VIA ELECTRONIC DELIVERY

October 5, 2026

Stephen Lybarger, Senior Deputy Comptroller
Chartering, Organization, Structure
Office of the Comptroller of the Currency
400 7th Street, SW
Washington, DC 20219

Re: Charter Application & Confidential Treatment Request for Rain National Trust Bank

Dear Senior Deputy Comptroller Lybarger,

On behalf of the organizers[1] of the proposed Rain National Trust Bank ("**RNTB**" or the "**Bank**") and Signify Holdings, Inc. ("**Company**") as the sponsoring organization of the Bank, we respectfully submit an application to the Office of the Comptroller of the Currency (the "**OCC**") to charter the Bank as a *de novo* uninsured national trust bank (the "**Application**").

CONFIDENTIAL TREATMENT REQUESTED

The Application is presented in two volumes – a public exhibits volume and a confidential exhibits volume. The information contained in the separately provided confidential volumes (collectively, the "**Confidential Information**") includes information regarding the business strategies and plans of the Company and the Bank, and other information of a similar nature, the public disclosure of which would result in substantial competitive harm to the Company and the Bank; we request that such information is exempt from disclosure under 5 USC 552(b)(4) and 12 CFR 4.12(b)(4). The Confidential Information also includes confidential Interagency Biographical and Financial Reports (each an "**IBFR**") that contains non-public personal information, the public disclosure of which would constitute an unwarranted invasion of personal privacy and thus, we request that such information be exempt from public disclosure under 5 USC 552(b)(6) and 12 CFR 4.12(b)(6). Finally, we also request that confidential treatment be afforded to any memoranda, notes or other writings of any kinds whatsoever made by any employee, agent or any person under the control of the OCC (or any other government agency) that incorporate, include or related to any of the matters referred to in the confidential volume.

We also request that, if the OCC should make a preliminary determination not to comply with the request for confidential treatment, the Company and the Bank be given notice thereof with ample time to allow for an appropriate submission explaining the need to preserve the information in confidence. If the Confidential Information is the subject of a FOIA request or a request or demand for disclosure by any governmental agency, Congressional office or committee, or court or grand jury, we request, pursuant to the OCC's regulations, that you notify us and our counsel prior to making such disclosure. We further request that we be furnished with a

[1] As set forth in the enclosed application, the organizers of Rain National Trust Bank are Farooq Malik, Charles Yoo-Naut, Brandon Soto, Kevin Carr and Chris Lee.

copy of all written materials pertaining to such request and be given sufficient advance notice of any intended release so that they may, if deemed necessary or appropriate, pursue any available remedies.

Legal notice of this Application is being published. An affidavit of publication will be provided supplementally.

Please contact me if you have any questions regarding the enclosed Application.

Sincerely,

Jenny Small

Jenny Small
Head of Regulatory Strategy
Signify Holdings, Inc.
Proposed General Counsel of RNTB

Cc: Sebastian Astrada
Deputy Comptroller
Chartering, Organization & Structure
OCC

Megan Robeldo
Licensing Analyst
Chartering, Organization & Structure
OCC

Brandon Soto
Proposed President and CEO of RNTB
Signify Holdings, Inc.

Lawrence D. Kaplan
Chair, Bank Regulatory Group
Paul Hastings LLP

Enclosures

Rain National Trust Bank

(Proposed)

INTERAGENCY CHARTER APPLICATION

Public Volume

Volume 1
(1 of 3 Volumes)

Contact Person:
Jenny Small
Head of Regulatory Strategy
SIGNIFY HOLDINGS, INC.
2810 N Church St, Suite 59466
Wilmington, Delaware 19802
jenny@rain.xyz

INTERAGENCY CHARTER AND FEDERAL DEPOSIT INSURANCE APPLICATION

(Check all appropriate boxes.)

Type of Charter

- [x] National Bank
- [ ] State Bank
- [ ] Federal Savings Bank or Association
- [ ] State Savings Association
- [ ] Other

Chartering Agency

- [x] Comptroller of the Currency
- [ ] State

Special Focus

- [ ] Community Development
- [ ] Cash Management
- [x] Trust
- [ ] Bankers' Bank
- [ ] Credit Card [ ] Non-CEBA [ ] CEBA
- [ ] Other

Type of Insurance Application

- [x] De Novo
- [ ] Operating Noninsured Institution
- [ ] Other

Federal Reserve Status

- [x] Member Bank
- [ ] Nonmember Bank

For OCC: [x] Standard [ ] Expedited

Proposed Depository Institution (institution)

Name: Rain National Trust Bank

Street: 130 Mercer Street City: New York State: NY Zip: 100 12

Holding Company Identifying Information (if applicable)

Name: Signify Holdings, Inc.

Street: 2810 N Church St, Suite 59466 City: Wilmington State: DE Zip: 19802

Contact Person

Name: Jenny Small

Title/Employer: Head of Regulatory Strategy, Signify Holdings, Inc.

Street: 2810 N Church St, Suite 59466 City: Wilmington State: DE Zip: 19802

Phone #: 646-397-9675 Fax #: E-mail Address: jenny@rain.xyz

RAIN NATIONAL TRUST BANK CHARTER APPLICATION
LIST OF EXHIBITS

PUBLIC EXHIBITS, VOLUME 1

EXHIBIT DESCRIPTION	EXHIBIT
Form of Public Notice	A
Residency Waiver Request	B
Form of Oath of the Bank Director	C

CONFIDENTIAL EXHIBITS, VOLUME 2

EXHIBIT DESCRIPTION	EXHIBIT
Business Plan	D
Proposed Articles of Association	E
Proposed Bylaws	F
Form of Stock Certificate	G
Contact Person Designation	H
Financial Projections	I
Corporate Background & Financial Report of Signify Holdings, Inc.	J
Resumes	K
Signify Holdings, Inc. Incentive Plan	L

CONFIDENTIAL IBFR EXHIBITS, VOLUME 2-B

EXHIBIT DESCRIPTION	EXHIBIT
IBFRs	IBFR

INTERAGENCY CHARTER & FEDERAL DEPOSIT INSURANCE APPLICATION
SECTION IV QUESTIONS & ANSWERS

1. OVERVIEW

(a) Provide a brief overview of the application. The overview should describe the institution's business and any special market niche, including the products, market, services, and any nontraditional activities.

