                    | 40.00            | 19.30                     | 52.00            | 21.27   | 0.00             | 36.12                  | 8.00             | 4.78          | 13.51 | 12.50 | 0.00 | 0.00 |  |
| Toledo, OH MSA                          | 90                           | 19.48        | 22.30                    | 27.78            | 16.83                     | 46.67            | 20.14   | 21.11            | 40.73                  | 4.44             | 9.72          | 17.65 | 19.87 | 8.38 | 0.83 |  |
| Youngstown-Warren-Boardman, OH-PA MSA   | 4                            | 0.87         | 20.65                    | 50.00            | 17.85                     | 50.00            | 22.02   | 0.00             | 39.48                  | 0.00             | 0.58          | 2.94  | 1.40  | 0.00 | 0.00 |  |

\* Based on 2014 Peer Mortgage Data -- US and PR

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

\*\*\* Percentage of Families is based on the 2010 Census information.

\*\*\*\* As a percentage of loans with borrower income information available. No information was available for 2.6% of loans originated and purchased by bank.

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

**Table 10. Borrower Distribution of Home Mortgage Refinance Loans**

| Borrower Distribution: HOME MORTGAGE REFINANCE |                                     |              |                      | Geography: STATE OF OHIO |                           |                  |                         | Evaluation Period: JANUARY 1, 2014 TO JUNE 30, 2015 |                        |                  |               |      |      |      |      |
|--|-------------------------------------|--------------|----------------------|--------------------------|---------------------------|------------------|-------------------------|---|------------------------|------------------|---------------|------|------|------|------|
| 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****         | % Families45              | % BANK Loans**** | % Families***           | % BANK Loans****                                    | % Families***          | % BANK Loans**** | Overall       | Low  | Mod  | Mid  | Upp  |
| <b>Full Review:</b>                            |                                     |              |                      |                          |                           |                  |                         |   |                        |                  |               |      |      |      |      |
| Cleveland-Elyria, OH MSA                       | 661                                 | 47.93        | 21.71                | 9.70                     | 17.29                     | 20.61            | 20.69                   | 25.45   | 40.30                  | 44.24            | 2.73          | 3.40 | 3.54 | 2.71 | 2.35 |
| <b>Limited Review:</b>                         |                                     |              |                      |                          |                           |                  |                         |   |                        |                  |               |      |      |      |      |
| Akron, OH MSA                                  | 220                                 | 15.95        | 20.77                | 10.91                    | 17.80                     | 21.36            | 22.01                   | 30.91   | 39.42                  | 36.82            | 2.46          | 3.60 | 3.38 | 2.74 | 1.73 |
| Canton-Massillon, OH MSA                       | 185                                 | 13.42        | 19.39                | 7.07                     | 18.72                     | 17.39            | 21.45                   | 38.04   | 40.44                  | 37.50            | 3.99          | 3.66 | 3.64 | 5.78 | 3.15 |
| Columbus, OH MSA                               | 30                                  | 2.18         | 23.85                | 10.00                    | 17.40                     | 26.67            | 20.35                   | 36.67   | 38.40                  | 26.67            | 0.24          | 0.12 | 0.50 | 0.25 | 0.15 |
| Ohio Non-MSA                                   | 64                                  | 4.64         | 23.31                | 7.81                     | 19.30                     | 23.44            | 21.27                   | 18.75   | 36.12                  | 50.00            | 2.82          | 1.97 | 3.31 | 2.09 | 3.31 |
| Toledo, OH MSA                                 | 168                                 | 12.18        | 22.30                | 11.90                    | 16.83                     | 21.43            | 20.14                   | 25.60   | 40.73                  | 41.07            | 3.14          | 4.53 | 2.78 | 2.99 | 3.12 |
| Youngstown-Warren-Boardman, OH-PA MSA          | 51                                  | 3.70         | 20.65                | 13.73                    | 17.85                     | 19.61            | 22.02                   | 31.37   | 39.48                  | 35.29            | 1.14          | 1.19 | 1.49 | 1.28 | 0.90 |

\* Based on 2014 Peer Mortgage Data -- US and PR

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

\*\*\* Percentage of Families is based on the 2010 Census information.

