

May 5, 2021

Confidential Treatment Requested

Via Email

Office of the Comptroller of the Currency
1225 17th Street, Suite 300,
Denver, Colorado, 80202.

Attention: Yoo Jin Na, Director for District Licensing

Re: Proposed Merger of Pacific Mercantile Bank with and into Banc of California, National Association

Dear Yoo Jin Na:

Enclosed please find, on behalf of our client, Banc of California, Inc. (“BOC”), the following documents submitted in connection with the application by Banc of California, National Association, a wholly owned subsidiary of BOC (“BOC Bank”) to the Office of the Comptroller of the Currency relating to the proposed merger of Pacific Mercantile Bank, a wholly owned subsidiary of Pacific Mercantile Bancorp (“PMB” and, together with BOC Bank, the “Applicants”) with and into BOC Bank:

- Interagency Bank Merger Act Application for the merger of PMB with, and into, BOC Bank, pursuant to Section 18(c) of the Federal Deposit Insurance Act, 12 U.S.C. § 1828(c), (the “Application”);
- Public Exhibits to the Application (separately bound); and
- Confidential Exhibits to the Application (separately bound) (the “Confidential Materials”).

We are separately submitting to the Federal Reserve Bank of San Francisco an application pursuant to Sections 225.11 and 225.15 of Regulation Y of the Regulations of the Board of Governors of the Federal Reserve System (the “Federal”

Reserve”) to receive prior approval for the proposed merger pursuant to Sections 3(a)(3) and 3(a)(5) of the Bank Holding Company Act of 1956, as amended.

Pursuant to the Freedom of Information Act, 5 U.S.C. § 552, and the implementing regulations promulgated thereunder, we hereby respectfully request on behalf of the Applicants that the Confidential Materials be treated confidentially and not be made available for inspection or copying.* The Confidential Materials constitute nonpublic commercial or financial information regarding the parties to the proposed transactions, disclosure of which would cause severe and irreparable harm to the Applicants and their respective affiliates.

At this time, the Confidential Materials will not be publicly disclosed and are not required to be publicly disclosed. Disclosure of this information would reveal to competitors the internal strategies, future plans and competitive position of the Applicants and would place the Applicants at a competitive disadvantage with respect to their competitors who do not publicly reveal such information. In addition, potential investors could be influenced or misled by the release of information that is not reported in any documents filed or to be filed in accordance with the disclosure requirements of applicable securities laws, as a result of which BOC and PMB could be exposed to potential inadvertent violations of law or exposure to legal claims. For these reasons, the Applicants believe that the Confidential Materials are privileged or confidential within the meaning of 12 C.F.R. § 4.12(b)(4) and such information is protected from disclosure under 5 U.S.C. § 552(b)(4) or (b)(8), as applicable. The Confidential Materials may also be exempt from disclosure under other provisions of law.

In addition, we request, pursuant to the Freedom of Information Act and applicable regulations and for reasons including those set forth above, that any memoranda, notes or other writings of any kind whatsoever made by an employee, agent or any person under the control of the OCC (or any other governmental agency) that incorporate, include or relate to any of the matters referred to in the Confidential Materials (1) furnished by the Applicants or their respective employees or agents to the

* Under 5 U.S.C. § 552(b)(4), information that a private party has provided to a government agency is exempt from disclosure if it consists of “trade secrets and commercial or financial information obtained from a person and privileged or confidential.” Accord 12 C.F.R. § 4.12(b)(4). It is well established that this exemption protects confidential trade secrets and commercial and financial information from disclosure if such disclosure would be “likely . . . to cause substantial competitive harm to the competitive position of the person from whom the information was obtained.” National Parks & Conservation Ass’n v. Kleppe, 547 F.2d 673, 677-78 (D.C. Cir. 1976). To establish such an exemption, the person seeking such an exemption need not show certainty of competitive harm, but only a likelihood that such harm may occur. See Gulf & Western Indus. v. United States, 615 F.2d 527, 530 (D.C. Cir. 1979).

OCC (or any other governmental agency) or (2) referred to in any conference, meeting, telephone conversation or interview between (a) employees, former employees, representatives, agents or counsel of the Applicants or their subsidiaries and (b) employees, agents or any persons under the control of the OCC, be maintained in confidence, not be made part of any public record and not be disclosed to any person.

We also request that, if the OCC should make a preliminary determination not to comply with the foregoing requests for confidential treatment, the Applicants be given notice thereof with ample time to permit the Applicants to make an appropriate submission as to why such information should be preserved in confidence. If the Confidential Materials, or any of such memoranda, notes or writings, are the subject of a Freedom of Information Act request or a request or demand for disclosure by any governmental agency, Congressional office or committee, court or grand jury, we request, pursuant to the OCC's regulations, that you notify the Applicants prior to making such disclosure. We further ask that the Applicants be furnished with a copy of all written materials pertaining to such request (including but not limited to the request itself and any determination with respect to such request) and that the Applicants be given sufficient advance notice of any intended release so that it may, if deemed necessary or appropriate, pursue any available remedies.

* * *

Office of the Comptroller of the Currency
May 5, 2021

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If you have any questions with respect to any of the matters discussed in this letter or in the materials included herewith, please feel free to contact me at (310) 712-6603.

Very truly yours,

Patrick S. Brown

Patrick S. Brown

(Enclosures)

cc: Ido Dotan
(Banc of California, National Association)

Curt A. Christianssen
(Pacific Mercantile Bank)

Joshua A. Dean
(Sheppard, Mullin, Richter & Hampton LLP)

APPLICATION

TO THE

OFFICE OF THE COMPTROLLER OF THE CURRENCY

PURSUANT TO 12 U.S.C. § 1828(c)

RELATING TO

THE MERGER OF

PACIFIC MERCANTILE BANK

WITH AND INTO

BANC OF CALIFORNIA, NATIONAL ASSOCIATION

Submitted
May 5, 2021

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National Association and Pacific Mercantile Bank1

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PRELIMINARY STATEMENT

I. OVERVIEW

Banc of California, National Association, a national banking association headquartered in Santa Ana, California (“*BOC Bank*”), hereby submits this application (this “*Application*”) to the Office of the Comptroller of the Currency (the “*OCC*”) pursuant to the Bank Merger Act, 12 U.S.C. § 1828(c)(2)(A), and implementing regulations thereunder, 12 C.F.R. § 5.33, for the prior approval of the OCC to effect the merger of Pacific Mercantile Bank, a California state-chartered bank headquartered in Costa Mesa, California (“*PM Bank*”), with and into BOC Bank, with BOC Bank surviving (the “*Bank Merger*”).

On March 22, 2021, Banc of California, Inc. (“*BOC*”), a bank holding company and the parent of BOC Bank, and Pacific Mercantile Bancorp (“*PMB*”), a bank holding company and the parent of PM Bank, entered into an Agreement and Plan of Merger (the “*Merger Agreement*”), pursuant to which PMB will be merged with and into BOC, with BOC surviving (the “*Holding Company Merger*” and, together with the Bank Merger, the “*Mergers*”). A copy of the Merger Agreement is attached hereto as Public Exhibit 1.

The Bank Merger is conditioned upon, and will be effected promptly after, the consummation of the Holding Company Merger. The Bank Merger would be effected pursuant to an Agreement and Plan of Merger between BOC Bank and PM Bank (the “*Bank Merger Agreement*”). A draft version of the Bank Merger Agreement is attached hereto as Confidential Exhibit 1.

Contemporaneously with the filing of this Application, BOC has submitted an application and other documents (the “*FRB Application*”) to the Board of Governors of the Federal Reserve System (the “*Board*”) pursuant to Sections 3(a)(3) and 3(a)(5) of the Bank Holding Company Act of 1956, as amended (the “*BHC Act*”) and the regulations of the Board, requesting the Board’s approval for the acquisition of PMB and PM Bank and the Holding Company Merger. A copy of the FRB Application is included as Confidential Exhibit 2.

In addition, notice and application to the California Department of Financial Protection and Innovation with respect to the Bank Merger is being filed contemporaneously with this Application. Additional applications and notices with various other federal and state regulatory authorities may be filed in connection with the Mergers.

II. THE PARTIES

A. Banc of California, National Association

BOC Bank is a national banking association with its headquarters in Santa Ana, California. It is a member of the Federal Home Loan Bank of San Francisco and its deposits are insured by the FDIC. As of March 31, 2021, BOC Bank had total assets of approximately \$7.9 billion, deposits of approximately \$6.2 billion and stockholders’ equity of approximately \$999 million. As of March 31, 2021, BOC Bank had a Tier 1 risk-based capital ratio of 16.57%, a total risk-based capital ratio of 17.82% and a Tier 1 leverage ratio of 12.13%.

BOC Bank is a relationship-focused business bank that delivers comprehensive products and solutions for businesses, business owners, and individuals in California. It offers a full array of competitively priced and client-tailored commercial loan and deposit products and services, including offering demand, savings and money market accounts, accepting certificates of deposit, originating loans, including commercial and industrial loans, commercial real estate and multifamily loans, Small Business Administration (“SBA”) loans and construction loans, and providing other business-oriented products.

BOC Bank has 29 full-service, retail bank branches located throughout Southern California, extending from San Diego to Santa Barbara.

For more information on BOC Bank, please refer to its call report for the quarter ended March 31, 2021, a copy of which is attached as Public Exhibit 2.

B. Pacific Mercantile Bank

PM Bank is a California state-chartered bank and member of the FDIC with its headquarters in Costa Mesa, California. It is a member of the Federal Home Loan Bank of San Francisco and its deposits are insured by the FDIC. As of March 31, 2021, PM Bank had total assets of approximately \$1.6 billion, deposits of approximately \$1.4 billion and shareholders’ equity of approximately \$174 million. As of March 31, 2021, PM Bank had a Tier 1 risk-based capital ratio of 15.5%, a total risk-based capital ratio of 16.7% and a Tier 1 leverage ratio of 11.2%.

PM Bank’s commercial lending solutions include working capital lines of credit and asset based lending, 7(a) and 504 SBA loans, commercial real estate loans, growth capital loans, equipment financing, letters of credit and corporate credit cards. PM Bank’s depository and corporate banking services include cash and treasury management solutions, interest-bearing term deposit accounts, checking accounts, Automated Clearing House payment and wire solutions, fraud protection, remote deposit capture, courier services and online banking. PM Bank serves clients operating in a global marketplace through services including letters of credit and import/export financing. PMB has developed its Horizon Analytics tool which provides financial modeling and analysis to help its customers succeed.

In addition to the Costa Mesa headquarters office of PM Bank, it has two additional full-service branches in the Los Angeles/Orange County metropolitan area; those branches are located in Century City and La Habra.

For more information on PM Bank, please refer to its call report for the quarter ended March 31, 2021, a copy of which is attached as Public Exhibit 3.

III. DESCRIPTION OF THE TRANSACTION

The Bank Merger Agreement will provide for the merger of PM Bank with and into BOC Bank, with BOC Bank as the surviving entity. Under the terms of the Bank Merger Agreement, each common share of PM Bank issued and outstanding immediately prior to the completion of the Bank Merger will be cancelled without consideration. The Bank Merger will

be effected promptly after the Holding Company Merger, and will be conditioned upon the completion of the Holding Company Merger.

The Bank Merger is also subject to the receipt of all required regulatory approvals. The target date for the consummation of the Mergers is in the third quarter of 2021, and the parties seek regulatory approvals as soon as possible.

For a detailed description of the terms and conditions of the Holding Company Merger and the Merger Agreement, please refer to the FRB Application—Section C of the Preliminary Statement. A copy of the Merger Agreement is included as Public Exhibit 1.

IV. COMPLIANCE WITH STATUTORY AND REGULATORY CRITERIA

The Bank Merger satisfies the criteria for approval under Section 18(c) of the Federal Deposit Insurance Act (12 U.S.C. § 1828(c)). First, the Bank Merger will not have a significant adverse effect on competition. Second, each of BOC Bank and PM Bank is a “well capitalized” and “well managed” bank with financial and managerial resources that are more than adequate to support the combined institution, and, following the Bank Merger, BOC Bank will continue to be “well capitalized” and “well managed.” Third, the Bank Merger will not result in greater or more concentrated risks to the stability of the U.S. banking or financial system. Fourth, the Bank Merger will further the convenience and needs of each of the communities in which BOC Bank and PM Bank operate. Fifth, the Bank Merger is not an interstate merger and is, therefore, not subject to the Riegle-Neal Interstate Banking and Branching Efficiency Act of 1994 (the “*Riegle-Neal Act*”). Finally, the Bank Merger satisfies the applicable requirements under the Community Reinvestment Act of 1977 (the “*CRA*”) and will enhance the ability of BOC Bank to meet the needs of the communities that both BOC Bank and PM Bank currently serve. Additionally, BOC Bank has substantive, written Bank Secrecy Act/Anti-Money Laundering and customer identification programs that are effective in combating money laundering and terrorism financing.

A. Competitive Considerations

The Bank Merger will have a negligible effect on competition and will not contribute to any significant concentration of banking in any of the markets served by either bank. The California markets in which BOC Bank and PM Bank operate are characterized by intense competition and many financial institutions of much greater size than either BOC Bank or PM Bank. BOC Bank and PM Bank are organizations of modest size, and their combination will not adversely impact competition in any banking market.

BOC Bank currently operates 29 branches in three Federal Reserve Banking markets (“*FRB Markets*”), all of which branches are located in Southern California. PM Bank operates three branches in the Los Angeles FRB Market.

We have provided in Public Exhibit 4 an analysis of the *de minimis* impact of the proposal on competition under a Herfindahl-Hirschman Index (“*HHI*”) analysis. Under the Department of Justice Bank Merger Competitive Review guidelines, an HHI of 1,000 or less represents an unconcentrated market, an HHI of 1,000-1,800 is considered to be a moderately concentrated market and a banking market with an HHI of over 1,800 is considered a highly

concentrated market. These guidelines conclude that if a proposed bank merger results in (1) a post-merger HHI of less than 1,800 and (2) a change in HHI from pre-merger to post-merger of less than 200, the application for merger is unlikely to be denied for competitive reasons as the proposed merger clearly would not have significant adverse effects on competition. Before giving effect to the Bank Merger, BOC Bank and PM Bank have approximately 0.83% and 0.17% market shares, respectively, in the Los Angeles Market. After the consummation of the Bank Merger, BOC would have a 1.00% Los Angeles FRB Market Share with an 855.26 HHI (an HHI increase of 0.29).

While BOC Bank and PM Bank may compete from time to time as they are present in the same commercial markets, to the extent they do compete, both are smaller competitors in the relevant lending markets, with numerous strong bank and non-bank competitors physically located both in and out of the relevant lending markets.

Based on the description above and the data and analysis presented in Public Exhibit 4, the Bank Merger will not have any adverse competitive effects, such as undue concentration of resources, or decreased or unfair competition. Indeed, far from reducing competition, the Bank Merger promotes competition in the relevant markets because it will make the combined institution stronger and more competitive.

B. Financial and Managerial Resources

BOC Bank and PM Bank have Tier 1 and total risk-based capital well in excess of required minimum amounts, are each “well capitalized” and each has sound earnings and credit quality. BOC Bank will continue to maintain this financial strength after the consummation of the Bank Merger and will continue to have an experienced and capable management team to lead the combined institution. The Bank Merger is designed to take advantage of the strong capital position of both BOC Bank and PM Bank and to combine the strengths of the two banks to create a stronger and more competitive and diversified bank with enhanced earning capability.

The financial information provided with this Application demonstrates that the capital position, asset quality, and earnings performance of BOC Bank are adequate to consummate the Bank Merger and assimilate PM Bank into BOC Bank. BOC Bank expects that the Bank Merger will become accretive to earnings in the first year (2022) following anticipated completion. The management of BOC Bank has a proven track record and is experienced and knowledgeable with respect to banking, finance and banking laws and regulations.