Signify Holdings, Inc. (the "**Sponsor**" or the "**Company**"), acting through the named organizers ("**Organizers**"), proposes to organize Rain National Trust Bank ("**RNTB**" or the "**Bank**"). Upon approval, RNTB will be a *de novo* national trust bank chartered by the Office of the Comptroller of the Currency (the "**OCC**"), pursuant to Sections 21 *et seq*. of the National Bank Act (the "**NBA**"), exercising fiduciary powers under 12 USC 92a, located in New York, New York. RNTB will not have deposit insurance from the Federal Deposit Insurance Corporation.

The Company is a financial technology company founded in 2021 and operates payments infrastructure that brings together accounts, cards, and global money movement on stablecoin rails through a single unified application programming interface. Enterprises use the Company's platform to access compliant payment programs and modern settlement infrastructure.

Upon establishment, RNTB proposes three primarily business lines for institutional clients: (1) fiduciary custody of assets, (2) stablecoin issuance, and (3) stablecoin reserve management. These activities are described in detail in RNTB's confidential business plan (the "**Confidential Business Plan**") attached as Confidential Exhibit D.

(b) Describe any issues about the permissibility of the proposal with regard to applicable state or federal laws or regulations. Identify any regulatory waiver requests and provide adequate justification.

This application (the "**Application**") is made pursuant to the NBA. The OCC is authorized to charter national banks pursuant to the NBA. In 1978, Congress specifically confirmed the OCC's general authority to charter national banks that limit their operations to those of a trust company and activities related thereto. The operations of a trust company typically include performing fiduciary activities, as well as other activities that may be non-fiduciary in nature. Custody and safekeeping activities were fully within the activities of both bank trust departments and limited purpose trust companies in 1978 and remain so today. The OCC has also concluded that issuance of U.S. dollar-backed stablecoins and stablecoin reserve management are permissible operations of a trust company or activities related thereto under 12 USC 27(a) and the GENIUS Act. Accordingly, RNTB's proposed fiduciary custody, stablecoin issuance, and reserve management are consistent with 12 USC 27(a) as operations of a trust company or activities related thereto.

The Organizers are not aware of any issues concerning the permissibility of RNTB or the activities detailed in the proposed Confidential Business Plan with regard to applicable state or federal laws or regulations. The proposed activities of RNTB are described in detail in the Confidential Business Plan attached as Confidential Exhibit D.

Request for waivers

- Residency Waiver: Please see RNTB's Residency Waiver Request, provided as Public Exhibit B.

- Waiver for the financial portions of each IBFR: As the Company will be the sole source of financial strength for RNTB, and pursuant to 12 CFR 5.20(i)(3)(ii) and the Comptroller's Licensing Manual, the Organizers are requesting a waiver from the requirements for officers and directors to complete the financial portion of the Interagency Biographical and Financial Reports ("**IBFR**"). The IBFRs for each proposed director and senior executive office ("**SEO**") and the Company's Corporate Background and Financial Report are provided in the Confidential Volumes.

(c) List and provide a copy of all applications filed in conjunction with this proposal, such as applications for holding company, trust powers, branch offices, service corporations, and other subsidiaries.

As provided under 12 CFR 5.20(h)(7), through this Application, the Organizers are requesting for RNTB to have the authority to exercise fiduciary powers under 12 USC 92a and perform activities consistent with 12 CFR Part 9. The information required under 12 CFR 5.26 in connection with that request is as follows:

(a) RNTB proposes to exercise full fiduciary powers;

(b) RNTB's capital and surplus will be sufficient to satisfy all applicable requirements imposed by federal law on national banks, trust banks and other entities exercising comparable fiduciary powers;

(c) Sufficient biographical information on trust management is being provided in connection with this Application under Confidential IBFR Volume 3;

(d) The fiduciary powers that RNTB intends to exercise are not in contravention of applicable laws and will be conducted at the Bank's main office in New York, New York.

For further information on RNTB's proposed exercise of fiduciary powers, please see the Confidential Business Plan under Confidential Exhibit D.

(d) When available, provide a copy of all public or private offering materials and the proposed form of stock certificate, including any required restrictive legends.

There will not be public or private offering materials. The proposed form of stock certificate is provided at Confidential Exhibit G.

(e) Provide a copy of the proposed articles of association, articles of incorporation, or charter, and proposed bylaws.

Copies of the proposed Articles of Association and proposed Bylaws are provided at Confidential Exhibits E and F, respectively.

(f) Provide a copy of the business plan. The business plan should address, at a minimum, the topics contained in the appropriate regulatory agency's Business Plan Guidelines.

A copy of the Confidential Business Plan is provided at Confidential Exhibit D.

2. Management

(a) Provide a list of the organizers, proposed directors, senior executive officers, and any individual, or group of proposed shareholders acting in concert, that will own or control 10 percent or more of the institution's stock. For each person listed, attach an Interagency Biographical and Financial Report, a fingerprint card, and indicate all positions and offices currently held or to be held with the institution's holding company and its affiliates, if applicable. Include the signed "Oath of Director" for each proposed director. For an FSA filing, provide a RB 20a Certification for each person listed.

The Organizers of RNTB, several of whom will be directors upon organization of RNTB, are:

(1) Farooq Malik
(2) Charles Yoo-Naut
(3) Brandon Soto
(4) Kevin Carr
(5) Chris Lee

An IBFR for each Organizer is provided in Confidential Volume 2-B.

Mr. Malik will serve as the Chair; Mr. Yoo-Naut, Mr. Soto, and Mr. Carr will be on the Board. In addition, Beth Wheeler, Matthew Homer, and Eric Garretson will serve as independent directors.

RNTB's sole shareholder will be the Company. Both Mr. Malik and Mr. Yoo-Naut own more than ten percent of the Company.