\*\*\*\* As a percentage of loans with borrower income information available. No information was available for 0.1% of loans originated and purchased by bank.

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

**Table 11. Borrower Distribution of Small Loans to Businesses**

| Borrower Distribution: SMALL LOANS TO BUSINESSES |       |                           | Geography: STATE OF OHIO                        |                  | Evaluation Period: JANUARY 1, 2014 TO JUNE 30, 2015  |                         |                           |               |                         |
|--|-------|---------------------------|---|------------------|--|-------------------------|---------------------------|---------------|-------------------------|
| 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 |
| <b>Full Review:</b>                              |       |                           |   |                  |  |                         |                           |               |                         |
| Cleveland-Elyria, OH MSA                         | 1,092 | 68.59                     | 70.43   | 65.75            | 88.19  | 6.59                    | 5.22                      | 2.42          | 3.68                    |
| <b>Limited Review:</b>                           |       |                           |   |                  |  |                         |                           |               |                         |
| Akron, OH MSA                                    | 198   | 12.44                     | 69.88   | 69.70            | 86.87  | 9.60                    | 3.54                      | 1.45          | 2.67                    |
| Canton-Massillon, OH MSA                         | 102   | 6.41                      | 71.97   | 77.45            | 91.18  | 2.94                    | 5.88                      | 1.84          | 3.66                    |
| Columbus, OH MSA                                 | 29    | 1.82                      | 67.51   | 82.76            | 93.10  | 0.00                    | 6.90                      | 0.10          | 0.23                    |
| Ohio Non-MSA                                     | 30    | 1.88                      | 71.22   | 60.00            | 83.33  | 6.67                    | 10.00                     | 0.84          | 1.13                    |
| Toledo, OH MSA                                   | 103   | 6.47                      | 69.05   | 74.76            | 87.38  | 8.74                    | 3.88                      | 1.13          | 2.02                    |
| Youngstown-Warren-Boardman, OH-PA MSA            | 38    | 2.39                      | 72.08   | 63.16            | 97.37  | 2.63                    | 0.00                      | 0.40          | 0.59                    |

\* Based on 2014 Peer Small Business Data -- US and PR

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

\*\*\* Businesses with revenues of \$1 million or less as a percentage of all businesses (Source D&amp;B - 2014).

\*\*\*\* Small loans to businesses with revenues of \$1 million or less as a percentage of all loans reported as small loans to businesses. No information was available for 8.67% of small loans to businesses originated and purchased by the bank.

**Table 14. Qualified Investments**

| QUALIFIED INVESTMENTS    |                           | Geography: STATE OF OHIO |                            | Evaluation Period: JANUARY 1, 2012 TO JUNE 30, 2015 |                   |           |            |                        |           |
|--------------------------|---------------------------|--------------------------|----------------------------|---|-------------------|-----------|------------|------------------------|-----------|
| Assessment Area:         | Prior Period Investments* |                          | Current Period Investments |   | Total Investments |           |            | Unfunded Commitments** |           |
|                          | #                         | \$(000's)                | #                          | \$(000's)   | #                 | \$(000's) | % of Total | #                      | \$(000's) |
| <b>Full Review:</b>      |                           |                          |                            |   |                   |           |            |                        |           |
| Cleveland-Elyria, OH MSA | 17                        | 33,144                   | 55                         | 25,589  | 72                | 58,733    | 53.02      | 3                      | 6,015     |
| <b>Limited Review:</b>   |                           |                          |                            |   |                   |           |            |                        |           |
| Akron, OH MSA            | 4                         | 1,840                    | 42                         | 7,713   | 46                | 9,553     | 8.62       | 2                      | 3         |
| Canton-Massillon, OH MSA | 3                         | 10,985                   | 9                          | 5,370   | 12                | 16,355    | 14.77      | 0                      | 0         |
| Columbus, OH MSA         | 1                         | 7,755                    | 8                          | 1,775   | 9                 | 9,530     | 8.60       | 1                      | 282       |
| Ohio Non-MSA             | 2                         | 55                       | 3                          | 4,164   | 5                 | 4,219     | 3.81       | 1                      | 1,127     |
| Toledo, OH MSA           | 4                         | 5,258                    | 11                         | 5,976   | 15                | 11,233    | 10.14      | 2                      | 4,685     |
| Youngstown MSA           | 0                         | 0                        | 15                         | 1,143   | 15                | 1,143     | 1/03       | 0                      | 0         |
| Ohio Statewide           | 3                         | 350                      |                            |   |                   |           |            |                        |           |