(i) Capital Adequacy

Each of BOC Bank and PM Bank currently maintains capital ratios exceeding the well-capitalized standard. On a *pro forma* basis, as of December 31, 2020, after giving effect to the Bank Merger, BOC Bank would continue to maintain capital ratios exceeding the well-capitalized standard.

Further information on capital and other financial ratios for BOC Bank and PM Bank on a historical basis, and for BOC Bank on a *pro forma* basis, is provided in Confidential Exhibit 3.

(ii) Asset Quality

Each of BOC Bank and PM Bank has strong asset quality and credit administration practices that are consistent with the OCC's approval of this Application. As of March 31, 2021, BOC Bank maintains adequate allowances for credit losses at 148% of total nonaccrual loans and a management ratio of nonaccrual loans to total loans at 0.97%. As of March 31, 2021, PM Bank maintains adequate allowances for loan and lease losses at 83.31% of total nonaccrual loans and a manageable ratio of nonaccrual loans to total loans at 1.65%. The Bank Merger will produce a combined institution with strong loan and lease growth and attractive asset quality and net interest margin.

(iii) Earnings

The Bank Merger will enable the combined institution to have a stronger competitive position and improved long-term operating and financial results. The Bank Merger will result in a more diversified combined company with a well-balanced portfolio and an attractive core funding base. The parties believe that the combined enterprise will benefit from BOC Bank's ability to take advantage of economies of scale and grow in the current economic environment and deliver an expanded product suite and higher lending capacity to PM Bank's customer base, making BOC Bank an attractive partner for PM Bank.

In connection with the Bank Merger, it is estimated that cost savings equal to approximately 35% of PM Bank's stand-alone operating expenses (excluding core deposit intangible amortization) will be generated, among other means, through increased efficiencies, particularly through the consolidation of certain executive and back-office administrative functions and branch networks, as well as from reduced information technology costs and professional fees. The increased size of the combined company will enable it to acquire and utilize technological and human resources more efficiently. As part of its focus on efficiencies, BOC Bank intends to close or consolidate two PM Bank branches that currently operate in close proximity to BOC Bank branches. Moreover, with the quality core deposit base of PM Bank, the Bank Merger will provide significant core deposit growth to BOC Bank, thereby improving BOC Bank's deposit and liquidity position and lowering its funding cost.

The specific details of the integration plan will continue to be refined over the next several months, and will include the continued assessment of personnel, premises, equipment, and service contracts to determine where redundancies may exist. BOC and BOC Bank (collectively, the "*Company*") are developing a comprehensive integration strategy tailored to the Bank Merger, which draws on BOC management's prior experience at prior banking institutions with successfully integrating a number of banking institutions and financial companies from prior mergers and acquisitions. Both BOC Bank and PM Bank management believe that the complimentary nature of the cultures of the two companies will facilitate a smooth integration. Moreover, the complementary nature of the two organizations will, following the Bank Merger, create a more competitive institution going forward, with a stronger balance sheet, capital base and enhanced earning capacity.

(iv) Managerial Resources

The Company is guided by experienced and capable executives and managers, and has a strong executive and management team with extensive acquisition experience at prior institutions and that is capable of providing the managerial resources necessary to complete the integration of the two banks and operate the combined institution safely and soundly.

The executive management of BOC Bank is not expected to change following the Bank Merger. The board of directors of BOC Bank is expected to be comprised of its current members, but will also include two directors to be selected from the PMB board of directors prior to the consummation of the merger by BOC's Compensation, Nominating and Governance Committee (those two directors have not yet been identified). For a list of directors and senior executive officers of BOC Bank following the Bank Merger, please refer to Confidential Exhibit 5.

C. Impact on Financial Stability

Pursuant to the Bank Merger Act (12 U.S.C. § 1828(c)), as amended by Section 604(e) of the Dodd-Frank Wall Street Reform and Consumer Protection Act of 2010 (codified at 12 U.S.C. § 1843(j)(2)), in every application under the Bank Merger Act the OCC must take into consideration the risks to the stability of the United States banking or financial system presented by the proposed transaction¹. Although the OCC has not issued or proposed regulations defining how it would take financial stability considerations into account in reviewing transactions such as the Bank Merger, its approval decisions under the Bank Merger Act have delineated six factors through which the OCC has addressed the financial stability factor: (i) whether the transaction would result in a material increase in risks to financial stability due to an increase in size of the combining firms; (ii) whether the transaction would result in a reduction in the availability of substitute providers for the services offered by the combining firms; (iii) whether the transaction would materially increase the extent of the interconnectedness of the financial system; (iv) whether the transaction would materially increase the extent to which the combining firms contribute to the complexity of the financial system; (v) whether the transaction would materially increase the extent of cross-border activities of the combining firms; and (vi) the relative degree of difficulty of resolving the combined firm.

Notably, the Board has also stated that it presumes that a proposal involving the acquisition of less than \$10 billion in assets or resulting in a firm with less than \$100 billion in total assets does not raise material financial stability concerns, absent evidence that the transaction would result in a significant increase in interconnectedness, complexity, cross-border activities, or other risk factors². The Bank Merger falls significantly under the \$10 billion and \$100 billion thresholds. Following the Bank Merger, BOC Bank will have approximately \$9.5 billion in assets and approximately \$7.5 billion in deposits³, representing a small fraction of the total assets and deposits of all U.S. banks and thrifts. As discussed below, the Bank Merger will not result in a significant increase in interconnectedness, complexity, cross-border activities or

¹ See 12 U.S.C. § 1828(c)(5).

² See People's United Financial, Inc., FRB Order No. 2017-08 (March 16, 2017).

³ Based on financial information as of December 31, 2020.

any other relevant risk at BOC Bank. The Bank Merger should therefore be presumed not to raise financial stability concerns.

Size. The OCC's analysis relating to size and availability of substitute providers of critical products may be informed by other aspects of the BHC Act's requirements, namely compliance with antitrust standards, and compliance with the 10% national deposit cap and the 10% national liabilities cap. Inasmuch as the Bank Merger does not come close to exceeding the Board's precedent on competitive effects reviews and antitrust safe harbor thresholds of the United States Department of Justice in any relevant geographic market and does not approach either the national deposit cap or national liabilities cap, it would seem, as a threshold matter, that the Bank Merger is not likely to pose a separate discernible risk to the financial stability of the U.S. banking or financial system.

With respect to BOC Bank's increase in size, BOC Bank and PM Bank account for only 0.035% and 0.008%, respectively, of total deposits of all insured banks and thrifts in the United States⁴, and only 0.036% and 0.007%⁵, respectively, of total assets of all banks and thrifts in the United States. Using deposits as a proxy for total liabilities, BOC Bank also would hold well under 1% of total liabilities, nationally, upon consummation of the Bank Merger. As noted above, the combined total assets of BOC Bank and PM Bank would total approximately \$9.5 billion, which is approximately 0.04% of the total assets of all insured banks and thrifts in the United States as of December 31, 2020⁶, and an even smaller share of the total assets of the U.S. financial system.

Furthermore, the Bank Merger is smaller with respect to all relevant size metrics than those noted in the Board's Order Approving the Acquisition of a Savings Association and Nonbanking Subsidiaries, Capital One Financial Corporation (February 14, 2012), where, after a comprehensive review of the Financial Stability Standard's size metric, the Board approved the transaction. For example, as a result of its acquisition of ING, Capital One became the fifth-largest U.S. financial institution based on deposits, with 2.3% of total nationwide deposits. Accordingly, these numbers suggest that the size of the organization resulting from the Bank Merger would not pose any separate discernible risk to the financial stability of the U.S. financial system.

Substitutability. BOC Bank is a relationship-focused business bank that delivers products and solutions for businesses, business owners, and individuals in California. It offers a full array of commercial loan and deposit products and services, including offering demand, savings and money market accounts, accepting certificates of deposit, originating loans and leases, including commercial and industrial loans, commercial real estate and multifamily loans, SBA loans and construction loans, and providing other business-oriented products. None of BOC Bank's or PM Bank's loan offerings can be regarded as highly specialized or "critical" financial products available from only a small number of providers. Indeed, there are numerous

⁴ Total deposits data is derived from the FDIC's statistics on depository institutions report as of December 31, 2020.

⁵ Total assets data is derived from the FDIC's statistics on depository institutions report as of December 31, 2020.

⁶ Total assets data is derived from the FDIC's statistics on depository institutions report as of December 31, 2020.

providers of each of BOC Bank's and PM Bank's products and services both inside and outside the respective banking markets in which BOC Bank and PM Bank operate.

With respect to alternative providers of deposit accounts, in each of the local banking markets in which both BOC Bank and PM Bank operate, there are numerous competing depository institutions offering checking and savings accounts and certificates of deposit. In particular, there are 247 competing institutions in the Los Angeles Market.

As discussed under Section IV.A above, market concentration measures, such as the HHI, confirm that the Bank Merger would have no material impact on the availability of any of these retail or commercial banking products.

Interconnectedness. The Bank Merger would not materially increase the interconnectedness of the U.S. banking or financial system. BOC Bank does not currently engage, and would not, as a result of the Bank Merger, engage, in business activities or participate in markets to a degree that would pose significant risk to other institutions in the event of financial distress. Neither BOC Bank nor PM Bank is engaged in credit default swaps. BOC Bank and PM Bank engage in *de minimis* derivatives activities. In addition, the combined institution would have limited wholesale funding that would constitute an insignificant amount of wholesale funding usage in the United States⁷. As of December 31, 2020, BOC Bank's wholesale funding as a percentage of its total funding was approximately 6.6%, while PM Bank's wholesale funding as a percentage of total funding was approximately 4.1%. The Bank Merger, therefore, would not increase the interconnectedness of the combined institution in any meaningful manner.

Complexity. The Bank Merger would not contribute to the overall complexity of the U.S. banking or financial system. As noted, neither BOC Bank nor PM Bank has complex assets and liabilities that would hinder the timely and efficient resolution in the event that BOC Bank were to experience financial distress. Neither BOC Bank nor PM Bank engages in complex activities, such as being a core clearing and settlement organization or large payment system operator, and neither otherwise has a significant presence in any critical financial services market, which might complicate the resolution process by increasing the complexity, costs or time frames involved in any such resolution.

Cross-Border Activity. Neither BOC Bank nor PM Bank engages in any significant cross-border operations or activities that would create difficulties in coordinating any resolution and thereby significantly increase the risk to U.S. financial stability. The combined bank is not expected to engage in any additional activities outside the United States as a result of the Bank Merger than each does separately. As noted, the combined bank would not engage in the provision of critical services that would disrupt trade or otherwise impact the macroeconomic condition of the United States, or result in increased resolution difficulties.

Resolution. Although the proposed transaction will result in a larger and more diversified combined bank, the relative simplicity of the combined bank's activities and operations indicates that resolving the resultant institution would not involve a level of cost, time

⁷ BOC has defined "wholesale funding" for purposes of this analysis as including secured and unsecured debt, Federal Home Loan Bank advances, Federal Funds purchased, broker deposits and repurchase agreements.

or difficulty such that it would cause a significant increase in risk to the U.S. banking or financial system. BOC Bank respectfully submits that its business lines, product scope and geographic scope of operations would be simpler than those of the banks for which the OCC has previously approved mergers.

In view of the foregoing, BOC Bank believes that the Bank Merger will not result in greater or more concentrated risks to the stability of the U.S. banking or financial system and, therefore, the Bank Merger is consistent with approval of the Application.

D. Convenience and Needs of the Community; Public Benefits

The Bank Merger will create a stronger and expanded bank with an enhanced ability to serve the convenience and needs of each of its communities, and will be beneficial to both BOC Bank's and PM Bank's customers and communities. The managerial and financial resources, as well as the capital and earnings power, of the combined institution will enable it to provide its varied products and highly personalized, relationship-oriented customer service to PM Bank's customers in Southern California. The Bank Merger will also increase BOC Bank's core deposits thereby lowering BOC Bank's funding cost. BOC Bank will be able to offer PM Bank's customers increased credit availability and provide expanded access to financial products and services from a larger branch network. In addition, the combined bank will be able to compete more effectively with national financial institutions that operate in California, while maintaining the personal service of a community bank. Moreover, the combined bank will continue the commitment to customer and community service.

(i) Credit Availability.

As mentioned under Section IV.B.iii above, BOC Bank expects that the Bank Merger will result in revenue enhancement for the combined institution relative to the individual operations of BOC Bank and PM Bank prior to the closing of the Bank Merger. The Bank Merger will also generate significant cost savings through the integration of operations. Through the Bank Merger, BOC Bank would increase its core deposits and loan and leases growth. The Bank Merger will give BOC Bank a greater deposit base and lending capacity and will enable it to provide additional credit to consumers and businesses in the communities it serves. BOC Bank anticipates being able to use its greater resources to offer a wider array of lending and banking products and services to PM Bank's customers that can satisfy all of these customers' needs.

(ii) Products and Services.

Because of the complementary nature of the businesses of BOC Bank and PM Bank, the current suite of products and services offered by each of BOC Bank and PM Bank will continue to be available following the closing of the Bank Merger. As noted above, both BOC Bank and PM Bank generally focus on lending to small, medium and large businesses as well as individuals. Following the Bank Merger, the combined institution will continue to offer to PM Bank's customers the current suite of products and services offered by PM Bank as well as additional lending and banking products and services offered by BOC Bank, including further

business-oriented products, that can satisfy the needs of these customers, including creating the opportunity for larger single transactions.

The Bank Merger combines the two organizations' respective low-cost deposits with BOC Bank's lending strength to create a stronger and more diversified bank. The combined company will enhance the banking experience of both current and prospective BOC Bank and PM Bank customers through increased credit availability, expanded access to financial products and services and a larger branch network. The increased line of products and services will result in direct customer and community benefits.

(iii) Competition.

As discussed under Section IV.A of this Preliminary Statement, BOC Bank believes that the Bank Merger will result in a combined institution that will be able to compete more effectively with other financial institutions. To the extent that the combined institution will be a more effective competitor, there will be greater competition for pricing, service quality and new product development from which all levels and types of consumers of these products and services will benefit.

(iv) Customer Access.

The expanded market presence of BOC Bank makes the Bank Merger a logical and complementary fit for both constituent banks and customers alike.

Following the Bank Merger, BOC Bank plans to implement operational efficiencies by closing or consolidating two PM Bank branches that currently operate in close proximity to BOC Bank branches. These branches are located at 1800 Avenue of the Stars, Suite 675, Century City, California 90067 (the "*Century City Branch*") and 1530 W. Whittier Boulevard, Suite B, La Habra, California 90631 (the "*La Habra Branch*"). The Century City Branch and the La Habra Branch are within one-tenth of a mile and one and three-tenths of a mile, respectively, of a BOC branch. Accordingly, any branch closure or consolidation would have minimal impact on customer accessibility given the relative proximity of PM Bank and BOC Bank branches.

BOC Bank currently expects that these closing or consolidations will occur shortly following the consummation of the Bank Merger, although the timing of such closures are dependent on certain factors, including, among other things, the completion of the conversion of PM Bank's data processing systems onto BOC Bank's platform. The closures and consolidations will be effected in accordance with the regulations of the FDIC, the Board, the OCC and BOC Bank's policies.

(v) Commitment to Service.