RNTB's proposed senior executive officers are as follows:

- President and Chief Executive Officer ("**CEO**"): Brandon Soto
- Chief Technology Officer ("**CTO**"): Charles Yoo-Naut
- Chief Risk Officer ("**CRO**"): Kevin Carr
- Chief Financial Officer ("**CFO**"): Chris Lee
- Chief Information Security Officer ("**CISO**"): Todd Aument
- Chief Trust and Operating Officer ("**CTOO**"): To-be-Identified

An IBFR for each proposed officer and director is provided in Confidential Volume 2-B.

A form of Oath of the Bank Director for each proposed director is provided as Public Exhibit C to this Application.

Each of RNTB's proposed directors will own a qualifying equity interest in the Company prior to RNTB commencing operations, as required by Section 72 of the National Bank Act and 12 CFR 7.2005.

(b) Describe each proposed director's qualifications and experience to serve and oversee management's implementation of the business plan. Describe the extent, if any, to which directors or major stockholders are or will be involved in the day-to-day management of the institution. Also list the forms of compensation, if any.

RNTB's proposed directors, collectively, have significant qualifications and experience relevant to overseeing management's implementation of the business plan, including in banking, trust operations, financial technology, and digital assets. These qualifications as summarized as follows:

DIRECTORS

- **Farooq Malik (Organizer, Chair of the Board):** Farooq Malik is a co-founder and CEO of the Company and has led it since its founding in 2021, during which time the Company built its stablecoin-based settlement infrastructure and obtained principal membership with Visa and Mastercard. Before founding the Company, Farooq spent several years in public finance and institutional investing, including at the North American Development Bank, where he oversaw capital allocation, investment strategy, and risk management.

- **Charles Yoo-Naut (Organizer, Director, CTO):** Charles Yoo-Naut is a co-founder of the Company and has led its engineering, product, and design functions since 2021, including the design and construction of the technology underlying the Company's stablecoin-based payment and settlement platform. Before founding the Company, Charles founded Playbook HR, a contractor management company later acquired by Intuit, where he then served as a Principal Engineer and technical lead on the QuickBooks team.

- **Brandon Soto (Organizer, Director, CEO/President):** Brandon Soto is a senior banking and financial services executive with more than 25 years of experience in banking, finance, payments, and financial technology, including direct experience establishing, operating, and overseeing regulated banking organizations through formation and growth. He served as Executive Vice President and CFO of Coastal Financial Corporation and its subsidiary Coastal Community Bank, as CFO of Square Financial Services, Inc., where he was a member of the management team that established the Utah-chartered industrial bank, and as CFO of Green Dot Bank.

- **Kevin Carr (Organizer, Director, CRO):** Kevin Carr brings more than 25 years of experience in finance and banking. He serves as Chief Risk and Compliance Officer of the Company, where he built and leads the risk and compliance program governing a stablecoin-based payment platform. He previously served as Vice President at Unit Finance, as Head of Financial Crimes Compliance for a state-chartered trust company, and in senior roles at the U.S. Department of the Treasury, including as Senior Advisor to the Undersecretary of International Affairs.

INDEPENDENT DIRECTORS

- **Beth Wheeler (Director):** Beth Wheeler brings more than 30 years of trust, audit, and banking experience, including senior leadership roles at state trust companies, national trust banks, and federal savings banks. She is the founder of Fiduciary Management Solutions, LLC, serves as Chief Trust Officer, Treasurer, and director of Surus Trust Company, a North Carolina state-chartered trust company, and previously served as the named Chief Trust Officer for the proposed de novo Paxos National Trust Bank and as Chief Trust Officer of CertusBank, N.A. and Reliance Trust Company.

- **Eric Garretson (Director):** Eric Garretson brings approximately 30 years of banking, finance, and accounting experience, including more than 23 years as Executive Vice President and CFO of nbkc bank, where he was responsible for financial reporting, capital planning, and funding strategy and led the bank's fintech strategy. He has served on the board of directors of nbkc bank since January 2026 and began his career as an auditor at Deloitte.

- **Matthew Homer (Director):** Matthew Homer brings nearly 20 years of experience across banking regulation, digital asset supervision, and financial technology. He served as the first Executive Deputy Superintendent for Research and Innovation at the New York State Department of Financial Services, where he oversaw the licensing, supervision, and examination of virtual currency businesses and limited

purpose trust companies, and he has served as an independent board member of regulated digital asset trust institutions, including Gemini Trust Company and Standard Custody & Trust Co.

Director compensation is also set forth in the pro forma financial projections in Confidential Exhibit I.

In addition to the IBFRs, to support each director's qualifications and experience, resumes provided of each proposed director is provided as Confidential Exhibit K.

(c) Provide a list of board committees and members.

RNTB will have two Board-level committees: the Fiduciary Audit Committee and the Risk & Compliance Committee.

Please refer to the Section IV of the Confidential Business Plan under Confidential Exhibit D for more details.

(d) Describe any plans to provide ongoing director education or training.

The Organizers recognize the importance of director fiduciary duties and believe that comprehensive training is instrumental to the safe and sound operations of a national bank. During the in-organization phase, the Organizers plan to develop a comprehensive training schedule and program. This program will include sessions conducted at board meetings on topics including legal, regulatory, compliance, business and risk. These sessions will be provided by appropriately qualified Bank personnel and will be supplemented by guest speakers as needed.

(e) Describe each proposed senior executive officer's duties and responsibilities and qualifications and experience to serve in his/her position. If a person has not yet been selected for a key position, list the criteria that will be required in the selection process. Discuss the proposed terms of employment, including compensation and benefits, and attach a copy of all pertinent documents, including an employment contract or compensation arrangement. Provide the aggregate compensation of all officers.

RNTB will be operated by a team of experienced bankers with expertise in trust operations and digital assets. Details on each SEO and supporting management and staffing is included Section IV in the Confidential Business Plan contained in Confidential Exhibit D.

(f) Describe any potential management interlocking relationships (12 U.S.C. 1467a(h)(2), 3201-3208, or applicable state law) that could occur with the establishment or ownership of the institution. Include a discussion of the permissibility of the interlock with regard to relevant law and regulations or include a request for an exemption.

Each independent director -- Ms. Wheeler, Messrs. Garretson and Homer currently serve as directors at other depository institution s for purposes of the Depository Institution Management Interlocks Act, 12 USC 3201–3208 and the OCC implementing regulation at 12 CFR Part 26 (collectively, "**DIMIA**"). with such experience lending to their strength as independent directors of RNTB.