\* '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 OHIO                          |       |       |       |                          |                      |   |     |     |     |                                       |       |       |       |
|---|--------------------------------|--------------------|--------------------------------|---|-------|-------|-------|--------------------------|----------------------|---|-----|-----|-----|---------------------------------------|-------|-------|-------|
| MA/Assessment Area:   | Deposits                       | Branches           |                                |   |       |       |       | Branch Openings/Closings |                      |   |     |     |     | Population                            |       |       |       |
|   | % of Rated Area Deposits in AA | # of BANK Branches | % of Rated Area Branches in AA | Location of Branches by Income of Geographies (%) |       |       |       | # of Branch Openings     | # of Branch Closings | Net change in Location of Branches (+ or -) |     |     |     | % of Population within Each Geography |       |       |       |
|   | Low                            |                    |                                | Mod   | Mid   | Upp   | Low   |                          |                      | Mod   | Mid | Upp | Low | Mod                                   | Mid   | Upp   |       |
| <b>Full Review:</b>   |                                |                    |                                |   |       |       |       |                          |                      |   |     |     |     |                                       |       |       |       |
| Cleveland-Elyria, OH MSA  | 71.47                          | 56                 | 49.12                          | 8.93  | 14.29 | 46.43 | 30.36 | 0                        | 0                    | 0   | -1  | 7   | -2  | 10.38                                 | 17.42 | 38.71 | 33.49 |
| <b>Limited Review:</b>  |                                |                    |                                |   |       |       |       |                          |                      |   |     |     |     |                                       |       |       |       |
| Akron, OH MSA   | 8.20                           | 17                 | 14.91                          | 17.65   | 5.90  | 58.82 | 17.65 | 0                        | 0                    | -1  | 0   | -1  | -1  | 9.27                                  | 20.30 | 39.41 | 31.03 |
| Canton-Massillon, OH MSA  | 7.54                           | 13                 | 11.40                          | 7.69  | 7.69  | 46.15 | 38.46 | 0                        | 0                    | 0   | 0   | 0   | 0   | 5.13                                  | 12.28 | 54.83 | 27.76 |
| Columbus, OH MSA  | 0.39                           | 2                  | 1.75                           | 100.00  | 0.00  | 0.00  | 0.00  | 0                        | 0                    | 0   | -2  | -4  | -3  | 15.62                                 | 22.97 | 30.37 | 30.42 |
| Ohio Non-MSA  | 1.99                           | 5                  | 4.39                           | 40.00   | 0.00  | 40.00 | 20.00 | 0                        | 0                    | 0   | 0   | 0   | 0   | 3.81                                  | 17.23 | 74.92 | 4.05  |
| Toledo, OH MSA  | 8.63                           | 16                 | 14.04                          | 6.25  | 12.50 | 68.75 | 12.50 | 0                        | 0                    | 0   | -1  | -2  | -2  | 10.14                                 | 17.88 | 41.19 | 29.88 |
| Youngstown MSA  | 1.78                           | 5                  | 4.39                           | 0.00  | 0.00  | 60.00 | 40.00 | 0                        | 0                    | 0   | 0   | 0   | 0   | 8.19                                  | 15.72 | 52.82 | 23.27 |