BOC Bank recognizes that customers are looking for guidance and a suite of superior products to meet their evolving needs. Customers expect a sincere level of dedication on the part of their bank in helping them with their financial needs. A consistent commitment to service is critical. BOC Bank's dedication to customer experience is exemplified by BOC Bank's accessibility, ability to offer meaningful guidance and experience in helping its

customers gain financial know-how. BOC Bank is committed to expanding and diversifying the financial products and services available to its commercial customers and to deepening its expertise in commercial banking to better serve its customers' demands.

(vi) CRA Records of Performance.

Please see the discussion under Section IV.F below.

E. Riegle-Neal Act

The OCC may approve a merger transaction under 12 U.S.C. § 1828(c) between insured banks with different home states without regard to whether such transaction is prohibited under the law of any state if the requirements of the Riegle-Neal Act are satisfied⁸. For purposes of this provision, each of BOC Bank's and PM Bank's home state is California⁹. Therefore, the Bank Merger is not an interstate merger and the Riegle-Neal Act is not applicable.

F. Compliance with CRA

BOC Bank is fully committed to its CRA responsibilities and recognizes the importance of delivering products and services that enhance the economic vitality of the communities it serves. BOC Bank is a relationship-focused business bank that serves the banking needs of businesses, business owners and individuals. BOC Bank was examined under the Large Institution examination procedures and received an overall rating of "satisfactory" from the OCC on its most recent CRA performance evaluation completed in October 2018. In particular, the OCC assigned BOC Bank a rating of "high satisfactory" for the lending test, noting that (i) BOC Bank's lending levels reflect good responsiveness to the credit needs of the assessment areas, (ii) BOC Bank had an excellent level of community development loans in the assessment areas and (iii) BOC Bank has a good to excellent distribution of loans to low- and moderate-income geographies in the assessment areas, and an adequate distribution of loans to low- to moderate-income borrowers.

The OCC also assigned BOC Bank a rating of "outstanding" for the investment test, noting that BOC Bank has an excellent level of qualified community development investments and grants in the assessment areas, and such investments and grants are responsive to the identified needs of the assessment areas. During the 2015 to 2017 review period, BOC Bank originated 315 qualified investments totaling \$100.1 million, which benefit the assessment areas either directly or through statewide and regional programs.

For the service test, the OCC assigned BOC Bank a rating of "high satisfactory," noting that BOC Bank's delivery systems are reasonably accessible to essentially all portions of its assessment areas and that BOC Bank provides a high level of community development services to its full-scope assessment areas. Finally, the OCC found no evidence of discriminatory or other illegal credit practices inconsistent with helping to meet community

⁸ 12 U.S.C. § 1831u.

⁹ For purposes of the Riegle-Neal Act, the home state of BOC Bank is the state in which the main office of the bank is located and the home state of PM Bank is the state by which the bank is chartered. *See* 12 U.S.C. § 1831u(g)(4).

credit needs. A copy of BOC Bank’s CRA Performance Evaluation, dated October 22, 2018, is included as Public Exhibit 5.

BOC Bank is committed to helping its communities by providing both financial and human resources. It strives to make a positive impact through various programs designed to advance and promote financial literacy, affordable housing, community services and economic growth. From 2018 to 2020, the Company made over \$104 million in community development investments, over \$1 billion in community development loans, over \$225 million in small business CRA loans in California and its employees contributed nearly 5,000 volunteer and service hours. The Company also provided \$2.4 million in grants, donations and sponsorships to community programs, including low- and moderate-income services, economic development and affordable housing organizations. The Company partners with community-based organizations, such as Project Access Resource Centers, to provide financial literacy and career training programs and support community services and social programs.

BOC Bank continues to be responsive to the varying needs of the diverse communities in which it operates, using various community outreach efforts to determine specific credit needs in each of its assessment areas. As a result of these efforts BOC Bank has introduced new initiatives designed to sustain and strengthen the social and economic fabric of BOC Bank’s communities and to motivate local residents to continue to create better futures for themselves and their families.

PM Bank was examined under the Large Institution CRA examination procedures. Based on its most recent CRA Performance Evaluation dated February 18, 2020, PM Bank achieved an overall CRA rating of “satisfactory”.

Per the Public Disclosure – Community Reinvestment Act Performance Evaluation, dated February 18, 2020 (the “*PM Bank 2020 CRA Evaluation*”), PM Bank reported 331 small business loans totaling approximately \$132 million and 53 qualifying community development loans for \$101 million. A copy of the PMB 2020 CRA Evaluation is included as Public Exhibit 6.

Consistent with its past performance, after the Bank Merger BOC Bank will operate in compliance with the letter and spirit of the CRA regulations. BOC Bank will review existing products and services of both institutions with the intention of selecting elements from each that will effectively help to meet the credit needs of the communities that the combined bank will serve.

After the Bank Merger, BOC Bank expects to be well-positioned to continue (i) addressing the small business credit needs of communities currently served by BOC Bank and PM Bank, offering customers access to various conventional and SBA loan products, (ii) addressing the critical need for affordable housing, (iii) investing in community development projects that benefit the assessment areas through the use of equity or charitable donation dollars and (iv) supporting local community organizations with employee-lead volunteer work.

G. Anti-Money Laundering Program

BOC Bank has substantive, written Bank Secrecy Act/Anti-Money Laundering and customer identification programs that are effective in combating money laundering and terrorism financing. BOC Bank's board of directors and executive management understand that identifying, assessing, and managing risk must be supported by an underlying foundation of people, processes and technological initiatives devoted to Bank Secrecy Act/Anti-Money Laundering compliance. Moreover, BOC Bank understands that it has the responsibility to establish and maintain risk-based policies, procedures and processes to ensure compliance and safeguard its operations. Following the Bank Merger, PM Bank's operations will be assumed by BOC Bank and governed by BOC Bank's programs, systems and policies. For information about BOC Bank's Bank Secrecy Act/Anti-Money Laundering and customer identification programs, please see Confidential Exhibit 4.

V. PUBLICATION CRITERIA

Notices required under the Bank Merger Act under 12 U.S.C. § 1828(c)(3) for the Application will be published three times in the following newspaper, the first such publication to take place on or about May 7, 2021:

Orange County Register
Orange County, California
(Location of main office of BOC Bank and PM Bank)

An affidavit of the above publication will be submitted as soon as it is received from the newspaper. A copy of the notice to be published is included herewith as Public Exhibit 7.

VI. CONCLUSION

BOC Bank and PM Bank have concluded, after thorough due diligence and deliberation, that the Bank Merger will create a stronger, more competitive and more resilient banking institution that will be better able to serve its customers and communities. Because the parties and their businesses are highly complementary, the two financial institutions will have the ability to take advantage of operational synergies and economic efficiencies. The Bank Merger brings together two low-risk financial institutions with similar business models that operate in the same markets to create a pre-eminent Southern California-based community banking franchise, aimed at supporting local borrowers, businesses and economies. In particular, the Bank Merger will enhance BOC Bank's financial profile and earnings capability by expanding its lower-cost deposit base, diversifying its loan portfolio and further improving its asset quality and liquidity position. Moreover, the Bank Merger's economics are expected to result in significant ongoing expense reductions per year (approximately 35% of PM Bank's non-interest expenses on a fully phased-in basis). The synergies and efficiencies resulting from the Bank Merger will better position BOC Bank in the highly competitive banking market that exists in Southern California.

The Bank Merger has low execution risk because the two institutions are in the same product and geographic markets and have similar cultures. Moreover, the managements of the two institutions are very familiar with each other. The management team of BOC also has significant experience in managing and completing acquisitions and integrations based on their prior executive roles at other financial institutions. Because of the similarity of the two business models, BOC Bank expects the integration risk to be low and the integration of PM Bank's operations into BOC Bank's operations to be completed in an orderly and efficient manner following the closing of the Bank Merger. The management team of BOC Bank has a proven record of success not only in terms of financial results, but also in terms of developing a strong and disciplined risk and lending culture and record of compliance and controls.

When these factors are combined, the result is a stronger institution with greater earnings power, an enhanced competitive position and reduced risk. Indeed, multiple financial measures demonstrate that, following the Bank Merger, BOC Bank will continue to operate in an even safer and sounder manner, with: pro forma capital ratios in excess of the relevant minimum standards, and in line with peers; increased asset and funding diversification; lower funding costs; enhanced profitability; enhanced liquidity; and strong pro forma asset quality ratios.

BOC Bank believes that the foregoing discussion, together with the information contained in the Application and Exhibits hereto, amply demonstrate that the Bank Merger satisfies all applicable standards under the Bank Merger Act. Therefore, BOC Bank submits that the OCC has authority to approve the Application and respectfully requests the OCC to do so as soon as possible.

INTERAGENCY BANK MERGER APPLICATION

Check all that apply:

Type of Filing	Form of Transaction	Filed Pursuant To
<input type="checkbox"/> Affiliate/Corporate Reorganization	<input checked="" type="checkbox"/> Merger	<input checked="" type="checkbox"/> 12 U.S.C. 1828(c)
<input type="checkbox"/> Combination with Interim Depository Institution	<input type="checkbox"/> Consolidation	<input type="checkbox"/> 12 U.S.C. 1815(d)(2)
<input checked="" type="checkbox"/> Nonaffiliate Combination	<input type="checkbox"/> Purchase and Assumption	<input type="checkbox"/> 12 U.S.C. 1815(d)(3)
<input type="checkbox"/> Other _____	<input type="checkbox"/> Branch Purchase and Assumption	<input checked="" type="checkbox"/> 12 U.S.C. 215, 215a
	<input type="checkbox"/> Other _____	<input type="checkbox"/> 12 U.S.C. 1815(a)
		<input type="checkbox"/> Other _____

Applicant Depository Institution:

Banc of California, National Association	FDIC Cert. 35498
Name	Charter/ Docket Number
3 MacArthur Place	
Street	
Santa Ana	California
City	State
	92707
	Zip Code

Target Institution:

Pacific Mercantile Bank	FDIC Cert. 34940
Name	Charter/ Docket Number
949 South Coast Drive, Suite 300	
Street	
Costa Mesa	California
City	State
	92626
	Zip Code

Resultant Institution (if different than Applicant):

Same as Applicant.

Contact Persons:

Ido Dotan Executive Vice President, General Counsel and Corporate Secretary Banc of California, Inc. 3 MacArthur Place Santa Ana, CA 92707 Telephone: (949) 385-8687 Email: ido.dotan@bancocal.com	Patrick S. Brown Sullivan & Cromwell LLP 1888 Century Park East Los Angeles, California 90067-1725 Telephone: (310) 712-6603 Facsimile: (310) 712-8800 Email: brownp@sullcrom.com
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INTERAGENCY BANK MERGER ACT APPLICATION

1. Describe the transaction's purpose, structure, significant terms and conditions and termination dates of related contracts or agreements; and financing arrangements, including any plan to raise additional equity or incur debt.

The purpose of the transaction is to merge PM Bank with and into BOC Bank, with BOC Bank as the resultant institution.

The Bank Merger is related to the acquisition of PMB by BOC, referred to as the Holding Company Merger. As discussed in the Preliminary Statement, PMB will merge with and into BOC, with BOC surviving the Holding Company Merger and with the separate corporate existence of PMB ceasing thereupon. Promptly following consummation of the Holding Company Merger, PM Bank will merge with and into BOC Bank, with BOC Bank surviving the Bank Merger and with the corporate existence of PM Bank ceasing thereupon. PM Bank will not be operated by BOC as a separate entity. Please see the Preliminary Statement and the FRB Application for more information about the Holding Company Merger and the Bank Merger.

The Merger Agreement contains customary representations, warranties and covenants of BOC and PMB. BOC has agreed to call a meeting of its stockholders to consider the approval of the Holding Company Merger, and PMB has agreed to call a meeting of its shareholders to consider the approval of the principal terms of the Merger Agreement. The Merger Agreement provides certain termination rights for both BOC and PMB, and further provides that, upon the termination of the Merger Agreement under certain circumstances, generally including an alternative business combination transaction, PMB will be obligated to pay BOC a specified termination fee. The Merger Agreement also contains customary covenants with respect to the ordinary course conduct of PMB's business prior to the completion of the Holding Company Merger.

The Bank Merger Agreement also contains customary provisions. The Bank Merger Agreement will terminate upon the termination of the Merger Agreement in accordance with its terms. The obligations of BOC Bank and PM Bank under the Bank Merger Agreement are conditioned on (i) the approval of the Bank Merger Agreement by the sole stockholder of each bank, (ii) receipt of all requisite regulatory approvals for the completion of the Bank Merger, (iii) receipt of regulatory approvals required to operate the main office and branches of PM Bank as branches of the BOC Bank following the Bank Merger, (iv) there being no judicial order or other legal restraint preventing the consummation of the Bank Merger, and (v) the consummation of the Holding Company Merger. At the effective time of the Bank Merger, each issued and outstanding share of the PM Bank's common stock will be cancelled.

The Holding Company Merger will terminate if the transaction is not consummated by December 31, 2021 (as may be extended to March 31, 2022). If the Holding Company Merger is terminated, then the Bank Merger will also be terminated.

BOC does not intend to enter into any debt or equity financing arrangements in order to consummate the proposed transaction. The acquisition consideration for the proposed transaction will consist solely of shares of BOC common stock, \$0.01 par value per share (“*BOC Common Stock*”) issued in the Holding Company Merger to shareholders of PMB (plus a *de minimis* amount of cash in lieu of issuing fractional shares of BOC common stock).

In addition, (i) each outstanding option to acquire PMB common shares, no par value per share (“*PMB Common Shares*”), whether vested or unvested, will be cancelled and will only entitle the holder of such option to receive an amount in cash equal to the product of (i) the total number of PMB Common Shares subject to such option and (ii) the excess, if any, of (A) the Equity Award Cashout Price over (B) the exercise price per PMB Common Share under such option, less any applicable taxes required to be withheld with respect to such payment. Any PMB stock options which have an exercise price per share that is greater than or equal to the Equity Award Cashout Price will be cancelled at the effective time of the merger for no consideration or payment. The “*Equity Award Cashout Price*” means an amount equal to the product of (x) the volume weighted average price of shares of BOC Common Stock quoted on the New York Stock Exchange (the “*NYSE*”) for the period beginning on the day that is twenty (20) consecutive trading days prior to the fifth business day immediately prior to the closing date and (y) the Exchange Ratio.

In addition, any vesting conditions applicable to each outstanding PMB restricted share or outstanding PMB restricted stock unit will automatically and without any required action on the part of the holder thereof, accelerate in full and will entitle the holder of such PMB restricted share or PMB restricted stock unit to receive an amount in cash equal to the product of (i) the total number of PMB restricted shares or PMB restricted stock units, as applicable, and (ii) the Equity Award Cashout Price, less any applicable taxes required to be withheld with respect to such vesting.

The Bank Merger will not require the issuance of additional equity or the incurrence of additional debt by any party, and the Bank Merger is not otherwise subject to any special terms and conditions. BOC or BOC Bank may issue debt or preferred stock in the ordinary course before the Holding Company Merger and Bank Merger are completed, but any such issuances will not be associated specifically in connection with or needed to finance the proposed transaction.

BOC Bank respectfully requests the approval of the OCC as soon as possible.

2. Indicate any other filings related to this transaction with other state and federal regulators.

As discussed in the Preliminary Statement, contemporaneously with the filing of this Application, BOC has submitted the FRB Application to the Board pursuant to Sections 3(a)(3) and 3(a)(5) of the BHC Act and the regulations of the Board, requesting the Board’s approval for the acquisition of PMB and PM Bank and the Holding Company Merger. A copy of the FRB Application is included as Confidential Exhibit 2.