Ms. Wheeler's current service at Surus Trust Company is scheduled to be completed by December 31, 2026, and thus poses no interlocks issues to RNTB upon its commencement of operations.

Mr. Garretson currently is a director at NBKC Bank, in Kansas, City, Missouri.

Mr. Homer currently is a director at Standard Custody & Trust Company, LLC, a New York Limited Liability, uninsured Trust Company.

For the following reasons, the current dual service of each independent directors does not raise issues under DIMIA. In sum, under the DIMIA a management official (including a director) of a depository organization may not serve at the same time as a management official of an unaffiliated depository organization if the depository organizations in question (or a depository institution affiliate thereof) have offices in the same community; relevant metropolitan statistical area; or based on assets. 12 USC 3202 and 12 CFR 26.3. For purposes of the DIMIA and the rules and regulations of the OCC, a "depository institution" includes a trust company. 12 USC 3201(1); 12 CFR 26.2(f).

As RNTB will be located in New York, New York, Mr. Homer's service at Standard Custody & Trust Company reflects service in the same community as RNTB, but as discussed below, such dual service is not in violation of the DIMIA. Ms. Wheeler and Mr. Garretson's dual service is not in the same community as RNTB, nor the same RMSA or at depository institutions having assets triggering the major assets prohibition.

Mr. Homer's proposed interlock is permissible as RNTB seeks to be chartered as special purpose, uninsured national trust banks that do not accept deposits or make loans. Guidance by the Federal Reserve Board ("**Federal Reserve**") under the DIMIA provides that trust companies with these characteristics are not considered to be "depository institutions" for purposes of the DIMIA and do not fall within the scope of the DIMIA. *See* Letter from Scott G. Alvarez, General Counsel of the Federal Reserve Board to Bradley K. Sabel (Apr. 3, 2009); *see also* Order Approving Notice to Engage in Certain Nonbanking Activities and Application to Become a Member of the Federal Reserve System, n.12 (Dec. 4, 1996). In accordance with the statutory mandate of Section 303 of the Riegle Community Development and Regulatory Improvement Act of 1994, 12 USC 4803 ("**CDRIA**"), each of the federal banking agencies—which includes the OCC and the Federal Reserve—uniformly interpret their regulations and guidelines implementing common statutory or supervisory policies, and thus, in the event the OCC were to consider my dual service as subject to the DIMIA. We respectfully request that the OCC follow the Federal Reserve's guidance with respect to treatment of non-depository trust companies under the DIMIA.

Even if the OCC were to deviate from the interpretation of the Federal Reserve and assert that the DIMIA should be deemed applicable, the relevant community prohibition is not triggered because of each of RNTB and Standard Custody's lack of any deposits, and would qualify under the small market share exemption set forth in 12 CFR 26.5, which provides that a management interlock that is prohibited by 12 CFR 26.3 is permissible, if:

(1) The interlock is not prohibited by 12 CFR 26.3(c) [addressing major assets]; and
(2) The depository organizations (and their depository institution affiliates) hold, in the aggregate, *no more than 20 percent of the deposits in each [relevant metropolitan statistical area] or community* in which both depository organizations (or their depository institution affiliates) have offices… [emphasis added].

Moreover, in the case of Mr. Homer, because of the service in the same community as RNTB, even if the proposed interlock met one of the prohibitions, which it does not, under 12 CFR 26.6, the OCC would be authorized by order issued following receipt of an application, to exempt such interlock from the prohibitions of the DIMIA if the OCC finds that the interlock would not result in a monopoly or substantial lessening of competition and would not present safety and soundness concerns. In reviewing an application for an exemption under 12 CFR 26.6, the OCC applies a rebuttable presumption that an interlock will not result in a monopoly or substantial lessening of competition if the depository organization seeking to add a management official "is a depository institution that has been chartered for less than two years." 12 CFR 26.6(b)(3). Here, RNTB is a proposed *de novo* institution, pending formal chartering. Accordingly, the OCC

would have a strong basis to support an order that the proposed management interlock of Mr. Homer is exempt from the prohibitions of the DIMIA, if applicable.

(g) Describe any potential conflicts of interest.

The Organizers are not aware of any potential conflicts of interest with respect to RNTB. RNTB will comply with 12 CFR 9.12. RNTB will adopt a conflicts of interest policy and address any potential conflicts of interest consistent with that policy.

(h) Describe any transaction, contract, professional fees, or any other type of business relationship involving the institution, the holding company, and its affiliates (if applicable), and any organizer, director, senior executive officer, shareholder owning or controlling 10 percent or more, and other insiders. Include professional services or goods with respect to organizational expenses and bank premises and fixed asset transactions. (Transactions between affiliates of the holding company that do not involve the institution need not be described).

1) State whether the business relationship is made in the ordinary course of business, is made on substantially the same terms as those prevailing at the time for comparable transactions with non-insiders, and does not present more than the normal risk of such transaction or present other unfavorable features.

2) Specify those organizers that approved each transaction and whether the transaction was disclosed to proposed directors and prospective shareholders.

3) Provide all relevant documentation, including contracts, independent appraisals, market valuations, and comparisons.

For additional information regarding transactions with affiliates, please see Section III of the Confidential Business Plan as set forth in Confidential Exhibit D. The Organizers anticipate RNTB executing intercompany services agreements between the Bank and its affiliates for purposes of leveraging accounting, finance, tax, audit, information technology, human resources, and security services from affiliates.

There are no such transactions involving the Company and any organizer, director, SEO, shareholder owning or controlling ten percent or more of the Company, or any other insiders.

(i) Describe all stock benefit plans of the institution and holding company, including stock options, stock warrants, and other similar stock-based compensation plans, for senior executive officers, organizers, directors, and other insiders. Include in the description:

1) The duration limits.

2) The vesting requirements.

3) Transferability restrictions.

4) Exercise price requirements.

5) Rights upon termination.

6) Any "exercise of forfeiture" clause.

7) Number of shares to be issued or covered by the plans.

Provide a list of participants, allocation of benefits to each participant, and a copy of each proposed plan. (Plans must conform to applicable regulatory guidelines.)