**Table 1. Lending Volume**

| LENDING VOLUME                      |                                     | Geography: STATE OF VERMONT |            |                           |            | Evaluation Period: JANUARY 1, 2014 TO JUNE 30, 2015 |            |                               |            |                      |            |                                      |
|-------------------------------------|-------------------------------------|-----------------------------|------------|---------------------------|------------|---|------------|-------------------------------|------------|----------------------|------------|--------------------------------------|
| Assessment Area (2015):             | % of Rated Area Loans (#) in MA/AA* | Home Mortgage               |            | Small Loans to Businesses |            | Small Loans to Farms                                |            | Community Development Loans** |            | Total Reported Loans |            | % of Rated Area Deposits in MA/AA*** |
|                                     |                                     | #                           | \$ (000's) | #                         | \$ (000's) | #   | \$ (000's) | #                             | \$ (000's) | #                    | \$ (000's) |                                      |
| <b>Full Review:</b>                 |                                     |                             |            |                           |            |   |            |                               |            |                      |            |                                      |
| Burlington-South Burlington, VT MSA | 42.74                               | 70                          | 12,828     | 130                       | 8          | 0   | 0          | 0                             | 0          | 200                  | 12,836     | 38.48                                |
| <b>Limited Review:</b>              |                                     |                             |            |                           |            |   |            |                               |            |                      |            |                                      |
| Vermont Non-MSA                     | 57.26                               | 149                         | 22,665     | 119                       | 4          | 0   | 0          | 0                             | 0          | 268                  | 22,669     | 61.52                                |

\* Loan Data as of June 30, 2015. Rated area refers to either state or multi-state MA rating area.

\*\* The evaluation period for Community Development Loans is from January 01, 2012 to June 30, 2015.

\*\*\* Deposit Data as of June 15, 2015. Rated Area refers to either the state, multi-state MA, or institution, as appropriate.

**Table 2. Geographic Distribution of Home Purchase Loans**

| Geographic Distribution: HOME PURCHASE |                           |              | Geography: STATE OF VERMONT |                  |                             |              | Evaluation Period: JANUARY 1, 2014 TO JUNE 30, 2015 |              |                          |              |                                |      |      |      |      |
|--|---------------------------|--------------|-----------------------------|------------------|-----------------------------|--------------|---|--------------|--------------------------|--------------|--------------------------------|------|------|------|------|
| 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  |
| <b>Full Review:</b>                    |                           |              |                             |                  |                             |              |   |              |                          |              |                                |      |      |      |      |
| Burlington-South Burlington, VT MSA    | 25                        | 32.47        | 0.40                        | 0.00             | 16.34                       | 16.00        | 56.56   | 60.00        | 26.70                    | 24.00        | 0.56                           | 0.00 | 0.65 | 0.54 | 0.54 |
| <b>Limited Review:</b>                 |                           |              |                             |                  |                             |              |   |              |                          |              |                                |      |      |      |      |
| Vermont Non-MSA                        | 52                        | 67.53        | 0.06                        | 0.00             | 7.08                        | 11.54        | 72.95   | 67.31        | 19.91                    | 21.15        | 1.28                           | 0.00 | 2.09 | 1.25 | 1.10 |

\* Based on 2014 Peer Mortgage Data -- US and PR

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

\*\*\* Percentage of Owner Occupied Units is the number of owner occupied units in a particular geography divided by the number of owner occupied housing units in the area based on 2010 Census information.