- 3. Discuss whether and how the Resultant Institution’s business strategy and operations will remain the same or change from that of the Applicant. Identify new business lines. Provide a copy of the business plan, if available. Discuss the plan for integrating any new businesses into the Resultant Institution.**

The business strategy and operations of the BOC Bank following the Bank Merger will not differ materially from current business strategy and operations of BOC Bank, and BOC Bank’s business plan will not change materially from its business plan that has been previously reviewed by the OCC. BOC Bank will not enter any new material business lines as a result of the proposed Bank Merger, and will devote sufficient management resources to acquire PM Bank and integrate it seamlessly with BOC Bank’s operations. BOC Bank’s plans to operate a disciplined transition process, focused on building enterprise-wide capabilities and managing risk.

- 4. Provide a copy of (a) the executed merger or transaction agreement, including any amendments, (b) any board of directors’ resolutions related to the transaction, and (c) interim charter, names of organizers, and related documents, if applicable.**

(a) A draft copy of the Bank Merger Agreement is attached hereto as Confidential Exhibit 1. An executed copy of the Bank Merger Agreement will be provided supplementally.

(b) Copies of the board resolutions approving the Bank Merger and the Bank Merger Agreement will be provided supplementally.

(c) Not applicable.

- 5. Describe any issues regarding the permissibility of the proposal with regard to applicable state or Federal laws or regulations (for example, nonbank activities, branching, qualified thrift lender’s test).**

The Bank Merger is permissible under applicable laws and regulations. The OCC has authority to approve the Bank Merger and BOC Bank does not anticipate any significant issues relating to the permissibility of the Bank Merger with regard to applicable state or federal laws or regulations.

- 6. Describe any nonconforming or impermissible assets or activities that Applicant or Resultant Institution may not be permitted to retain under relevant law or regulation, including the method of and anticipated time period for divestiture or disposal.**

There are no nonconforming or impermissible assets or activities that BOC Bank may not be permitted to retain under relevant law or regulation.

- 7. Provide the indicated financial information and describe the assumptions used to prepare the projected statements, including those about the effect of the merger transaction. Material changes between the date of the financial statements and the date of the application should be disclosed. If there are no material changes, a statement to that effect should be made.**

- a. **Pro Forma Balance Sheet, as of the end of the most recent quarter. Indicate separately for the Applicant and Target Institution each principal group of assets, liabilities, and capital accounts; debit and credit adjustments (explained by footnotes) reflecting the proposed acquisition; and the resulting pro forma combined balance sheet.**
- b. **Projected Balance Sheets and corresponding Statements of Income as of the end of the first three years of operation following consummation. Describe the assumptions used to prepare the projected statements.**
- c. **Provide a discussion on the valuation of the Target Entity and any anticipated goodwill and other intangible assets.**
- d. **Pro Forma and Projected Regulatory Capital Schedule, as of the end of the most recent quarter and each of the first three years of operation, indicating:**
 - **Each component item for common equity Tier 1 Capital, additional Tier 1 Capital and Tier 2 Capital pursuant to currently applicable capital requirements.**
 - **Total risk-weighted assets.**
 - **Common equity Tier 1 Capital, Tier 1 Capital, Total Capital, and Leverage Ratios pursuant to the capital regulations. If applicable, also provide the Applicant's existing and pro forma supplementary leverage ratio pursuant to the current capital adequacy regulations.**

Please refer to Confidential Exhibit 3. There have been no material changes from the date of the financial statements to the date of the Application.

8. **List the directors and senior executive officers of the Resultant Institution and provide the name, address, position with and shares held in the Resultant Institution or holding company, and principal occupation (if a director). Indicate any changes to the Applicant's current directors and senior executive officers that would occur at the Resultant Institution.**

Following the Bank Merger, the board of directors of BOC Bank is expected to be comprised of its current members, but will also include two directors to be selected from PMB's board of directors prior to the effective time of the Mergers by BOC's Compensation, Nominating and Governance Committee (those two directors have not yet been identified). The executive management of BOC Bank following the Bank Merger is not expected to change. For a list of directors and senior executive officers of the resultant institution, please refer to Confidential Exhibit 5.

No director or senior executive officer will hold shares of BOC Bank; BOC will continue to own all of the issued and outstanding shares of BOC Bank following the Bank Merger.

9. Describe any litigation or investigation by local, state or federal authorities involving the Applicant or any of its subsidiaries or the Target or any of its subsidiaries that is currently pending or was resolved within the last two years.

Please refer to Confidential Exhibit 6 for the response to this question with respect to BOC Bank.

PM Bank is not currently, or within the last two years, party to any material litigation or investigation by local, state or federal authorities involving PM Bank or any of its subsidiaries.

10. Describe how the proposal will assist in meeting the convenience and needs of the community to be served, including, but not limited to:

- a. Summarize efforts undertaken or contemplated by the Applicant to ascertain and address the needs of the community(ies) to be served, including community outreach activities, as a result of the proposal;**
- b. For the combining institutions, list any significant anticipated changes in services or products that will result from the consummation of the transaction.**
- c. To the extent that any products or services would be offered in replacement of any products or services to be discontinued, indicate what these are and how they would assist in meeting the convenience and needs of the communities affected by the transaction.**
- d. Discuss any enhancements in products or services expected to result from the transaction.**

Please refer to the discussion in Section IV.D of the Preliminary Statement.

BOC Bank has no current plans to eliminate products or services currently offered by PM Bank but may supplement and enhance such products or services with products and services currently offered by BOC Bank.

11. Discuss how the Applicant and the Resultant Institution will assist in meeting the existing and anticipated needs of its community(ies) under the applicable criteria of the Community Reinvestment Act (CRA) regulation and its implementing regulations, including the needs of low- and moderate-income geographies and individuals. This discuss should include, but not necessarily be limited to, a description of the following:

- a. The significant current and anticipated programs, products and activities, including lending, investments and services, as appropriate, of the Applicant and the Resultant Institution.**
- b. The anticipated CRA assessment areas of the Resultant Institution. If the Resultant Institution's CRA assessment area would not include any portion of the current assessment area of the Target or the Applicant, describe the excluded areas.**
- c. The plans for administering the CRA program for the Resultant Institution following the transaction.**

- d. **For an Applicant or Target Institution that has received a CRA composite rating of “needs to improve” or “substantial noncompliance” institution-wide or, where applicable, in a state or a multi-state MSA, or has received an evaluation of less than satisfactory performance in an MSA or in the non-MSA portion of a state in which the applicant is expanding as a result of the combination, describe the specific actions, if any, that have been taken to address the deficiencies in the institution’s CRA performance record since the rating.**

Please refer to the discussion in Section IV.F of the Preliminary Statement.

- 12. The Dodd-Frank Wall Street Reform and Consumer Protection Act requires regulators to consider the risk to the stability of the United States banking and financial systems while reviewing a merger transaction between financial institutions. Discuss any effect(s) that the proposed transaction may have on the stability of the United States banking and financial systems.**

Please refer to the discussion in Section IV.C of the Preliminary Statement.

- 13. The Riegle-Neal Interstate Banking and Branching Efficiency Act of 1994 imposes additional considerations for certain interstate mergers between insured banks. Savings associations are not subject to 12 U.S.C. § 1831u. If subject to these provisions, discuss authority; compliance with state age limits and host state(s) filing requirements; and applicability of nationwide and statewide concentration limits. In addition, discuss any other restrictions that the states seek to apply (including state antitrust restrictions).**

Please refer to the discussion in Section IV.E of the Preliminary Statement.

- 14. List all offices that (a) will be established or retained as branches, including the main office, of the Target Institution, (b) are approved but unopened branch(es) of the Target Institution, including the date the current federal and state agencies granted approval(s), and (c) are existing branches that will be closed as a result of the proposal to the extent the information is available and indicate the effect on the branch customers served. For each branch, list the popular name, street address, city, county, state, and ZIP code.**

(a) Please see Public Exhibit 8 for a list of the main offices and existing branch offices of PM Bank, including street address, city, county, state and ZIP code.

(b) Currently, there are no approved but unopened branches of PM Bank.

(c) In connection with the Bank Merger, BOC Bank expects to close or consolidate two PM Bank branches that currently operate in close proximity to BOC Bank branches. These branches are the Century City Branch and the La Habra Branch. Any closures or consolidations will be accomplished in accordance with the regulations of the FDIC, the Board, the OCC and BOC Bank’s branch closing policy. Accordingly, the contemplated branch consolidations are not expected to adversely affect access to banking services in the communities.

Prior to the Bank Merger, BOC Bank expects to continue to engage in its ordinary course branch management, with such ordinary course branch management likewise conducted in accordance with federal law, OCC guidance, and BOC Bank's branch closing policy. Additional information will be provided to the OCC as necessary.

15. As a result of this transaction, if the Applicant will be or will become affiliated with a company engaged in insurance activities that is subject to supervision by a state insurance regulator, provide:

- a. The name of company.
- b. A description of the insurance activity that the company is engaged in and has plans to conduct.
- c. 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. Neither the Holding Company Merger nor the Bank Merger will cause BOC Bank to become (or to become affiliated with) a company engaged in insurance activities that are subject to a state insurance regulator.

If a nonaffiliate transaction, the Applicant also must reply to items 16 through 18.

16. Discuss the effects of the proposed transaction on existing competition in the relevant geographic market(s) where Applicant and Target Institution operate. Applicant should contact the appropriate regulatory agency for specific instructions to complete the competitive analysis.

Please refer to the discussion in Section IV.A of the Preliminary Statement.

17. If the proposed transaction involves a branch sale or any other divestiture of all or any portion of the bank, savings association or nonbank company (in the case of a merger under 12 U.S.C. § 1828(c)(1)) to mitigate competitive effects, discuss the timing, purchaser, and other specific information.

Not applicable. Neither the Holding Company Merger nor the Bank Merger involves a branch sale or any other divestiture.

18. Describe any management interlocking relationships (12 U.S.C. §§ 3201-3208) that currently exist or would exist following consummation. Include a discussion of the permissibility of the interlock with regard to relevant laws and regulations.

Not applicable. No management interlocking relationships currently exist or will exist following the consummation of the Holding Company Merger or the Bank Merger.

OCC Supplemental Questions

All OCC applicants should provide the following supplemental information with their application:

19. (a) If any of the combining institutions have entered into commitments with community organizations, civic associations or similar entities concerning providing banking services to the community, describe the commitment.

Not applicable. Neither BOC Bank nor PM Bank have entered into commitments with community organizations, civic associations or similar entities concerning providing banking services to the community.

(b) If the Resultant Institution will not assume the obligations entered into by the Target Institution, explain the reasons and describe the impact on the communities to be affected.

Not applicable. BOC Bank will assume the obligations entered into by PM Bank.

20. If acquiring a non-national bank subsidiary, provide the information and analysis of the subsidiary's activities that would be required if it were established pursuant to 12 C.F.R. § 5.34 or 5.39.

Not applicable. BOC Bank is not acquiring a non-national bank subsidiary as a result of the Bank Merger.

CERTIFICATION

We hereby certify that our board of directors, by resolution, has authorized the filing of this application, and that to the best of our knowledge, it contains no misrepresentations or omissions of material facts. In addition, we agree to notify the responsible regulatory agency if the facts described in the filing materially change prior to receiving a decision or prior to consummation. Any misrepresentation or omission of a material fact constitutes fraud in the inducement and may subject us to legal sanctions provided by 18 U.S.C. §§ 1001 and 1007.

We acknowledge that approval of this application is in the discretion of the responsible regulatory agency. 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 responsible regulatory 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.

Signed this 5th day of May, 2021

BANC OF CALIFORNIA,
NATIONAL ASSOCIATION

By: 

Ido Dotan
*Executive Vice President,
General Counsel and
Corporate Secretary*

PACIFIC MERCANTILE BANK

By: _____
Curt A. Christianssen
*Executive Vice President,
Chief Financial Officer*

CERTIFICATION

We hereby certify that our board of directors, by resolution, has authorized the filing of this application, and that to the best of our knowledge, it contains no misrepresentations or omissions of material facts. In addition, we agree to notify the responsible regulatory agency if the facts described in the filing materially change prior to receiving a decision or prior to consummation. Any misrepresentation or omission of a material fact constitutes fraud in the inducement and may subject us to legal sanctions provided by 18 U.S.C. §§ 1001 and 1007.


We acknowledge that approval of this application is in the discretion of the responsible regulatory agency. 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 responsible regulatory 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.

Signed this 5th day of May, 2021

BANC OF CALIFORNIA,
NATIONAL ASSOCIATION

By: _____
Ido Dotan
*Executive Vice President,
General Counsel and
Corporate Secretary*

PACIFIC MERCANTILE BANK

By: 
Curt A. Christianssen
*Executive Vice President,
Chief Financial Officer*

PUBLIC EXHIBIT 1

AGREEMENT AND PLAN OF MERGER

dated as of March 22, 2021

by and between

BANC OF CALIFORNIA, INC.

and

PACIFIC MERCANTILE BANCORP

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Exhibit A	Form Voting Agreement
Exhibit B	Form Non-Solicitation Agreement

Company Disclosure Schedule

Parent Disclosure Schedule

AGREEMENT AND PLAN OF MERGER, dated as of March 22, 2021 (this “*Agreement*”), by and between Banc of California, Inc., a Maryland corporation (“*Parent*”), and Pacific Mercantile Bancorp, a California corporation (the “*Company*”) (collectively hereinafter referred to as the “*Parties*”).

RECITALS

WHEREAS, upon the terms and subject to the conditions of this Agreement and in accordance with the Maryland General Corporation Law (the “*MGCL*”) and the California General Corporation Law (the “*CGCL*”), the Company will merge with and into Parent (the “*Merger*”), with Parent as the surviving corporation in the Merger (sometimes referred to in such capacity as the “*Surviving Corporation*”);

WHEREAS, the respective boards of directors of each of Parent and the Company have determined that this Agreement and the transactions contemplated hereby are fair to and in the best interests of their respective companies and their respective stockholders, as applicable, and have approved and declared advisable this Agreement and the transactions contemplated hereby, including the Merger, all upon the terms and subject to the conditions set forth herein;

WHEREAS, promptly after the Merger, Pacific Mercantile Bank, a California state-chartered bank and a wholly-owned subsidiary of the Company (“*PM Bank*”), will merge with and into Banc of California, National Association, a national association (“*BoC Bank*”), with BoC Bank as the surviving bank (the “*Bank Merger*”);

WHEREAS, for United States federal income tax purposes (and, where applicable, state and local income tax purposes), the Parties intend that the Merger will qualify as a reorganization within the meaning of Section 368(a) of the Code and for this Agreement to constitute a “plan of reorganization” within the meaning of Section 1.368-2(g) of the Treasury Regulations;

WHEREAS, concurrently with the execution and delivery of this Agreement, as a condition and inducement to each Party’s willingness to enter into this Agreement, each member of the board of directors of each of Parent and the Company and certain shareholders of each of Parent and the Company have simultaneously herewith entered into a Voting Agreement (each a “*Voting Agreement*” and collectively, the “*Voting Agreements*”) in connection with the Merger, in the form of Exhibit A hereto;

WHEREAS, concurrently with the execution and delivery of this Agreement, as a condition and inducement to Parent’s willingness to enter into this Agreement, certain executive officers of the Company are entering into a non-solicitation agreement with Parent, in the form of Exhibit B hereto; and

WHEREAS, the Parties desire to make certain representations, warranties, covenants and agreements in connection with the Merger and also to prescribe certain conditions to the Merger.