The Company's Stock Benefit Plan is provided as Confidential Exhibit L. RNTB as a wholly owned subsidiary, will not have its own stock benefit plan or a similar stock-based compensation plan.

3. Capital

(a) For each class of stock, provide the number of authorized shares, the number of shares to be issued, par value, voting rights, convertibility features, liquidation rights, and the projected sales price per share. Indicate the amount of net proceeds to be allocated to common stock, paid-in surplus, and other capital segregations.

RNTB will have a single class of voting common stock. Additional information regarding the terms of RNTB's voting common stock may be found in the Articles of Association provided in Confidential Exhibit E. Additional information regarding the capital structure of RNTB is included in Section VI of the Confidential Business Plan, provided as Confidential Exhibit D.

(b) Describe any noncash contributions to capital, and provide supporting documents for assigned values, including an independent evaluation or appraisal.

The Organizers do not intend for there to be any noncash contributions to capital.

(c) Discuss the adequacy of the proposed capital structure relative to internal and external risks, planned operational and financial assumptions, including technology, branching, and projected organization and operating expenses. Present a thorough justification to support the proposed capital, including any off-balance-sheet activities contemplated. Describe any plans for the payment of dividends.

Please refer to Section VI of the Confidential Business Plan provided as Confidential Exhibit D, which includes a detailed analysis of RNTB's proposed capital minimum and its adequacy.

(d) List all known subscribers to stock. For organizers, directors, 10 percent shareholders, senior executive officers, and other insiders, include the number of shares and anticipated investment and the amount of direct and indirect borrowings to finance the investment. Discuss how any debt will be serviced.

All shares of RNTB will be issued to the Company, its sole shareholder.

(e) List recipients and amounts of any fees, commissions, or other considerations in connection with the sale of stock.

No party will receive any fees, commission, or other consideration in connection with the sale of RNTB's common stock.

(f) Indicate whether the institution plans to file for S Corporation tax status.

The Organizers do not plan for RNTB to file for S Corporation tax status for RNTB.

4. Convenience and Needs of the Community

(a) Market Characteristics

1) Define the intended geographical market area(s). Include a map of the market area, pinpointing the location of proposed bank's offices and offices of competing depository institutions.

RNTB will maintain its office in New York, New York. RNTB expects to engage with clients across the United States as well as internationally. Please see Section III under the Confidential Business Plan under Confidential Exhibit D.

2) Describe the competitive factors the institution faces in the proposed market and how the institution will address the convenience and needs of that market to maintain its long-term viability.

RNTB will face a competitive landscape for operating, including other national trust banks, state trust companies, and other technology providers. RNTB's entrance will further buttress necessary optionality for clients related to digital asset financial services in a regulated perimeter. For a full discussion of both the necessity for increased services and RNTB's ability to address the convenience and needs of its target market and maintain long-term viability, please see Section III of the Confidential Business Plan, attached as Confidential Exhibit D.

3) Discuss the economic environment and the need for the institution in terms of population trends, income, and industry and housing patterns.

Please see Section III of the Confidential Business Plan, attached as Confidential Exhibit D.

(b) Community Reinvestment Act (CRA) Plan

1) Identify the assessment area(s) according to the CRA regulations.

2) Summarize the performance context for the institution based on the factors discussed in the CRA regulations.

3) Summarize the credit needs of the institution's proposed assessment area(s).

4) Identify the CRA evaluation test under which the institution proposes to be assessed.

5) Discuss the institution's programs, products, and activities that will help meet the existing or anticipated needs of its community(ies) under the applicable criteria of the CRA regulation, including the needs of low- and moderate-income geographies and individuals.

This CRA is not applicable to a limited purpose trust company. The Organizers plan to limit the operations of RNTB to those of a trust company and operations related thereto and will not grant credit to the public in the ordinary course of business. *See* 12 CFR 25.11(c)(3).

5. Premises and Fixed Assets

(a) Provide a physical description for permanent premises and discuss whether they will be publicly and handicapped accessible. Indicate the level and type of property insurance to be carried.

RNTB's premises will be co-located with the Company at its future premises at 130 Mercer Street, New

York, New York, 10012. The building is accessible for persons with disabilities and meets regulatory standards in this regard. The office will not be publicly accessible. The Company plans to carry general property insurance to cover these premises.

(b) If the permanent premises are to be purchased, provide name of seller, purchase price, cost and description of necessary repairs and alterations, and annual depreciation. If the premises are to be constructed, provide the name of the seller, the cost of the land, and the construction costs. Indicate the percentage of the building that will be occupied by the bank. Provide a copy of the appraisal.

Not applicable. RNTB will not purchase or construct its premises. RNTB's office will be within premises leased by the Company.

(c) If the permanent premises are to be leased, provide name of owner, terms of the lease, and cost and description of leasehold improvements. Provide a copy of the proposed lease when available.

RNTB's office will be within premises leased by the Company.

(d) If temporary quarters are planned, provide a description of interim facility, length of use, lease terms, and other associated commitments and costs.

Not Applicable. Temporary quarters are not planned.

(e) State whether proposed premises and fixed asset expenditures conform to applicable statutory limitations.

RNTB's proposed premises and fixed asset expenditures will conform to applicable statutory limitations.

(f) Outline the security program that will be developed and implemented, including the security devices.

RNTB's security program is discussed in Section V of the Confidential Business Plan as set forth in Confidential Exhibit D.

(g) Discuss any significant effect the proposal will have on the quality of the human environment. Include in the discussion changes in air and/or water quality, noise levels, energy consumption, congestion of population, solid waste disposal, or environmental integrity of private land within the meaning of the National Environmental Policy Act, 42 U.S.C. 4321, et seq.

The proposed formation of RNTB and its anticipated activities are not expected to have a detrimental impact on the quality of the human environment.

(h) Describe any plan to establish branches or relocate the main office within the first three years. Any acquisition or operating expenses should be reflected in the financial projections.

There are no plans to establish branches or relocate the main office.