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

**Table 3. Geographic Distribution of Home Improvement Loans**

| Geographic Distribution: HOME IMPROVEMENT |                              |              | Geography: STATE OF VERMONT |                  |                             | Evaluation Period: JANUARY 1, 2014 TO JUNE 30, 2015 |                           |              |                          |              |                                | Market Share (%) by Geography* |      |      |      |  |
|---|------------------------------|--------------|-----------------------------|------------------|-----------------------------|---|---------------------------|--------------|--------------------------|--------------|--------------------------------|--------------------------------|------|------|------|--|
| 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  |  |
| <b>Full Review:</b>                       |                              |              |                             |                  |                             |   |                           |              |                          |              |                                |                                |      |      |      |  |
| Burlington-South Burlington, VT MSA       | 3                            | 30.00        | 0.40                        | 0.00             | 16.34                       | 33.33   | 56.56                     | 33.33        | 26.70                    | 33.33        | 0.16                           | 0.00                           | 0.87 | 0.00 | 0.00 |  |
| <b>Limited Review:</b>                    |                              |              |                             |                  |                             |   |                           |              |                          |              |                                |                                |      |      |      |  |
| Vermont Non-MSA                           | 7                            | 70.00        | 0.06                        | 0.00             | 7.08                        | 0.00  | 72.95                     | 85.71        | 19.91                    | 14.29        | 1.08                           | 0.00                           | 0.00 | 1.34 | 0.70 |  |

\* Based on 2014 Peer Mortgage Data -- US and PR

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

\*\*\* Percentage of Owner Occupied Units is the number of owner occupied units in a particular geography divided by the number of owner occupied housing units in the area based on 2010 Census information.

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

**Table 4. Geographic Distribution of Home Mortgage Refinance Loans**

| Geographic Distribution: HOME MORTGAGE REFINANCE |                                     |              | Geography: STATE OF VERMONT |                  |                             | Evaluation Period: JANUARY 1, 2014 TO JUNE 30, 2015 |                           |              |                          |              |                                |      |      |      |      |
|--|-------------------------------------|--------------|-----------------------------|------------------|-----------------------------|---|---------------------------|--------------|--------------------------|--------------|--------------------------------|------|------|------|------|
| 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  |
| <b>Full Review:</b>                              |                                     |              |                             |                  |                             |   |                           |              |                          |              |                                |      |      |      |      |
| Burlington-South Burlington, VT MSA              | 42                                  | 31.82        | 0.40                        | 0.00             | 16.34                       | 16.67   | 56.56                     | 50.00        | 26.70                    | 33.33        | 1.50                           | 0.00 | 2.21 | 1.20 | 1.82 |
| <b>Limited Review:</b>                           |                                     |              |                             |                  |                             |   |                           |              |                          |              |                                |      |      |      |      |
| Vermont Non-MSA                                  | 90                                  | 68.18        | 0.06                        | 0.00             | 7.08                        | 5.56  | 72.95                     | 71.11        | 19.91                    | 23.33        | 2.84                           | 0.00 | 1.47 | 3.20 | 2.25 |

\* Based on 2014 Peer Mortgage Data -- US and PR

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

\*\*\* Percentage of Owner Occupied Units is the number of owner occupied units in a particular geography divided by the number of owner occupied housing units in the area based on 2010 Census information.

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

**Table 6. Geographic Distribution of Small Loans to Businesses**

| Geographic Distribution: SMALL LOANS TO BUSINESSES |                            |                        | Geography: STATE OF VERMONT |              |                           |              | Evaluation Period: JANUARY 1, 2014 TO JUNE 30, 2015 |              |                                |       |      |      |      |      |      |
|--|----------------------------|------------------------|-----------------------------|--------------|---------------------------|--------------|---|--------------|--------------------------------|-------|------|------|------|------|------|
| 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 | Overall                        | Low   | Mod  | Mid  | Upp  |      |      |
| <b>Full Review:</b>                                |                            |                        |                             |              |                           |              |   |              |                                |       |      |      |      |      |      |
| Burlington-South Burlington, VT MSA                | 130                        | 52.21                  | 1.19                        | 1.54         | 20.66                     | 14.62        | 51.58   | 43.85        | 26.40                          | 40.00 | 2.04 | 0.00 | 1.93 | 1.67 | 3.04 |
| <b>Limited Review:</b>                             |                            |                        |                             |              |                           |              |   |              |                                |       |      |      |      |      |      |
| Vermont Non-MSA                                    | 119                        | 47.79                  | 0.20                        | 0.00         | 11.15                     | 19.33        | 67.44   | 67.23        | 21.21                          | 13.45 | 1.21 | 0.00 | 2.82 | 1.16 | 0.88 |

\* Based on 2014 Peer Small Business Data -- US and PR

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

\*\*\* Source Data - Dun and Bradstreet (2014).