NOW, THEREFORE, in consideration of the foregoing and the representations, warranties, covenants and agreements set forth herein, and intending to be legally bound hereby, the Parties hereto hereby agree as follows:

ARTICLE 1

CERTAIN DEFINITIONS

1.01 *Certain Definitions.* The following terms are used in this Agreement with the meanings set forth below:

“*Acquisition Proposal*” means (A) any proposal, offer or inquiry with respect to a merger, joint venture, partnership, consolidation, dissolution, liquidation, tender offer, recapitalization, reorganization, share exchange, business combination or similar transaction involving the Company or any of its Subsidiaries that if consummated, would result in any Person (or the stockholders of any Person) owning 15% or more of the total voting power of the Company or the surviving entity in a merger involving such party or the resulting parent company of such surviving entity and (B) any proposal or offer to acquire in any manner, directly or indirectly, 15% or more of the total voting power of any class of equity securities of the Company or those of any of its Subsidiaries or 15% or more of the Company’s consolidated total assets (including equity securities of its Subsidiaries), in each case other than the transactions contemplated by this Agreement.

“*Adjusted Shareholders’ Equity*” has the meaning set forth in Section 6.03(d).

“*Advisors*” has the meaning set forth in Section 6.03(d).

“*Affiliate*” means, as to any Person, any other Person which, directly or indirectly, is in control of, is controlled by or is under common control with such Person. For purposes of this definition, “control” of a Person shall mean the possession, direct or indirect, of the power to direct or cause the direction of the management and policies of such Person, whether through the ownership of voting securities, by contract or otherwise.

“*Agreement*” means this Agreement, as amended or modified from time to time in accordance with Section 8.02.

“*ALLL*” has the meaning set forth in Section 4.02(u).

“*Alternative Acquisition Agreement*” has the meaning set forth in Section 5.06(c)(i)(B).

“*Anti-Bribery and Anti-Corruption Laws*” means the FCPA and all other applicable anti-bribery and anti-corruption Laws.

“*Articles of Merger*” has the meaning set forth in Section 2.02.

“*Bank Merger*” has the meaning set forth in the Recitals to this Agreement.

“*Bank Merger Certificates*” has the meaning set forth in Section 5.19.

“*Bank Secrecy Act*” means the Currency and Foreign Transaction Reporting Act (31 U.S.C. Section 5311 et seq.), as amended by the USA PATRIOT Act and their implementing regulations.

“*Bankruptcy and Equity Exception*” has the meaning set forth in Section 4.02(e).

“*Benefit Plans*” has the meaning set forth in Section 4.02(m).

“*BoC Bank*” has the meaning set forth in the Recitals to this Agreement.

“*Book-Entry Share*” has the meaning set forth in Section 3.01(a).

“*Business Day*” means Monday through Friday of each week, except a legal holiday recognized as such by the United States federal government or any day on which banking institutions in the State of California are authorized or obligated to close.

“*CA Agreement of Merger*” has the meaning set forth in Section 2.02.

“*California Secretary*” means the Secretary of State of the State of California.

“*CDFPI*” means the California Department of Financial Protection & Innovation.

“*Certificate*” has the meaning set forth in Section 3.01(a).

“*CFC*” means the California Financial Code.

“*CGCL*” has the meaning set forth in the Recitals to this Agreement.

“*Claim*” has the meaning set forth in Section 5.11(a).

“*Closing*” has the meaning set forth in Section 2.02.

“*Closing Date*” has the meaning set forth in Section 2.02.

“*Closing Financial Statements*” has the meaning set forth in Section 5.15.

“*Code*” means the Internal Revenue Code of 1986, as amended.

“*Community Reinvestment Act*” means the Community Reinvestment Act of 1977, as amended.

“*Company*” has the meaning set forth in the Preamble of this Agreement.

“*Company 401(k) Plan*” has the meaning set forth in Section 5.12(d).

“*Company Applicable Date*” has the meaning set forth in Section 4.02(g).

“*Company Board*” means the board of directors of the Company.

“*Company Board Recommendation*” has the meaning set forth in Section 5.04.

“*Company Bylaws*” means the bylaws of the Company, as amended.

“*Company Change of Recommendation*” has the meaning set forth in Section 5.06(c)(i)(A).

“*Company Charter*” means the articles of incorporation of the Company, as amended.

“*Company Common Stock*” means the common stock, no par value per share, of the Company.

“*Company Disclosure Schedule*” has the meaning set forth in Section 4.01(a).

“*Company Equity Awards*” has the meaning set forth in Section 3.04(c).

“*Company Loan Property*” has the meaning set forth in Section 4.02(o).

“*Company Material Adverse Effect*” means any effect, circumstance, occurrence or change that is material and adverse to the business, assets or deposit liabilities, properties, operations, results of operations or condition (financial or otherwise) of the Company and its Subsidiaries, taken as a whole, or that materially impairs the ability of the Company to consummate the Merger and the transactions contemplated hereby on a timely basis; *provided, however*, that none of the following effects, circumstances, occurrences or changes shall be considered when determining if a Company Material Adverse Effect has occurred: (A) any change in Law or GAAP or interpretations thereof (except to the extent that, with respect to this clause (A), such effect, circumstance, occurrence or change disproportionately adversely affects the Company and its Subsidiaries compared to other companies of similar size operating in the commercial banking industry in which the Company operates, in which case only the disproportionate effect will be taken into account); (B) effects resulting from worsening of geopolitical conditions in the United States or acts of war, sabotage or terrorism (including any escalation or general worsening of any such acts of war, sabotage or terrorism) in the United States or any other country in which the Company and any of its Subsidiaries conduct material operations; (C) any change in market price or trading volume of Company Common Stock (except to the extent that, with respect to this clause (C), the facts or circumstances giving rise or contributing to such change may be deemed to constitute, or be taken into account in determining whether there has been, a Company Material Adverse Effect, except to the extent such facts or circumstances are themselves excepted from the definition of Company Material Adverse Effect pursuant to any other clause of this definition); (D) any action taken by the Company with Parent’s express written consent or any action taken by the Company that the Company was expressly required to take pursuant to the terms of this Agreement; (E) any failure, in and of itself, by the Company to meet internal or other estimates, predictions, projections or forecasts of revenue, net income or any other measure of financial performance (except to the

extent that, with respect to this clause (E), the facts or circumstances giving rise or contributing to failure to meet estimates or projections may be deemed to constitute, or be taken into account in determining whether there has been, a Company Material Adverse Effect, except to the extent such facts or circumstances are themselves excepted from the definition of Company Material Adverse Effect pursuant to any other clause of this definition); (F) changes in economic conditions affecting commercial banks generally (except to the extent that with respect to this clause (F), such change in economic condition disproportionately adversely affects the Company and its Subsidiaries, compared to other companies in California of similar size operating in the commercial banking industry in which the Company operates, in which case only the disproportionate effect will be taken into account); (G) for purposes of the condition set forth in Section 6.03(e), those matters disclosed in the Company Disclosure Schedule consistent with the standard set forth in Section 4.01(a) and based on the information on those matters provided on or prior to the date hereof (for the avoidance of doubt, except to the extent of any adverse developments with respect to such matters that arise after the date hereof); or (H) changes in relationships with customers or employees of the Company and its Subsidiaries that were primarily the result of the announcement or public disclosure of this Agreement and the transactions contemplated hereby.

“*Company Meeting*” has the meaning set forth in Section 5.04.

“*Company Non-Voting Common Stock*” means the non-voting common stock, no par value per share, of the Company.

“*Company Option*” has the meaning set forth in Section 3.04(a).

“*Company Restricted Share*” has the meaning set forth in Section 3.04(b)

“*Company RSU*” has the meaning set forth in Section 3.04(c).

“*Company SEC Reports*” has the meaning set forth in Section 4.02(g).

“*Company Shareholder Approval*” means the approval of the principal terms of this Agreement by the affirmative vote or requisite consent of a majority of the outstanding shares of Company Common Stock entitled to vote thereon at the Company Meeting.

“*Company Stock Plans*” has the meaning set forth in Section 3.04(a).

“*Confidentiality Agreement*” has the meaning set forth in Section 5.07(c).

“*Continuing Employees*” has the meaning set forth in Section 5.12(a).

“*Contract*” or “*Contracts*” has the meaning set forth in Section 4.02(f)(ii).

“*Criticized Loans*” has the meaning set forth in Section 4.02(t)(v).

“*Deposit Insurance Fund*” means the Deposit Insurance Fund administered by the FDIC.

“*Effective Time*” has the meaning set forth in Section 2.02.

“*End Date*” has the meaning set forth in Section 7.01(b).

“*Environmental Laws*” means any federal, state or local Law, regulation, order, decree, permit, authorization, opinion, common Law or agency requirement relating to: (i) the protection, investigation or restoration of the environment, health, safety, or natural resources, (ii) the handling, use, presence, disposal, release or threatened release of any Hazardous Substance or (iii) noise, odor, wetlands, employee exposure, indoor air, pollution, contamination or any injury or threat of injury to persons or property in connection with any Hazardous Substance.

“*Equal Credit Opportunity Act*” means the Equal Credit Opportunity Act (15 U.S.C. Section 1691 et seq.), as amended.

“*Equity Award Cashout Price*” has the meaning set forth in Section 3.04(a).

“*ERISA*” means the Employee Retirement Income Security Act of 1974, as amended.

“*ERISA Affiliate*” has the meaning set forth in Section 4.02(m)(iv).

“*Exchange Act*” means the Securities Exchange Act of 1934, as amended, and the rules and regulations promulgated thereunder.

“*Exchange Agent*” has the meaning set forth in Section 3.03(a).

“*Exchange Fund*” has the meaning set forth in Section 3.03(a).

“*Exchange Ratio*” has the meaning set forth in Section 3.01(a).

“*Excluded Shares*” has the meaning set forth in Section 3.01(c).

“*Fair Housing Act*” means the Fair Housing Act (420 U.S.C. Section 3601 et seq.), as amended.

“*FCPA*” means the Foreign Corrupt Practices Act of 1977 (15 U.S.C. §78dd-1 et seq.), as amended.

“*FDIC*” means the Federal Deposit Insurance Corporation.

“*Federal Reserve Act*” means the Federal Reserve Act of 1913, as amended.

“*Federal Reserve Board*” means the Board of Governors of the Federal Reserve System.

“*GAAP*” means generally accepted accounting principles in the United States.

“*Governmental Authority*” means any federal, state or local court, tribunal, arbitral, governmental, administrative or regulatory authority (including any Regulatory Authorities), agency, commission, body or other governmental entity or instrumentality.

“*Hazardous Substance*” means any substance in any concentration that is: (i) listed, classified or regulated pursuant to any Environmental Law, (ii) any petroleum product or by-product, asbestos-containing material, lead-containing paint or plumbing, polychlorinated biphenyls, radioactive materials or radon or (iii) any other substance which has been, is or may be the subject of regulatory action by any Governmental Authority in connection with any Environmental Law.

“*Home Mortgage Disclosure Act*” means the Home Mortgage Disclosure Act (12 U.S.C. Section 2801 et seq.), as amended.

“*Indemnified Party*” or “*Indemnified Parties*” has the meaning set forth in Section 5.11(a).

“*Intellectual Property Rights*” has the meaning set forth in Section 4.02(y)(ii).

“*IRS*” has the meaning set forth in Section 4.02(m)(i).

“*Knowledge*” means the actual knowledge, after reasonable inquiry under the circumstances, of the persons set forth in Section 1.02 of the Company Disclosure Schedule or Section 1.01 of the Parent Disclosure Schedule.

“*Law*” means any federal, state, local or foreign law, statute, ordinance, rule, regulation, judgment, order, injunction, decree, arbitration award, agency requirement, license or permit of any Governmental Authority.

“*Lien*” means any charge, mortgage, pledge, security interest, restriction, claim, lien, equity, encumbrance or any other encumbrance or exception to title of any kind.

“*Loan*” has the meaning set forth in Section 4.02(t)(i).

“*Material Contract*” has the meaning set forth in Section 4.02(k).

“*Materially Burdensome Regulatory Condition*” has the meaning set forth in Section 5.10(a).

“*Merger*” has the meaning set forth in the Recitals to this Agreement.

“*Merger Consideration*” has the meaning set forth in Section 3.01(a).

“*MGCL*” has the meaning set forth in the Recitals to this Agreement.

“*Multiemployer Plan*” has the meaning set forth in Section 4.02(m)(v).

“*Multiple Employer Plan*” has the meaning set forth in Section 4.02(m)(v).

“*NASDAQ*” means the NASDAQ Global Select Market.

“*NYSE*” means the New York Stock Exchange.

“*OCC*” means the Office of the Comptroller of the Currency.

“*OFAC*” means the Office of Foreign Assets Control of the U.S. Department of the Treasury.

“*Option Consideration*” has the meaning set forth in Section 3.04(a).

“*Order*” has the meaning set forth in Section 6.01(b).

“*Parent*” has the meaning set forth in the Preamble to this Agreement.

“*Parent Average Closing Price*” means the volume weighted average price of shares of Parent Common Stock quoted on the NYSE on each of the last twenty (20) trading days ending on the day which is the fifth trading date immediately preceding the date that the Effective Time occurs.

“*Parent Award*” means a right of any kind, contingent or accrued, to acquire or receive shares of Parent Common Stock or benefits measured by the value of shares of Parent Common Stock, and each award of any kind consisting of shares of Parent Common Stock that may be held, awarded, outstanding, payable or reserved for issuance under the Parent Stock Plans, other than Parent Stock Options.

“*Parent Board*” means the board of directors of Parent.

“*Parent Board Recommendation*” has the meaning set forth in Section 5.05.

“*Parent Bylaws*” means the bylaws of Parent, as amended.

“*Parent Change of Recommendation*” has the meaning set forth in Section 5.06(d).

“*Parent Charter*” means the charter of Parent, as amended.

“*Parent Common Stock*” means the common stock, par value \$0.01 per share, of Parent.

“*Parent Disclosure Schedule*” has the meaning set forth in Section 4.01(a).

“*Parent Material Adverse Effect*” means any effect, circumstance, occurrence or change that is material and adverse to the business, assets or deposit liabilities, properties, operations, results of operations or condition (financial or otherwise) of Parent and its Subsidiaries, taken as a whole, or that materially impairs the ability of Parent to consummate the Merger and the transactions contemplated hereby on a timely basis;

provided, however, that none of the following effects, circumstances, occurrences or changes shall be considered when determining if a Parent Material Adverse Effect has occurred: (A) any change in Law or GAAP or interpretations thereof (except to the extent that, with respect to this clause (A), such effect, circumstance, occurrence or change disproportionately adversely affects Parent and its Subsidiaries compared to other companies of similar size operating in the commercial banking industry in which Parent operates, in which case only the disproportionate effect will be taken into account); (B) effects resulting from worsening of geopolitical conditions in the United States or acts of war, sabotage or terrorism (including any escalation or general worsening of any such acts of war, sabotage or terrorism) in the United States or any other country in which Parent and any of its respective Subsidiaries conduct material operations; (C) any change in market price or trading volume of Parent Common Stock (except to the extent that, with respect to this clause (C), the facts or circumstances giving rise or contributing to such change may be deemed to constitute, or be taken into account in determining whether there has been, a Parent Material Adverse Effect, except to the extent such facts or circumstances are themselves excepted from the definition of Parent Material Adverse Effect pursuant to any other clause of this definition); (D) any action taken by Parent with the Company's express written consent or any action taken by Parent that Parent was expressly required to take pursuant to the terms of this Agreement; (E) any failure, in and of itself, by Parent to meet internal or other estimates, predictions, projections or forecasts of revenue, net income or any other measure of financial performance (except to the extent that, with respect to this clause (E), the facts or circumstances giving rise or contributing to failure to meet estimates or projections may be deemed to constitute, or be taken into account in determining whether there has been, a Parent Material Adverse Effect, except to the extent such facts or circumstances are themselves excepted from the definition of Parent Material Adverse Effect pursuant to any other clause of this definition); (F) changes in economic conditions affecting commercial banks generally (except to the extent that with respect to this clause (F), such change in economic condition disproportionately adversely affects Parent and its Subsidiaries, as the case may be, compared to other companies of similar size operating in the commercial banking industry in which Parent operates, in which case only the disproportionate effect will be taken into account); (G) for the purposes of Section 6.02(d), those matters disclosed in the Parent Disclosure Schedule consistent with the standard set forth in Section 4.01(a) and based on the information on those matters provided on or prior to the date hereof (for the avoidance of doubt, except to the extent of any adverse developments with respect to such matters that arise after the date hereof); or (H) changes in relationships with customers or employees of Parent and its Subsidiaries that were primarily the result of the announcement or public disclosure of this Agreement and the transactions contemplated hereby.