(i) Indicate if the establishment of the proposed main office and/or any branch site may affect any district, site, building, structure, or object listed in, or eligible for listing in, the National Register of Historic Places pursuant to the National Historic Preservation Act, 16 U.S.C. 470f. (See the Advisory Council on Historic Preservation at www.achp.gov for the Act and implementing regulations.) Specify how such determination was made:

1) Consultation with the State Historic Preservation Officer (SHPO) and/or Tribal Historic Preservation Officer (THPO) (when tribal lands or historic properties of significance to a tribe are involved).

2) Reviewed National Register of Historic Places (see www.nps.gov/nr).

3) Applied National Register criteria to unlisted properties.

4) Reviewed historical records.

5) Contact with preservation organizations.

6) Other (describe).

There are no plans for RNTB to have a main office or site that is listed in or eligible for listing in the National Register of Historical Places.

As appropriate, provide a copy of any documentation of consultation with the SHPO and/or THPO. *You are reminded that if a historic property may be affected, no site preparation, demolition, alterations, construction or renovation may occur without the appropriate regulatory agency's authorization.*

6. Information Systems

(a) State whether the institution plans to market its products and services (the ability to do transactions or account maintenance) via electronic means. If yes, specifically state the products and services that will be offered via electronic banking or the Internet.

RNTB's services will be offered electronically. *See* the Confidential Business Plan as set forth in Confidential Exhibit D.

(b) Outline the proposed or existing information systems architecture and any proposed changes or upgrades. The information should describe how: (1) the information system will work within existing technology; (2) the information system is suitable to the type of business in which the institution will engage; (3) the security hardware, software, and procedures will be sufficient to protect the institution from unauthorized tampering or access; and (4) the organizers and directors will allocate sufficient resources to the entire technology plan.

See Section V of the Confidential Business Plan as set forth in Confidential Exhibit D.

(c) Provide lists or descriptions of the primary systems and flowcharts of the general processes related to the products and services. The level of detail in these system descriptions should be sufficient to enable verification of the cost projections in the *pro formas*.

See Appendix C of the Confidential Business Plan as set forth in Confidential Exhibit D.

(d) Estimate the start-up budget for the information systems related to the products and services and the expected annual operating and maintenance costs (including telecommunications, hardware, software, and personnel).

See Section VI of the Confidential Business Plan as set forth in Confidential Exhibit D.

(e) Describe the physical and logical components of security. Describe the security system and discuss the technologies used and key elements for the security controls, internal controls, and audit procedures. Discuss

the types of independent testing the institution will conduct to ensure the integrity of the system and its controls.

See Section V of the Confidential Business Plan as set forth in Confidential Exhibit D.

(f) Describe the information security program that will be in place to comply with the "Interagency Guidelines Establishing Standards for Safeguarding Customer Information."

See Section V of the Confidential Business Plan as set forth in Confidential Exhibit D.

7. Other Information

(a) List activities and functions, including data processing, that will be outsourced to third parties, identifying the parties and noting any affiliations. Describe all terms and conditions of the vendor management activities and provide a copy of the proposed agreement when available. Describe the due diligence conducted and the planned oversight and management program of the vendors' or service providers' relationships (for general vendor management guidance, see the Appendix of the FFIEC's guidance, Risk Management of Outsourced Technology Services).

See Section V of the Confidential Business Plan as set forth in Confidential Exhibit D.

(b) List all planned expenses related to the organization of the institution and include the name of recipient, type of professional service or goods, and amount. Describe how organization expenses will be paid.

RNTB's organizational expenses include fees for legal advisers, consultants, and tax experts. Organizational expenses have been or will be paid by the Company as the Sponsor of the Bank's Application. The Bank will not incur or reimburse the Company for expenses incurred in advance of the Bank's opening, and these organizational expenses are not reflected in the pro forma financial statements.

(c) Provide evidence that the institution will obtain sufficient fidelity coverage on its officers and employees to conform with generally accepted banking practices.

RNTB will obtain sufficient fidelity coverage on its officers and employees and will review the coverage on at least an annual basis to confirm it is sufficient and in line with OCC requirements.

(d) If applicable, list names and addresses of all correspondent depository institutions that have been established or are planned.

The Bank may establish correspondent banking relationships. The Bank will ensure that all correspondent banking relationships meet its due diligence standards. A list of all correspondent depository institutions will be made available to the OCC in connection with the formation and pre-opening examination.

(e) Provide a copy of management's policies for loans, investments, liquidity, funds management, interest rate risk, and other relevant policies. Provide a copy of the Bank Secrecy Act program. Contact the appropriate regulatory agencies to discuss the specific timing for submission.

Copies of relevant policies to follow.

(f) For Federal Savings Banks or Associations, include information addressing the proposed institution's compliance with qualified thrift lender requirements.

Not applicable.

(g) If the institution is, or will be, affiliated with a company engaged in insurance activities that are subject to supervision by a state insurance regulator, provide:

1) The name of insurance company.

2) A description of the insurance activity that the company is engaged in and has plans to conduct.

3) A list of each state and the lines of business in that state in which the company holds, or will hold, an insurance license. Indicate the state where the company holds a resident license or charter, as applicable.

Not applicable.

OCC CERTIFICATION

We, the organizers, certify that the information contained in this application has been examined carefully and is true, correct, and complete, and is current as of the date of this submission. We also certify that any misrepresentations or omissions of material facts with respect to this application, any attachments to it, and any other documents or information provided in connection with the application for the organization of the proposed financial institution and federal deposit insurance may be grounds for denial or revocation of the charter and/or insurance, or grounds for an objection to the undersigned as proposed director(s) or officer(s) of the proposed financial institution, and may subject the undersigned to other legal sanctions, including the criminal sanctions provided for in 18 U.S.C. 1001, 1007, and 1014. We request that examiners be assigned to make any investigations necessary.

We acknowledge that approval of this application is in the discretion of the appropriate federal banking agency or agencies. Actions or communications, whether oral, written, or electronic, by an agency or its employees in connection with this filing, including approval of the application if granted, do not constitute a contract, either express or implied, or any other obligation binding upon the agency, other federal banking agencies, the United States, any other agency or entity of the United States, or any officer or employee of the United States. Such actions or communications will not affect the ability of any federal banking agency to exercise its supervisory, regulatory, or examination powers under applicable law and regulations. We further acknowledge that the foregoing may not be waived or modified by any employee or agent of a federal banking agency or of the United States.