**Table 7. Geographic Distribution of Small Loans to Farms**

| Geographic Distribution: SMALL LOANS TO FARMS |       |                  | Geography: STATE OF VERMONT |              |                             |              | Evaluation Period: JANUARY 1, 2014 TO JUNE 30, 2015 |              |                          |              |                                |      |      |      |     |
|---|-------|------------------|-----------------------------|--------------|-----------------------------|--------------|---|--------------|--------------------------|--------------|--------------------------------|------|------|------|-----|
| 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 |
| <b>Full Review:</b>                           |       |                  |                             |              |                             |              |   |              |                          |              |                                |      |      |      |     |
| Burlington-South Burlington,<br>VT MSA        | 0     | 0.00             | 0.72                        | 0.00         | 24.08                       | 0.00         | 49.58   | 0.00         | 25.63                    | 0.00         | 0.00                           | 0.00 | 0.00 | 0.00 |     |
| <b>Limited Review:</b>                        |       |                  |                             |              |                             |              |   |              |                          |              |                                |      |      |      |     |
| Vermont Non-MSA                               | 0     | 0.00             | 0.00                        | 0.00         | 4.35                        | 0.00         | 72.26   | 0.00         | 23.39                    | 0.00         | 0.00                           | 0.00 | 0.00 | 0.00 |     |

\* Based on 2014 Peer Small Business Data -- US and PR

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

\*\*\* Source Data - Dun and Bradstreet (2014).

**Table 8. Borrower Distribution of Home Purchase Loans**

| Borrower Distribution: HOME PURCHASE |                           |              | Geography: STATE OF VERMONT |                  |                           |                  | Evaluation Period: JANUARY 1, 2014 TO JUNE 30, 2015 |                  |                        |                  |               |      |      |      |      |
|--------------------------------------|---------------------------|--------------|-----------------------------|------------------|---------------------------|------------------|---|------------------|------------------------|------------------|---------------|------|------|------|------|
| 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**** | % Families46              | % BANK Loans**** | % Families***                                       | % BANK Loans**** | % Families***          | % BANK Loans**** | Overall       | Low  | Mod  | Mid  | Upp  |
| <b>Full Review:</b>                  |                           |              |                             |                  |                           |                  |   |                  |                        |                  |               |      |      |      |      |
| Burlington-South Burlington, VT MSA  | 25                        | 32.47        | 18.13                       | 4.00             | 18.89                     | 24.00            | 23.47   | 12.00            | 39.51                  | 60.00            | 0.63          | 0.54 | 0.78 | 0.27 | 0.82 |
| <b>Limited Review:</b>               |                           |              |                             |                  |                           |                  |   |                  |                        |                  |               |      |      |      |      |
| Vermont Non-MSA                      | 52                        | 67.53        | 17.78                       | 7.69             | 18.32                     | 19.23            | 22.42   | 21.15            | 41.47                  | 51.92            | 1.49          | 3.92 | 0.53 | 1.57 | 1.55 |

\* Based on 2014 Peer Mortgage Data -- US and PR

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

\*\*\* Percentage of Families is based on the 2010 Census information.