“Parent Meeting” has the meaning set forth in Section 5.03(b).

“Parent Non-Voting Common Stock” means the Class B non-voting, non-convertible common stock, par value \$0.01 per share, of Parent.

“Parent Preferred Stock” means the preferred stock, par value \$0.01 per share, of Parent.

“*Parent RSU*” means each restricted stock unit representing the right to receive Parent Common Stock under the Parent Stock Plans or otherwise.

“*Parent Reports*” has the meaning set forth in Section 4.03(f)(i).

“*Parent Stock Options*” means issued and outstanding options to acquire Parent Common Stock which were granted under the Parent Stock Plan.

“*Parent Stock Plans*” means Parent’s 2013 Omnibus Stock Incentive Plan and Parent’s 2018 Omnibus Stock Incentive Plan.

“*Parent Stockholder Approval*” means (1) the approval of the Merger by a vote of the majority of the outstanding shares of Parent Common Stock entitled to vote thereon and (2) the approval of the issuance of shares of Parent Common Stock in connection with the Merger as contemplated by this Agreement by a vote of the majority of votes cast at the Parent Meeting entitled to vote thereon.

“*Parties*” has the meaning set forth in the Preamble to this Agreement.

“*Payroll Processor*” has the meaning set forth in Section 3.04(a).

“*Person*” means any individual, bank, corporation (including not-for-profit), joint-stock company, general or limited partnership, limited liability company, joint venture, estate, business trust, trust, association, organization, Governmental Authority or other entity of any kind or nature.

“*PM Bank*” has the meaning set forth in the Recitals to this Agreement.

“*Professional Fees*” has the meaning set forth in Section 6.03(d).

“*Prospectus/Proxy Statement*” has the meaning set forth in Section 5.06(a).

“*Qualified Plans*” has the meaning set forth in Section 4.02(m)(iii).

“*Registration Statement*” has the meaning set forth in Section 5.06(a).

“*Regulatory Agreement*” has the meaning set forth in Section 4.02(i)(i).

“*Regulatory Authorities*” has the meaning set forth in Section 4.02(i)(i).

“*Rights*” means, with respect to any Person, the stock options, stock appreciation rights, warrants and any other securities or obligations convertible into or exercisable or exchangeable for, or giving any Person any right to subscribe for or acquire, or any options, calls or commitments relating to, or other instrument the value of which is determined in whole or in part by reference to the market price or value of, any shares of capital stock or any other property or assets of such Person.

“*Sarbanes-Oxley Act*” has the meaning set forth in Section 4.02(g)(i), as amended, and the rules and regulations promulgated thereunder.

“*SDAT*” means the State Department of Assessments and Taxation of Maryland.

“*SEC*” means the United States Securities and Exchange Commission.

“*Securities Act*” means the Securities Act of 1933, as amended, and the rules and regulations promulgated thereunder.

“*Share*” and “*Shares*” has the meaning set forth in Section 3.01(a).

“*Shareholders’ Equity Measuring Date*” has the meaning set forth in Section 6.03(d).

“*Subsidiary*” means, as to any Person, a corporation, limited liability company, partnership or other entity of which shares of stock or other ownership interests having ordinary voting power (other than stock or such other ownership interests having such power only by reason of the happening of a contingency) to elect a majority of the board of directors or other managers of such corporation, limited liability company, partnership or other entity are at the time owned, or the management of which is otherwise controlled, directly or indirectly through one or more intermediaries, or both, by such Person.

“*Superior Proposal*” means an unsolicited bona fide Acquisition Proposal (provided that for purposes of the definition of “Superior Proposal” the references to “15%” in the definition of “Acquisition Proposal” shall instead refer to “50%”) that the Company’s board of directors has determined in its good faith judgment is reasonably likely to be consummated in accordance with its terms, taking into account all legal, financial and regulatory aspects of the proposal and the Person making the proposal, and if consummated, would result in a transaction more favorable to the holders of Company Common Stock from a financial point of view than the transaction contemplated by this Agreement (after taking into account any revisions to the terms of the transaction contemplated by Section 5.05(c) of this Agreement and the time likely to be required to consummate such Acquisition Proposal).

“*Surviving Corporation*” has the meaning set forth in the Recitals to this Agreement.

“*Takeover Statute*” has the meaning set forth in Section 4.02(z).

“*Tax*” (including, with correlative meanings, the terms “*Taxes*” and “*Taxable*”) means whether disputed or not (i) any and all U.S. federal, state, local and foreign taxes, charges, fees, customs, duties, levies or other assessments, however denominated, including all net income, gross income, profits, gains, gross receipts, sales, use, value added, goods and services, capital, production, transfer, franchise, windfall profits, license, withholding, payroll, employment, disability, employer health, excise, estimated, severance, stamp, occupation, property, environmental, unclaimed property, unemployment, capital stock or any other taxes, charges, fees, customs, duties, levies or other assessments of any nature whatsoever, together with all interest, penalties and additions imposed with respect to such amounts and any interest in respect of such

penalties and additions; (ii) any liability for the payment of any amounts of the type described in (i) above as a result of being a member of an affiliated, consolidated, combined, unitary or similar group (including any arrangement for group or consortium relief or similar arrangement) for any period, and (iii) any liability for the payment of any amounts of the type described in clauses (i) or (ii) above as a result of any express or implied obligation to indemnify any other Person or as a result of any obligation under any agreement or arrangement with any other Person with respect to such amounts and including any liability for Taxes of a predecessor or transferor, or by Contract (other than a Contract entered into in the ordinary course of business the primary purpose of which is not related to Taxes).

“*Tax Returns*” means any return, amended return or other report (including elections, declarations, forms, disclosures, schedules, estimates and information returns) required to be filed with any taxing authority with respect to any Taxes including any documentation required to be filed with any taxing authority or to be retained in respect of information reporting requirements imposed by the Code or any similar foreign, state or local Law.

“*Termination Fee*” has the meaning set forth in Section 7.02(b)(i).

“*Third-Party Intellectual Property Rights*” has the meaning set forth in Section 4.02(y)(ii).

“*Treasury Regulations*” means the final and temporary regulations promulgated under the Code by the United States Department of the Treasury.

“*USA PATRIOT Act*” means the Uniting and Strengthening America by Providing Appropriate Tools Required to Intercept and Obstruct Terrorism Act of 2001, as amended (Pub. L. No. 107-56).

“*Volcker Rule*” means 12 U.S.C. § 1851 and the regulations promulgated by the Federal Reserve Board, the OCC and the SEC in connection therewith.

“*Voting Agreements*” has the meaning set forth in the Recitals to this Agreement.

ARTICLE 2

THE MERGER

2.01 *The Merger.*

(a) The Combination. Upon the terms and subject to the conditions set forth in this Agreement, at the Effective Time, the Company shall merge with and into Parent and the separate corporate existence of the Company shall cease. Parent shall be the Surviving Corporation in the Merger, and shall continue to exist as a Maryland corporation with all its rights, privileges, immunities, powers and franchises continuing unaffected by the Merger.

(b) Charter and Bylaws. The Charter and Bylaws of Parent as in effect immediately prior to the Effective Time shall be those of the Surviving Corporation. The directors and officers of Parent immediately prior to the Effective Time, together with the two (2) additional directors appointed pursuant to Section 5.21, shall be the directors and officers of the Surviving Corporation, until such time as their successors shall be duly elected and qualified.

(c) Effect of the Merger. At the Effective Time, the effect of the Merger shall be as provided in § 3-114 of the MGCL and § 1107 of the CGCL, including any regulations or rules promulgated thereunder. Without limiting the generality of the foregoing, and subject thereto, at the Effective Time, all the property, rights, privileges, immunities, powers and franchises of the Company and Parent shall vest in the Surviving Corporation and the Surviving Corporation shall succeed thereto, and all debts, liabilities, obligations, restrictions, disabilities and duties of the Company and Parent shall become the debts, liabilities, obligations, restrictions, disabilities and duties of the Surviving Corporation.

2.02 Closing; Effective Time. The closing of the Merger (the “*Closing*”) shall take place remotely by mutual exchange of documents and signatures (or their electronic counterparts) at such time as the Company and Parent shall agree, on the date when the Effective Time is to occur (the “*Closing Date*”). Subject to the terms and conditions of this Agreement, the Parties shall cause (a) an Agreement of Merger (the “*CA Agreement of Merger*”) to be filed with the California Secretary and (b) Articles of Merger (the “*Articles of Merger*”) to be filed with the SDAT. Subject to the satisfaction or waiver of the conditions set forth in Article VI (other than those conditions that by their nature are to be satisfied at the consummation of the Merger, but subject to the fulfillment or waiver of those conditions), the Parties shall cause the Effective Time to occur no later than the third Business Day after such satisfaction or waiver (except as the Parties may otherwise agree to in writing). The Merger provided for herein shall become effective at the time the Articles of Merger are accepted for record by the SDAT, or such later time (not to exceed 30 days after the Articles of Merger are accepted for record by the SDAT) as may be agreed by the Parties and specified in the Articles of Merger and the CA Agreement of Merger (the time the Merger becomes effective being the “*Effective Time*”).

ARTICLE 3

CONSIDERATION; EXCHANGE PROCEDURES

3.01 Effect on Capital Stock. At the Effective Time, as a result of the Merger and without any action on the part of any Person:

(a) Outstanding Company Common Stock. Each share of Company Common Stock and Company Non-Voting Common Stock (each, a “*Share*” and, collectively, “*Shares*”), excluding Excluded Shares, issued and outstanding immediately prior to the Effective Time, shall become and be converted into the right to receive 0.50 of a share (the “*Exchange Ratio*”) of Parent Common Stock (the “*Merger Consideration*”), without interest thereon. At the Effective Time, all Shares (other than Excluded Shares) shall no longer be outstanding and shall automatically be cancelled and retired and shall cease to exist, and each holder of a certificate

that immediately prior to the Effective Time represented any Shares (a “*Certificate*”) and each holder of a Share not represented by a Certificate (a “*Book-Entry Share*”), other than any Excluded Shares, shall cease to have any rights with respect thereto, except the right to receive the Merger Consideration plus any dividends or distributions to which the holder thereof has the right to receive pursuant to Section 3.03(c) as well as any cash in lieu of fractional shares which such holder has the right to receive pursuant to Section 3.03(d).

(b) Outstanding Parent Stock. Each share of Parent Common Stock, issued and outstanding immediately prior to the Effective Time, shall remain issued and outstanding and shall not be affected by the Merger.

(c) Cancellation of Excluded Shares. Any shares of Company Common Stock held by Parent or any direct or indirect wholly-owned Subsidiary of Parent or by the Company or any direct or indirect wholly-owned Subsidiary of the Company, other than those held in a fiduciary capacity or as a result of debts previously contracted (“*Excluded Shares*”) shall be cancelled and retired and shall cease to exist at the Effective Time and no consideration shall be issued in exchange therefor.

3.02 *Rights as Shareholders; Stock Transfers*. At the Effective Time, holders of Company Common Stock shall cease to be, and shall have no rights as, shareholders of the Company other than to receive the Merger Consideration (together with any dividends or distributions with respect thereto and cash in lieu of fractional shares issued in consideration therefor). After the Effective Time, there shall be no transfers on the stock transfer books of the Company or the Surviving Corporation of the shares of Company Common Stock that were outstanding immediately prior to the Effective Time.

3.03 *Exchange Procedures*.

(a) Exchange Agent. Immediately prior to the Effective Time, Parent shall deposit, or shall cause to be deposited, with an exchange agent selected by Parent with the Company’s prior approval (such approval not to be unreasonably withheld or delayed) (the “*Exchange Agent*”), for the benefit of the holders of Shares (in each case, other than holders of Excluded Shares), an amount in cash equal to any cash due in lieu of fractional shares pursuant to Section 3.03(d) and certificates or, at Parent’s option, evidence of shares in book-entry form representing the shares of Parent Common Stock in exchange for Shares outstanding immediately prior to the Effective Time, deliverable upon due surrender of the Certificates (or affidavits of loss in lieu thereof as provided in Section 3.03(f)) or, in the case of Book-Entry Shares, upon adherence to the procedures set forth in the transmittal materials, pursuant to the provisions of this Article III, and after the Effective Time, if applicable, any dividends or other distributions with respect to shares of Parent Common Stock (such amount in cash and certificates for shares of Parent Common Stock being hereinafter referred to as the “*Exchange Fund*”). The Company shall notify Parent in writing prior to the Effective Time of the number of Shares and Excluded Shares outstanding immediately prior to the Effective Time, and shall cause the Company’s transfer agent to deliver to the Exchange Agent on or prior to the Closing Date a list of the holders of Company Common Stock in a format that is reasonably acceptable to the Exchange Agent and otherwise reasonably cooperate with the Exchange Agent.

(b) Exchange Procedures. Promptly after the Effective Time (and in any event within five (5) Business Days thereafter), the Surviving Corporation shall cause the Exchange Agent to mail to each holder of record of Shares (other than holders of Excluded Shares) notice advising such holders of the effectiveness of the Merger, including appropriate transmittal materials specifying that delivery shall be effected, and risk of loss and title to the Certificates shall pass, only upon delivery of the Certificates (or affidavits of loss in lieu thereof, as provided in Section 3.03(f)) and instructions for surrendering the Certificates (or affidavits of loss in lieu thereof) to the Exchange Agent (such materials and instructions to include customary provisions with respect to delivery of an “agent’s message” with respect to Book-Entry Shares and to be in such form and have such provisions as Parent and the Company may reasonably agree). Upon the surrender of a Certificate (or affidavits of loss in lieu thereof as provided in Section 3.03(f)) or Book-Entry Shares to the Exchange Agent in accordance with the terms of such transmittal materials, the holder of such Certificate or Book-Entry Shares shall be entitled to receive in exchange therefor (x) a certificate (or evidence of shares in book-entry form, as applicable) representing that number of whole shares of Parent Common Stock that such holder is entitled to receive pursuant to this Article III and (y) a check in the amount (after giving effect to any required Tax withholdings as provided in Section 3.03(g)) equal to (A) any cash in lieu of fractional shares plus (B) any unpaid non-stock dividends and any other dividends or other distributions that such holder has the right to receive pursuant to the provisions of this Article III, and the Certificate or Book-Entry Shares so surrendered shall forthwith be cancelled. No interest will be paid or accrued on any amount payable upon due surrender of the Certificates or Book-Entry Shares. In the event of a transfer of ownership of Shares that is not registered in the transfer records of the Company, a certificate representing the proper number of shares of Parent Common Stock, together with a check for any cash to be paid upon due surrender of the Certificate, may be issued and/or paid to such a transferee if the Exchange Agent is presented with the Certificate formerly representing such Shares and/or all documents required to evidence and effect such transfer and to evidence that any applicable stock transfer Taxes have been paid or are not applicable.