	Signature	Date	Typed Name
X	Farooq Malik Digitally signed by Farooq Malik Date: 2026.10.02 05:17:59 +09'00'		Farooq Malik
X	Charles Yoo-Naut Digitally signed by Charles Yoo-Naut Date: 2026.09.30 15:13:20 -04'00'		Charles Yoo-Naut
X	Brandon Soto Digitally signed by Brandon Soto Date: 2026.09.29 15:57:35 -06'00'		Brandon Soto
X	Kevin Carr Digitally signed by Kevin Carr Date: 2026.09.30 11:48:40 -04'00'		Kevin Carr
X	Chris Lee Digitally signed by Chris Lee Date: 2026.09.29 17:01:11 -05'00'		Chris Lee

Add Signature Line

PUBLIC EXHIBIT A

FORM PUBLIC NOTICE

(This notice will be published in New York Post on or about October 5, 2026).

An application to organize a national bank has been filed on the date of this publication with the Office of the Comptroller of the Currency.

The organizers, identified below, intending to organize and operate a national bank according to the provisions of the National Bank Act, as amended, submit an application to the Office of the Comptroller of the Currency for permission to organize a national bank, and propose as follows:

1. That the main office of the national bank will be located at 130 Mercer Street, New York, New York, 10012, in the city of New York in New York county in the state of New York.

2. That the national bank will have the following title: Rain National Trust Bank.

ORGANIZERS

The organizers and sponsoring organization of Rain National Trust Bank are:

- Farooq Malik, (San Antonio, Texas)
- Charles Yoo-Naut (New York, New York)
- Brandon Soto (Draper, Utah)
- Kevin Carr (Washington, DC)
- Chris Lee (Cypress, Texas)

Signify Holdings, Inc. 2810 N Church St, Suite 59466, Wilmington, Delaware 19802

Any person desiring to comment on this application may do so by submitting written comments within 30 days following the date of publication of this notice to Director for Licensing, Office of the Comptroller of the Currency, 400 7th St., NW, Washington, DC 20219, or by emailing LicensingPublicComments@occ.treas.gov.

A person who wishes to view the public file should submit a request to Director for Licensing, Office of the Comptroller of the Currency, 400 7th St., NW, Washington, DC 20219 or by emailing Licensing@occ.treas.gov.

PUBLIC EXHIBIT B

RESIDENCY WAIVER REQUEST

See attached.

Residency Waiver Request Attachment

Section 72 of the NBA requires that, absent a waiver from the Comptroller, directors of a national bank must reside:

(1) within the state in which RNTB is located; or
(2) within one hundred miles of the location of the office of RNTB for at least one year immediately preceding their election

Upon formation, RNTB will have a seven-member Board. Organizers have identified proposed directors with expertise and experience in various aspects of running a digital asset national trust bank, and as such, do not wish to limit the directors of the business to the physical location of the anticipated main office. Certain of RNTB's proposed directors (Messrs. Malik, Soto, Carr, Garretson and Ms. Wheeler) will not reside within New York or within one hundred miles of the Bank's main office and will not have so resided for at least one year immediately preceding their election. Thus, it is anticipated that a majority of the directors will not satisfy the residency requirement.

Granting the requested waivers will support the safety and soundness of RNTB to (i) attract and retain more experienced directors, (ii) collectively form a more diversified board than if the directors needed to satisfy a specific location residency requirement, and (iii) collectively form a board more reflective of RNTB's anticipated clientele and offerings.

The Organizers have concluded that the Board can provide effective oversight of RNTB's activities without needing to be physically located in New York, New York. As detailed in the Confidential Business Plan for RNTB in Confidential Exhibit D, the proposed business for RNTB is not a physical retail operation requiring in-person supervision of its operations. Meetings of the Board will be held in accordance with RNTB's proposed bylaws. Each of the proposed directors was selected because they bring unique experiences that separate them from other potential candidates.

Because Mr. Malik, Mr. Yoo-Naut, and Mr. Carr currently serve in executive-level roles at the Company, they are familiar with the Company's business, operations, and strategy. This familiarity will enhance the Board's ability to oversee RNTB efficiently and effectively as a newly regulated entity within the Company's organizational structure. In addition, the proposed directors have served in senior banking, financial services, risk and compliance, trust administration, and regulatory positions, which will benefit RNTB by ensuring it is overseen by directors with significant experience operating financial institutions in a regulated environment. For example, Mr. Malik, who will chair the Board, is a co-founder and the Chief Executive Officer of the Company and previously served in public finance and institutional investing roles, including at the North American Development Bank, where he oversaw capital allocation, investment strategy, and risk management. Mr. Yoo-Naut, a co-founder of the Company and its Chief Technology Officer, led the design and construction of the Company's stablecoin-based payment and settlement platform and previously held senior engineering positions at Intuit following its acquisition of Playbook HR, a company he founded. Mr. Carr, the proposed Chief Risk Officer, brings more than 25 years of experience in finance and banking, including as Chief Risk and Compliance Officer of the Company, Vice President at Unit Finance, where he managed compliance infrastructure for FDIC- and OCC-regulated sponsor banks, and in senior roles at the U.S. Department of the Treasury. Mr. Soto, the proposed President and Chief Executive Officer of RNTB, brings more than 25 years of experience in banking, finance, and payments, including as Executive Vice President and Chief Financial Officer of Coastal Financial Corporation and its subsidiary Coastal Community Bank, and as Chief Financial Officer of Square Financial Services, Inc., a subsidiary of Block, Inc., where he was a member of the management team that established the bank and guided it through the chartering and approval process.

As independent directors, Ms. Wheeler, Mr. Garretson, and Mr. Homer each bring decades of relevant experience. Ms. Wheeler has more than 30 years of trust, audit, and banking experience, including as Chief Trust Officer of Surus Trust Company, the named Chief Trust Officer of Paxos National Trust Bank (proposed) that initially received preliminary conditional approval in 2021, and senior trust roles at CertusBank, N.A. and Reliance Trust Company. Mr. Garretson brings approximately 30 years of banking, finance, and accounting experience, including more than 23 years as Executive Vice President and Chief Financial Officer of nbkc bank, and currently serves on its board of directors. Mr. Homer brings nearly 20 years of experience in banking regulation and digital asset supervision, including as the first Executive Deputy Superintendent for Research and Innovation at the New York State Department of Financial Services and as an independent board member of regulated digital asset trust institutions, including Gemini Trust Company and Standard Custody & Trust Co.