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

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

**Table 9. Borrower Distribution of Home Improvement Loans**

| Borrower Distribution: HOME IMPROVEMENT |                              |              | Geography: STATE OF VERMONT |                  |                           |                  | Evaluation Period: JANUARY 1, 2014 TO JUNE 30, 2015 |                  |                        |                  |               |      |      |      |      |      |
|---|------------------------------|--------------|-----------------------------|------------------|---------------------------|------------------|---|------------------|------------------------|------------------|---------------|------|------|------|------|------|
| 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**** | % Families47              | % BANK Loans**** | % Families***                                       | % BANK Loans**** | % Families***          | % BANK Loans**** | Overall       | Low  | Mod  | Mid  | Upp  |      |
| <b>Full Review:</b>                     |                              |              |                             |                  |                           |                  |   |                  |                        |                  |               |      |      |      |      |      |
| Burlington-South Burlington, VT MSA     | 3                            | 30.00        | 18.13                       | 50.00            | 18.89                     | 0.00             | 23.47   | 50.00            | 39.51                  | 0.00             | 0.16          | 0.00 | 0.00 | 0.56 | 0.00 | 0.00 |
| <b>Limited Review:</b>                  |                              |              |                             |                  |                           |                  |   |                  |                        |                  |               |      |      |      |      |      |
| Vermont Non-MSA                         | 7                            | 70.00        | 17.78                       | 50.00            | 18.32                     | 50.00            | 22.42   | 0.00             | 41.47                  | 0.00             | 1.12          | 7.14 | 3.03 | 0.00 | 0.00 | 0.00 |

\* Based on 2014 Peer Mortgage Data -- US and PR

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

\*\*\* Percentage of Families is based on the 2010 Census information.

\*\*\*\* As a percentage of loans with borrower income information available. No information was available for 20.0% of loans originated and purchased by bank.

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

**Table 10. Borrower Distribution of Home Mortgage Refinance Loans**

| Borrower Distribution: HOME MORTGAGE REFINANCE |                                     |              | Geography: STATE OF VERMONT |                  |                           |                 | Evaluation Period: JANUARY 1, 2014 TO JUNE 30, 2015 |                  |                        |                 |               |      |      |      |      |
|--|-------------------------------------|--------------|-----------------------------|------------------|---------------------------|-----------------|---|------------------|------------------------|-----------------|---------------|------|------|------|------|
| 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**** | % Families48              | % BANK Loans*** | % Families***                                       | % BANK Loans**** | % Families***          | % BANK Loans*** | Overall       | Low  | Mod  | Mid  | Upp  |
| <b>Full Review:</b>                            |                                     |              |                             |                  |                           |                 |   |                  |                        |                 |               |      |      |      |      |
| Burlington-South Burlington, VT MSA            | 42                                  | 31.82        | 18.13                       | 7.14             | 18.89                     | 21.43           | 23.47   | 28.57            | 39.51                  | 42.86           | 1.69          | 1.51 | 1.68 | 1.46 | 1.91 |
| <b>Limited Review:</b>                         |                                     |              |                             |                  |                           |                 |   |                  |                        |                 |               |      |      |      |      |
| Vermont Non-MSA                                | 90                                  | 68.18        | 17.78                       | 15.56            | 18.32                     | 11.11           | 22.42   | 20.00            | 41.47                  | 53.33           | 3.20          | 6.83 | 2.76 | 2.46 | 3.07 |

\* Based on 2014 Peer Mortgage Data -- US and PR

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

\*\*\* Percentage of Families is based on the 2010 Census information.

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

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

**Table 11. Borrower Distribution of Small Loans to Businesses**

| Borrower Distribution: SMALL LOANS TO BUSINESSES |       |                           | Geography: STATE OF VERMONT                     |                  |  | Evaluation Period: JANUARY 1, 2014 TO JUNE 30, 2015 |                           |               |                         |  |
|--|-------|---------------------------|---|------------------|--|---|---------------------------|---------------|-------------------------|--|
| 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 |  |
| <b>Full Review:</b>                              |       |                           |   |                  |  |   |                           |               |                         |  |
| Burlington-South Burlington,<br>VT MSA           | 130   | 52.21                     | 71.97   | 67.69            | 92.31  | 3.85  | 3.85                      | 2.04          | 3.17                    |  |
| <b>Limited Review:</b>                           |       |                           |   |                  |  |   |                           |               |                         |  |
| Vermont Non-MSA                                  | 119   | 47.79                     | 72.86   | 73.95            | 96.64  | 1.68  | 1.68                      | 1.21          | 1.97                    |  |

\* Based on 2014 Peer Small Business Data -- US and PR

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

\*\*\* Businesses with revenues of \$1 million or less as a percentage of all businesses (Source D&amp;B - 2014).