(c) Distributions with Respect to Unexchanged Shares; Voting. All shares of Parent Common Stock to be issued pursuant to the Merger shall be deemed issued and outstanding as of the Effective Time, and if a dividend or other distribution is declared by Parent in respect of the Parent Common Stock, the record date for which is at or after the Effective Time, that declaration shall include dividends or other distributions in respect of all shares issuable pursuant to this Agreement. No dividends or other distributions in respect of the Parent Common Stock shall be paid to any holder of any unsurrendered Certificate or Book-Entry Shares until such Certificate (or affidavit of loss in lieu thereof as provided in Section 3.03(f)) or Book-Entry Shares are surrendered for exchange in accordance with this Article III. Subject to the effect of applicable Laws, following surrender of any such Certificate (or affidavit of loss in lieu thereof as provided in Section 3.03(f)) or Book-Entry Shares, there shall be issued and/or paid to the holder of a certificate or evidence of shares in book-entry form, as applicable, representing whole shares of Parent Common Stock issued in exchange therefor, without interest, (A) at the time of such surrender, the dividends or other distributions with a record date after the Effective Time theretofore payable with respect to such whole shares of Parent Common Stock and not paid and (B) at the appropriate payment date, the dividends or other distributions payable with respect to such whole shares of Parent Common Stock with a record date after the Effective Time but with a payment date subsequent to surrender.

(d) Fractional Shares. Notwithstanding any other provision of this Agreement, no fractional shares of Parent Common Stock will be issued and any holder of Shares entitled to receive a fractional share of Parent Common Stock but for this Section 3.03(d) shall be entitled to receive a cash payment in lieu thereof (rounded to the nearest cent), which payment shall be determined by multiplying (i) the Parent Average Closing Price by (ii) the fraction of the share (rounded to the nearest thousandth when expressed in decimal form) of Parent Common Stock which such holder would otherwise be entitled to receive pursuant to Section 3.01(a).

(e) Termination of Exchange Fund. The Exchange Fund shall be administered by the Exchange Agent until such time as any unclaimed portion thereof is delivered to a public official pursuant to applicable abandoned property, escheat or similar Laws. None of the Surviving Corporation, Parent, the Exchange Agent or any other Person shall be liable to any former holder of Shares for any amount properly delivered to a public official pursuant to applicable abandoned property, escheat or similar Laws.

(f) Lost, Stolen or Destroyed Certificates. In the event any Certificate shall have been lost, stolen or destroyed, upon the making of an affidavit of that fact by the Person claiming such Certificate to be lost, stolen or destroyed and, if required by Parent, the posting by such Person of a bond in customary amount as indemnity against any claim that may be made against it with respect to such Certificate, the Exchange Agent will issue in exchange for such lost, stolen or destroyed Certificate the shares of Parent Common Stock and any cash, unpaid dividends or other distributions that would be payable or deliverable in respect thereof pursuant to this Agreement had such lost, stolen or destroyed Certificate been surrendered.

(g) Withholding Rights. Each of Parent and the Surviving Corporation shall be entitled to deduct and withhold from the Merger Consideration otherwise payable pursuant to this Agreement to any holder of Shares such amounts as it is required to deduct and withhold with respect to the making of such payment under the Code or any other applicable state, local or foreign Tax Law. To the extent that amounts are so withheld by the Surviving Corporation or Parent, as the case may be, such withheld amounts (i) shall be remitted by Parent or the Surviving Corporation to the applicable Governmental Authority, and (ii) shall be treated for all purposes of this Agreement as having been paid to the holder of Shares in respect of which such deduction and withholding was made by the Surviving Corporation or Parent, as the case may be.

(h) Adjustments. Notwithstanding anything in this Agreement to the contrary, if, between the date of this Agreement and the Effective Time, the issued and outstanding Shares or securities convertible or exchangeable into or exercisable for Shares or the issued and outstanding shares of Parent Common Stock or securities convertible or exchangeable into or exercisable for shares of Parent Common Stock, shall have been changed into a different number of shares or a different class by reason of any reclassification, stock split (including a reverse stock split), stock dividend or distribution, recapitalization, redenomination, merger, issuer tender or exchange offer, or other similar transaction, then the Exchange Ratio and the Merger Consideration shall be equitably adjusted and as so adjusted shall, from and after the date of such event, be the Exchange Ratio and the Merger Consideration, respectively, for purposes of this Agreement.

3.04 Treatment of Equity Awards.

(a) Treatment of Options. At the Effective Time, each option to purchase shares of Company Common Stock (a “*Company Option*”) under the Company’s 2010 Equity Incentive Plan or the Company’s 2019 Equity Incentive Plan (the “*Company Stock Plans*”) outstanding immediately prior to the Effective Time, whether vested or unvested, shall be cancelled and shall only entitle the holder of such Company Option to receive, as soon as administratively practicable after the Effective Time, an amount in cash equal to the product of (i) the total number of Shares subject to such Company Option and (ii) the excess, if any, of (A) the Equity Award Cashout Price over (B) the exercise price per Share under such Company Option, less any applicable Taxes required to be withheld with respect to such payment (such amount, the “*Option Consideration*”); *provided* that to the extent reasonably practicable, Parent shall fund the Option Consideration to be paid with respect to Company Options by funding the necessary amounts to the payroll processor of the Company or Parent or any of their respective Affiliates (the “*Payroll Processor*”) for payment by the Payroll Processor of the Option Consideration to the applicable holders of such Company Options, which payments in all events shall be made on the first regular payroll date of Parent following the Closing Date. For the avoidance of doubt, any Company Option which has an exercise price per share of Company Common Stock that is greater than or equal to the Equity Award Cashout Price shall be cancelled at the Effective Time for no consideration or payment. For purposes of this Agreement, the “*Equity Award Cashout Price*” shall mean an amount equal to the product of (x) the Parent Average Closing Price and (y) the Exchange Ratio.

(b) Company Restricted Shares. At the Effective Time, any vesting conditions applicable to each outstanding restricted stock award (a “*Company Restricted Share*”) under the Company Stock Plans, shall, automatically and without any required action on the part of the holder thereof, accelerate in full, shall be cancelled, and shall only entitle the holder of such Company Restricted Shares to receive, on the first regular payroll date of the Company following the Closing Date, an amount in cash equal to the product of (i) the total number of such Company Restricted Shares and (ii) the Equity Award Cashout Price (less applicable Taxes required to be withheld with respect to such vesting, which Tax withholding may, at the election of the holder, be effected by deduction from such cash amount equal to the amount of Taxes to be withheld).

(c) Company RSUs. At the Effective Time, any vesting conditions applicable to each outstanding restricted stock unit (a “*Company RSU*”) under the Company Stock Plans, shall, automatically and without any required action on the part of the holder thereof, accelerate in full, shall be cancelled, and shall only entitle the holder of such Company RSUs to receive, on the first regular payroll date of the Company following the Closing Date, an amount in cash equal to the product of (i) the total number of such Company RSUs and (ii) the Equity Award Cashout Price (less applicable Taxes required to be withheld with respect to such vesting, which Tax withholding may, at the election of the holder, be effected by deduction from such cash amount equal to the amount of Taxes to be withheld).

(d) Company Actions. At or prior to the Effective Time, the Company, the Company Board and the Human Resources and Compensation Committee of the Company Board, as applicable, shall adopt any resolutions and take any other reasonable actions that are

reasonably necessary to effectuate the treatment of the Company Options, Company Restricted Shares and Company RSUs (the “*Company Equity Awards*”) pursuant to Section 3.04(a) through 3.04(c). The Company shall take all actions that are reasonably necessary to ensure that from and after the Effective Time neither Parent nor the Surviving Corporation will be required to deliver shares of Company Common Stock or Parent Common Stock or other capital stock of the Company or Parent to any Person pursuant to or in settlement of Company Equity Awards.

ARTICLE 4

REPRESENTATIONS AND WARRANTIES

4.01 *Disclosure Schedules; Standards.*

(a) Disclosure Schedules. On or prior to the date hereof, each of the Company and Parent shall have delivered to the other a schedule (the “*Company Disclosure Schedule*” and “*Parent Disclosure Schedule*”, respectively) setting forth, among other things, items the disclosure of which is necessary or appropriate either in response to an express disclosure requirement contained in a provision hereof or, with respect to the Company Disclosure Schedule, as an exception to one or more representations or warranties contained in Section 4.02 or to one or more covenants contained in Section 5.01 or, with respect to the Parent Disclosure Schedule, as an exception to one or more representations or warranties contained in Section 4.03 (*provided* that (i) any information set forth in any one section of either the Company Disclosure Schedule or the Parent Disclosure Schedule shall be deemed to apply to each other applicable Section or subsection of such Company Disclosure Schedule or Parent Disclosure Schedule, as applicable, if its relevance to the information called for in such Section or subsection is reasonably apparent on its face and (ii) the mere inclusion of an item in either the Company Disclosure Schedule or the Parent Disclosure Schedule shall not be deemed an admission by such applicable Party that such item represents a material exception or fact, event or circumstance or that such item is reasonably likely to result in a Company Material Adverse Effect or a Parent Material Adverse Effect, as applicable).

(b) Standards. No representation or warranty of a Party contained in Section 4.02 or 4.03 (other than the representations and warranties in (i) Sections 4.02(b) or 4.03(b), which shall be true and correct with respect to it (except for such failures to be true and correct which are de minimis), (ii) Sections 4.02(d), 4.02(e), 4.02(i), 4.03(c), and 4.03(d), which shall be true and correct in all material respects with respect to it, and (iii) Sections 4.02(g)(viii)(B) and 4.03(f)(iv), which shall be true and correct in all respects with respect to it), shall be deemed untrue or incorrect, and no Party hereto shall be deemed to have breached a representation or warranty, in each case for all purposes hereunder, including the conditions set forth in Section 6.02(a) and 6.03(a) hereof, as a consequence of the existence or absence of any fact, circumstance or event unless such fact, circumstance or event, individually or taken together with all other facts, circumstances or events inconsistent with any representation or warranty contained in Sections 4.02 or 4.03, as applicable, has had or is reasonably likely to have a Company Material Adverse Effect or Parent Material Adverse Effect, as applicable; *provided*, that solely for purposes of determining whether the Company has breached a representation or warranty as of the date hereof (and not for any other purpose, including the conditions set forth in Section 6.03(a)), the representations and warranties made in Section 4.02(h) and Section

4.02(k) shall be true and correct in all material respects with respect to it; *provided, further*, that for purposes of determining whether a representation or warranty is untrue or incorrect for all purposes hereunder, any qualification or exception for, or reference to, materiality or similar terms in any representation or warranty (other than Section 4.02(g)(viii)(B), the last sentence of Section 4.02(g)(i), Section 4.02(k)(i)(A), Section 4.02(k)(vii), Section 4.02(m)(i), the last sentence of Section 4.03(f)(i) and Section 4.03(f)(iv)) shall be disregarded.

4.02 *Representations and Warranties of the Company.* Except as (i) set forth in the Company Disclosure Schedule, or (ii) disclosed in any report, schedule, form or other document filed with or furnished to the SEC (including the exhibits and other information incorporated therein) by the Company since December 31, 2018 but prior to the date hereof (excluding any disclosures set forth under the heading “Risk Factors” and in any section relating to forward-looking, safe harbor or similar statements or to any other disclosures in such reports to the extent they are cautionary, predictive, or forward-looking in nature), the Company hereby represents and warrants to Parent:

(a) Organization, Standing and Authority. It is a corporation duly incorporated, validly existing and in good standing under the Laws of the State of California, and is a registered bank holding company under the Bank Holding Company Act of 1956, as amended. PM Bank, a subsidiary of the Company, is a California state chartered bank and a member of the Federal Reserve Bank of San Francisco and the Federal Home Loan Bank of San Francisco. Each other Subsidiary of the Company is a corporation, limited liability company or other entity duly organized, validly existing and in good standing under the Laws of the jurisdiction of its organization. PM Bank’s deposits are insured by the FDIC through the Deposit Insurance Fund in the manner and to the fullest extent provided by Law and all premiums and assessments required to be paid in connection therewith have been paid when due. To the Knowledge of the Company, no proceedings for the termination or revocation of the FDIC’s insurance are pending or threatened. The Company and each of its Subsidiaries is licensed or qualified to do business and is in good standing as a foreign corporation in each jurisdiction where the ownership or operation of its assets or properties or conduct of its business requires such qualification. The Company has made available to Parent a complete and correct copy of the Company Charter and the Company Bylaws and the organizational documents of its Subsidiaries, each as amended prior to the date hereof. The Company Charter and the Company Bylaws and such organizational documents made available to Parent are in full force and effect.

(b) Company Capital Stock. The authorized capital stock of the Company consists of 85,000,000 shares of Company Common Stock, of which 22,320,230 shares were issued and outstanding as of the close of business on March 18, 2021; 2,000,000 shares of Company Non-Voting Common Stock, of which 1,467,155 shares were issued and outstanding as of the close of business on March 18, 2021; and 2,000,000 shares of Company Preferred Stock, of which no shares were outstanding as of the close of business on March 18, 2021. As of March 18, 2021, (A) 573,587 shares of Company Common Stock are issuable upon the exercise of outstanding Company Options, (B) 194,247 shares of Company Common Stock are outstanding Company Restricted Shares and (C) 75,000 shares of Company Common Stock are subject to outstanding Company RSUs. Section 4.02(b) of the Company Disclosure Schedule sets forth a correct and complete listing of all outstanding Company Equity Awards as of March 18, 2021 setting forth the number of shares of Company Common Stock subject to each

Company Equity Award and the exercise price, if applicable, with respect to each Company Equity Award. As of March 18, 2021, 1,039,830 shares of Company Common Stock are available for issuance under the Company Stock Plans. No shares of Company Common Stock are held in treasury by the Company or otherwise owned directly or indirectly by the Company or any Subsidiary of the Company. Except as set forth in this Section 4.02(b), there are no shares of Company Common Stock authorized and reserved for issuance, the Company does not have any other Rights issued or outstanding with respect to Company Common Stock, and the Company does not have any commitment to authorize, issue or sell any Company Common Stock or Rights, except pursuant to this Agreement. The Company does not have outstanding any bonds, debentures, notes or other obligations the holders of which have the right to vote (or are convertible into or exercisable for securities having the right to vote) with the shareholders of the Company on any matter. The outstanding shares of Company Common Stock have been duly authorized and are validly issued, fully paid and nonassessable, and are not subject to preemptive rights (and were not issued in violation of any preemptive rights).

(c) Subsidiaries.

(i) Section 4.02(c)(i) of the Company Disclosure Schedule sets forth each of the Company's Subsidiaries, and the ownership interest of the Company in each such Subsidiary, as well as the ownership interest of any other Person or Persons in each such Subsidiary. The outstanding shares of capital stock of each Subsidiary of the Company have been duly authorized and are validly issued, fully paid and nonassessable, and are not subject to preemptive rights (and were not issued in violation of any preemptive rights). There are no shares of capital stock of any Subsidiary of the Company authorized and reserved for issuance, no such Subsidiary has any other Rights issued or outstanding with respect to such capital stock, and no such Subsidiary has any commitment to authorize, issue or sell any such capital stock or Rights.

(ii) Section 4.02(c)(ii) of the Company Disclosure Schedule sets forth, other than in respect of the Subsidiaries of the Company, any equity securities or similar interests of any other Person or any interests of any other Person or any interest in a partnership or joint venture of any kind, in each case, beneficially owned, directly or indirectly, by the Company or any of its Subsidiaries.

(d) Corporate Power. The Company and each of its Subsidiaries have all requisite power and authority (corporate and other) to carry on their respective businesses as they are now being conducted and to own all their respective properties and assets; and the Company has all requisite corporate power and authority and, other than receiving the Company Shareholder Approval, has taken all corporate action necessary in order to execute, deliver and perform each of its obligations under this Agreement and to consummate the Merger, the Bank Merger and the transactions contemplated hereby.