Each of the individuals requiring a waiver of residency is a highly qualified candidate who maintains the requisite experience to oversee the proposed business of RNTB.

All directors are citizens of the United States. Each director will have at least $1,000 in qualifying equity interest in Signify Holdings, Inc., which will wholly-own RNTB.

Residency Waiver Request

Applicant

Name: Rain National Trust Bank (proposed) | Charter Number: TBD

Street Address: 130 Mercer Street, New York, New York

City: New York | County: New York | State: NY | Zip Code: 10012

Parent Company Identifying Information *(if applicable):*

Name: Signify Holdings, Inc.

Street Address: 2810 N Church St, Suite 59466

City: Wilmington | State: DE | Zip Code: 19802

Contact Person:

Name: Jenny Small | Title: Head of Regulatory Strategy

Employer: Signify Holdings, Inc.

Street Address: 2810 N Church St, Suite 59466

City: Wilmington | State: DE | Zip Code: 19802

Phone No.: 646-397-9675 | Fax No.:

E-mail: jenny@rain.xyz

1. Overview

Include the following information:

For individual waivers:

- Name of individual seeking a residency waiver.

Not Applicable- applying for a multiple waiver of residency.

- The biographical portion only of the Interagency Biographical and Financial Report.

For multiple waivers:
If seeking multiple waivers of the residency requirement of 12 USC 72, so that a majority of the bank's directors will not be required to satisfy the residency requirement, indicate the number of board of directors who meet the residency requirements and number of directors who do not.

Of the proposed seven member board, two meet the requirement, five do not.

For all waivers:
Upon election to the board of directors and with the approval of this request, indicate the number of directors who reside in the state(s), territory, or district in which the bank has its main office or branches, or within 100 miles of the national bank's main office for at least one year immediately preceding their election, and the number of who do not.

Two directors will meet this requirement.

- Include a discussion of the proposed director's specific qualifications and experience, how (*he, she, they*) will carry out (*his, her, their)* duties and responsibilities effectively to ensure that the bank is meeting its operating goals, and how this waiver will support the safety and soundness of the bank.

Please see Residency Waiver Discussion hereby attached.

2. Other information

The applicant certifies it is aware of the citizenship and stock ownership requirements of the persons nominated to serve as directors on its board and will review their qualifications to ensure compliance with those requirements in 12 USC 72.

OCC CERTIFICATION

I certify that the bank's board of directors, shareholders or a designated official has authorized the filing of this application. I certify that the information contained in this application has been examined carefully and is true, correct, complete and current as of the date of this submission. Additionally, I agree to notify the OCC if the facts described in the filing materially change prior to receiving a decision or at any time prior to consummation of the action contemplated herein.

I acknowledge that any misrepresentation or omission of a material fact with respect to this application, any attachments to it, and any other documents or information provided in connection with this application may be grounds for denial of the application or revocation of its approval, and may subject the undersigned to legal sanctions, including the criminal sanctions provided for in Title 18 of the United States Code.

I acknowledge that the approval of this application is in the discretion of the OCC. The activities and communications by OCC employees in connection with the filing, including approval of the application if granted, do not constitute a contract, express or implied, or any other obligation binding upon the OCC, the United States, any agency or entity of the United States, or any officer or employee of the United States, and do not affect the ability of the OCC to exercise its supervisory, regulatory and examination authorities under applicable law and regulations. I further acknowledge that the foregoing may not be waived or modified by any employee or agent of the OCC or the United States.

Brandon Soto

Digitally signed by Brandon Soto
Date: 2026.09.29 16:22:36 -06'00'

President or other authorized officer

Brandon Soto

Typed Name

Proposed CEO/President for RNTB

Title

Signify Holdings, Inc.

Employer

PUBLIC EXHIBIT C

FORM OF OATH OF THE BANK DIRECTOR

The form of Oath of the Bank Director is attached.

Oaths would be executed by each of the following proposed directors:

Name	Position(s)
Farooq Malik	Organizer; Chair of the Board
Charles Yoo-Naut	Organizer; Director; Chief Technology Officer
Brandon Soto	Organizer; Director; President and Chief Executive Officer
Kevin Carr	Organizer; Director; Chief Risk Officer
Beth Wheeler	Independent Director
Eric Garretson	Independent Director
Matthew Homer	Independent Director

Oath of Bank Director

Bank Name ___Rain National Trust Bank___ Charter No. _____

Date _____

City New York__ County New York State New York____

I, the undersigned, a (proposed) director of the above-named bank do solemnly swear (affirm) that:

As a director, I have a legal responsibility and a fiduciary duty to shareholders to administer the depository institution's affairs faithfully and to oversee its management. In carrying out my duties and responsibilities, I shall exercise reasonable care and place the interests of the depository institution before my own interests. I shall fulfill my duties of loyalty and care to the above-named depository institution.

I shall, commensurate with my duties, diligently and honestly administer the affairs of the depository institution, and I shall not knowingly violate, or willingly permit to be violated, any applicable statute or regulation. I shall ensure that I learn of changes in statutes, regulations, and policies of the Office of Comptroller of the Currency, the Federal Deposit Insurance Corporation, or any state to whose jurisdiction my association is subject, which affect my duties, responsibilities, or obligations as a director and affiliated person of the association.

I am the owner, in good faith and in my own right, of the number of shares of stock that the law requires. I have either subscribed for this stock or it is issued and outstanding, and it is not hypothecated, or in any way pledged, as security for any loan or debt.

I shall attend meetings of the board of directors and participate fully on all committees of the board to which I am appointed.

Signature _____
Typed Name _____
Mailing Address_____
City _____ State _____ ZIP Code _____

Notary's Affirmation

Sworn to before me and subscribed in my presence, this ___ day of _____, _____.

Notary Public _____

My Commission Expires _____