\*\*\*\* Small loans to businesses with revenues of \$1 million or less as a percentage of all loans reported as small loans to businesses. No information was available for 3.21% of small loans to businesses originated and purchased by the bank.

**Table 14. Qualified Investments**

| QUALIFIED INVESTMENTS                  |                           | Geography: STATE OF VERMONT |                            | Evaluation Period: JANUARY 1, 2012 TO JUNE 30, 2015 |                   |           |            |                        |           |
|--|---------------------------|-----------------------------|----------------------------|---|-------------------|-----------|------------|------------------------|-----------|
| Assessment Area:                       | Prior Period Investments* |                             | Current Period Investments |   | Total Investments |           |            | Unfunded Commitments** |           |
|  | #                         | \$(000's)                   | #                          | \$(000's)   | #                 | \$(000's) | % of Total | #                      | \$(000's) |
| <b>Full Review:</b>                    |                           |                             |                            |   |                   |           |            |                        |           |
| Burlington-South Burlington,<br>VT MSA | 0                         | 0                           | 9                          | 3,705   | 9                 | 3,705     | 27.29      | 0                      | 0         |
| <b>Limited Review:</b>                 |                           |                             |                            |   |                   |           |            |                        |           |
| Vermont Non-MSA                        | 1                         | 2,317                       | 25                         | 5,845   | 26                | 8,162     | 60.11      | 1                      | 3,448     |
| Vermont Statewide                      | 1                         | 1,709                       |                            |   | 1                 | 1,709     | 12.59      |                        |           |

\* '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 VERMONT                 |     |     |     |                                       |       |       |       |  |  |
|---|--------------------------------|--------------------|--------------------------------|---|-------|-------|-------|--------------------------|----------------------|---|-----|-----|-----|---------------------------------------|-------|-------|-------|--|--|
| MA/Assessment Area:   | Deposits                       | Branches           |                                |   |       |       |       | Branch Openings/Closings |                      |   |     |     |     | Population                            |       |       |       |  |  |
|   | % of Rated Area Deposits in AA | # of BANK Branches | % of Rated Area Branches in AA | Location of Branches by Income of Geographies (%) |       |       |       | # of Branch Openings     | # of Branch Closings | Net change in Location of Branches (+ or -) |     |     |     | % of Population within Each Geography |       |       |       |  |  |
|   | Low                            | Mod                | Mid                            | Upp   | Low   | Mod   | Mid   |                          |                      | Low   | Mod | Mid | Upp | Low                                   | Mod   | Mid   | Upp   |  |  |
| <b>Full Review:</b>   |                                |                    |                                |   |       |       |       |                          |                      |   |     |     |     |                                       |       |       |       |  |  |
| Burlington-South Burlington, VT MSA                                 | 38.48                          | 6                  | 30.00                          | 0.00  | 33.33 | 33.33 | 33.33 | 0                        | 0                    | 0   | 0   | 0   | 0   | 1.54                                  | 20.24 | 53.87 | 24.35 |  |  |
| <b>Limited Review:</b>  |                                |                    |                                |   |       |       |       |                          |                      |   |     |     |     |                                       |       |       |       |  |  |
| Vermont Non-MSA   | 61.52                          | 14                 | 70.00                          | 0.00  | 21.43 | 71.43 | 7.14  | 0                        | 0                    | 0   | 0   | -2  | 0   | 0.10                                  | 10.01 | 72.35 | 17.54 |  |  |