(e) Corporate Authority. As of the date hereof, the Company Board has, by resolutions duly adopted at a meeting duly called and held, (i) determined that this Agreement, the Merger and the other transactions contemplated hereby are fair to and in the best interests of the Company and its shareholders, (ii) approved and declared advisable this Agreement, the Merger and the other transactions contemplated hereby and (iii) resolved that such matters be

submitted for consideration by its shareholders at a special meeting of such shareholders and that such matter be recommended for approval at such special meeting. The Company has duly authorized, executed and delivered this Agreement, and this Agreement (assuming due authorization, execution and delivery by Parent) is a valid and legally binding obligation of the Company, enforceable against it in accordance with its terms, subject to bankruptcy, insolvency, reorganization, moratorium, fraudulent transfer and similar Laws of general applicability relating to or affecting creditors' rights or to general equity principles (the "*Bankruptcy and Equity Exception*"). The Company Board has received an opinion (which, if initially rendered verbally, has been or will be confirmed by a written opinion, dated the same date) of its financial advisor, Keefe, Bruyette & Woods, Inc., to the effect that, as of the date of such opinion, and based upon and subject to the factors, assumptions, and limitations set forth therein, the Exchange Ratio is fair from a financial point of view to the holders of Company Common Stock.

(f) Regulatory Approvals; No Violations. (i) No consents, approvals, permits, authorizations of, or waivers by, or notices, reports, filings or registrations with, any Governmental Authority are required to be made or obtained by the Company in connection with the execution, delivery and performance by the Company of this Agreement or to consummate the Merger, the Bank Merger and the other transactions contemplated hereby and thereby except for (A) filings of applications or notices with, and approvals or waivers by, the Federal Reserve Board and the OCC, as may be required, (B) the filing with the SEC of the Prospectus/Proxy Statement and the Registration Statement and declaration of effectiveness of the Registration Statement, (C) the filing of the Articles of Merger with the SDAT as described in Section 2.02, (D) the filing of the CA Agreement of Merger with the California Secretary as described in Section 2.02 and (E) the filing of the Bank Merger Certificates with the OCC, the California Secretary and the CDFPI as described in Section 5.19. As of the date hereof, the Company is not aware of any reason why the approvals set forth in this Section 4.02(f) and in Section 6.03(c) will not be received without the imposition of a condition, restriction or requirement of the type described in Section 6.03(c).

(ii) Subject to receipt of the approvals referred to in the preceding paragraph, the Company Shareholder Approval and the Parent Stockholder Approval, and the expiration of related waiting periods, the execution, delivery and performance of this Agreement by the Company does not, and the consummation by it of the Merger, the Bank Merger and the other transactions contemplated hereby will not, (A) constitute or result in a breach or violation of, or a default under, the acceleration of any obligations or the creation of a Lien on the assets of the Company or any of its Subsidiaries (with or without notice, lapse of time, or both) pursuant to, any agreement, lease, license, contract, insurance policy, note, mortgage, indenture, instrument, arrangement or other obligation (each, excluding any Benefit Plan, a "*Contract*" and, collectively, "*Contracts*") binding upon the Company or any of its Subsidiaries or to which the Company or any of its Subsidiaries or any of their respective properties is subject or bound or any Law or governmental or non-governmental permit or license to which the Company or any Subsidiary of the Company is subject, (B) constitute or result in a breach or violation of, or a default under, the Company Charter, the Company Bylaws or the organizational documents of any Subsidiary of the Company or (C) require any consent or approval under any such Contract, Law, governmental or non-governmental permit or license.

(g) Reports; Financial Statements.

(i) The Company has filed or furnished, as applicable, on a timely basis all forms, statements, certifications, reports and documents required to be filed or furnished by it with the SEC under the Exchange Act or the Securities Act since December 31, 2018 (the “*Company Applicable Date*”) (the forms, statements, reports and documents filed or furnished since the Company Applicable Date and those filed or furnished subsequent to the date hereof including any amendments thereto, the “*Company SEC Reports*”). Each of the Company SEC Reports, at the time of its filing or being furnished complied, or if not yet filed or furnished, will comply, in all material respects with the applicable requirements of the Securities Act, the Exchange Act and the Sarbanes-Oxley Act of 2002 (the “*Sarbanes-Oxley Act*”), and any rules and regulations promulgated thereunder applicable to the Company SEC Reports. As of their respective dates (or, if amended prior to the date hereof, as of the date of such amendment), the Company SEC Reports did not, and any of the Company SEC Reports filed or furnished with the SEC subsequent to the date hereof will not, contain any untrue statement of a material fact or omit to state a material fact required to be stated therein or necessary to make the statements made therein, in light of the circumstances in which they were made, not misleading.

(ii) The Company’s consolidated financial statements (including, in each case, any notes thereto) contained in the Company SEC Reports were or will be prepared in accordance with GAAP applied on a consistent basis throughout the periods indicated (except as may be indicated in the notes thereto or, in the case of interim consolidated financial statements, where information and footnotes contained in such financial statements are not required to be in compliance with GAAP), were or will be prepared from and in accordance with, the books and records of the Company and its Subsidiaries, and in each case such consolidated financial statements fairly presented, in all material respects, the consolidated financial position, results of operations and cash flows of the Company and the consolidated Subsidiaries of the Company as of the respective dates thereof and for the respective periods covered thereby (subject, in the case of unaudited statements, to normal year-end adjustments).

(iii) The Company is in compliance with the applicable listing and corporate governance rules and regulations of the NASDAQ.

(iv) The Company maintains disclosure controls and procedures required by Rule 13a-15 or 15d-15 under the Exchange Act. Such disclosure controls and procedures are effective to ensure that information required to be disclosed by the Company is recorded and reported on a timely basis to the individuals responsible for the preparation of the Company’s filings with the SEC and other public disclosure documents. The Company maintains internal control over financial reporting (as defined in Rule 13a-15 or 15d-15, as applicable, under the Exchange Act). Such internal control over financial reporting is effective in providing reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with GAAP and includes policies and procedures that (i) pertain to the maintenance of records that in reasonable detail accurately and fairly reflect the transactions and dispositions of the assets of the Company, (ii) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with GAAP, and that receipts and

expenditures of the Company are being made only in accordance with authorizations of management and directors of the Company, and (iii) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use or disposition of the Company's assets that could have a material effect on its financial statements.

(v) The Company has identified and disclosed, based on the most recent evaluation of its chief executive officer and its chief financial officer prior to the date hereof, to the Company's auditors and the audit committee of the Company's board of directors (A) any significant deficiencies or material weaknesses in the design or operation of its internal control over financial reporting that are reasonably likely to adversely affect the Company's ability to record, process, summarize and report financial information and (B) any fraud, whether or not material, that involves management or other employees who have a significant role in the Company's internal control over financial reporting. The Company has made available to Parent (i) a summary of any such disclosure made by management to the Company's auditors and audit committee since the Company Applicable Date and (ii) any material communication since the Company Applicable Date made by management or such Party's auditors to the audit committee required or contemplated by the listing standards of NASDAQ, the audit committee's charter or professional standards of the Public Company Accounting Oversight Board. Since the Company Applicable Date, no material complaints from any source regarding accounting, internal accounting controls or auditing matters, and no concerns from the Company's employees regarding questionable accounting or auditing matters, have been received by the Company to its Knowledge. The Company has made available to Parent a summary of all material complaints or concerns relating to other matters made since the Company Applicable Date through the Company's whistleblower hot-line or equivalent system for receipt of employee concerns regarding possible violations of Law. No attorney representing the Company or any of its Subsidiaries, whether or not employed by the Company or any such Subsidiary, has reported evidence of a violation of securities Laws, breach of fiduciary duty or similar violation by the Company or any of its officers, directors, employees or agents to the Company's audit committee (or other committee designated for the purpose) or the board of directors pursuant to the rules adopted pursuant to Section 307 of the Sarbanes-Oxley Act or any such policy contemplating such reporting, including in instances not required by those rules.

(vi) The Company and its Subsidiaries have timely filed all reports and statements, together with any amendments required to be made with respect thereto, that they were required to file since December 31, 2018 with (A) the Federal Reserve Board and (B) any other Regulatory Authority, as applicable, and all other material reports and statements required to be filed by them since December 31, 2018, including pursuant to the rules and regulations of the FDIC, the CDFPI or any other Regulatory Authority, as applicable, and have paid all fees and assessments due and payable in connection therewith. As of their respective dates, such reports and statements complied in all material respects with all the Laws, rules and regulations of the applicable Regulatory Authority with which they were filed. Except for normal examinations conducted by a Regulatory Authority in the ordinary course of business of the Company and its Subsidiaries, no Regulatory Authority has initiated or has pending any proceeding or, to the Knowledge of the Company, investigation into the business or operations of the Company or any of its Subsidiaries since December 31, 2018. There (i) is no unresolved violation, criticism, or exception by any Regulatory Authority with respect to any report or

statement relating to any examinations or inspections of the Company or any of its Subsidiaries and (ii) has been no formal or informal inquiries by, or disagreements or disputes with, any Regulatory Authority with respect to the business, operations, policies or procedures of the Company or any of its Subsidiaries since December 31, 2018.

(vii) Except for those liabilities that are reflected or reserved against on the most recent consolidated balance sheet included in the Company SEC Reports, neither the Company nor any of its Subsidiaries has incurred any obligations or liabilities (whether or not accrued, contingent or otherwise and whether or not required to be disclosed) other than in the ordinary and usual course of business consistent with past practice since the date of such balance sheet (excluding the incurrence of expenses related to this Agreement and the transactions contemplated hereby).

(viii) Since December 31, 2018, (A) the Company and each of its Subsidiaries have conducted their businesses only in, and have not engaged in any material transaction other than according to, the ordinary and usual course of such businesses consistent with past practice and (B) no event has occurred or circumstance arisen that, individually or taken together with all other facts, circumstances and events (described in any paragraph of this Section 4.02 or otherwise) has had, or is reasonably likely to have, a Company Material Adverse Effect.

(ix) Since December 31, 2018, there has not been (A) any material damage, destruction or other casualty loss with respect to any material asset or property owned, leased or otherwise used by the Company or any Subsidiary of the Company, whether or not covered by insurance, (B) any declaration, setting aside or payment of any dividend or other distribution in cash, stock or property in respect of the capital stock of the Company other than as set forth in the Company SEC Reports, (C) any change by the Company in accounting principles, practices or methods, other than those pursuant to a change in accounting standards, or (D) any increase in the compensation payable or that could become payable by the Company or any of its Subsidiaries to officers or key employees or any amendment of any of the Benefit Plans other than increases or amendments in the ordinary and usual course consistent with past practice.

(h) Litigation. No civil, criminal or administrative litigation, claim, action, suit, hearing, investigation or other proceeding before any Governmental Authority is pending or, to the Company's Knowledge, threatened against it, any of its Subsidiaries or any of their respective executive officers or directors acting in their capacity as such, and there are no facts or circumstances that would reasonably be expected to result in any claims against, or obligations or liabilities of, the Company, any of its Subsidiaries or any of their respective executive officers or directors acting in their capacity as such. Neither the Company nor any of its Subsidiaries is subject to any outstanding and unsatisfied order, writ, injunction, decree or arbitration ruling, award or other finding.

(i) Regulatory Matters.

(i) None of the Company, any of its Subsidiaries or any of their respective properties is, directly or indirectly, a party to or subject to any order, decree,

agreement, memorandum of understanding or similar arrangement with, or a commitment letter or similar submission to, or extraordinary supervisory letter (each, a “*Regulatory Agreement*”) from, any federal or state Governmental Authority charged with the supervision or regulation of financial institutions or issuers of securities or engaged in the insurance of deposits (including the CDFPI, the Federal Reserve Board and the FDIC) or the supervision or regulation of any Party or any of its Subsidiaries (collectively, the “*Regulatory Authorities*”). The Company and its Subsidiaries have paid all assessments made or imposed by any Regulatory Authority. The Company and each of its Subsidiaries is and has been in compliance in all respects with the standards of conduct and other requirements set forth in any Regulatory Agreement to which it is a party.

(ii) None of the Company or any of its Subsidiaries has been advised by, and the Company does not have Knowledge of facts which could give rise to an advisory notice by, any Regulatory Authority that such Regulatory Authority is contemplating issuing or requesting (or is considering the appropriateness of issuing or requesting) any such Regulatory Agreement.

(j) Compliance With Laws.

(i) The Company and its Subsidiaries are, and have been since December 31, 2018, in compliance with and are not in default or violation of any Laws applicable thereto or to the employees conducting their businesses, including the Equal Credit Opportunity Act, the Fair Housing Act, the Community Reinvestment Act, the Home Mortgage Disclosure Act, the Dodd-Frank Wall Street Reform and Consumer Protection Act, the Bank Secrecy Act, the USA PATRIOT Act of 2001, the Volcker Rule, Regulation W of the Federal Reserve Board or the regulations implementing such statutes, all other applicable anti-money laundering Laws, fair lending Laws and other Laws relating to discriminatory business practices and all agency requirements relating to the origination, sale and servicing of mortgage loans and all regulations, orders or guidance with respect to economic or trade sanctions issued by OFAC. Without limiting the generality of the foregoing, the Company has not been advised in writing of any governmental or regulatory concerns regarding its compliance with the Anti-Bribery and Anti-Corruption Laws, anti-money laundering Laws, including the Bank Secrecy Act, any Order issued with respect to anti-money laundering by OFAC and any other state or federal anti-money-laundering Laws, including those provisions of federal regulations requiring (i) the filing of reports, such as Currency Transaction Reports and Suspicious Activity Reports, (ii) the maintenance of records and (iii) the exercise of diligence in identifying customers.

(ii) The Company has adopted such procedures, policies and internal controls as are necessary or appropriate to comply with the Bank Secrecy Act, the USA PATRIOT Act of 2001, and any other applicable anti-money laundering Laws (including any economic or trade sanction or guidance) and, to the Company’s Knowledge, is in compliance with such Laws in all material respects. The Company and its Subsidiaries have all permits, licenses, franchises, variances, exemptions, certificates of authority, orders, authorizations, consents and approvals of, and have made all filings, applications, notices and registrations with, all Governmental Authorities that are required in order to permit each to own or lease its assets and properties and to conduct its businesses as presently conducted; all such permits, licenses, franchises, variances, exemptions, certificates of authority, orders, authorizations,

consents and approvals are in full force and effect; and, to the Company's Knowledge, no suspension or cancellation of any of them is threatened.

(iii) No investigation or review by any Governmental Authority with respect to the Company or any of its Subsidiaries is pending or, to the Knowledge of the Company, threatened, nor has the Company or any Subsidiary of the Company received any notification or communication from any Governmental Authority (A) asserting that the Company or any of its Subsidiaries is not in compliance with any of the Laws which such Governmental Authority enforces or (B) threatening to revoke any license, franchise, permit or governmental authorization (nor, to the Company's Knowledge, do any grounds for any of the foregoing exist).

(iv) As of December 31, 2020, PM Bank is "well-capitalized" (as that term is defined in the relevant regulation of the institution's primary banking regulator), and PM Bank's rating under the Community Reinvestment Act is no less than "satisfactory".

(k) Material Contracts; Defaults. None of the Company or any of its Subsidiaries is a party to, bound by or subject to any Contract (whether written or oral) (any such Contract in the following categories, a "*Material Contract*"):

(i) (A) that is a "material contract" within the meaning of Item 601(b)(10) of the SEC's Regulation S-K and that has not been filed as an exhibit to one of the Company SEC Reports; (B) containing covenants binding upon the Company or its Subsidiaries that restrict the ability of the Company or any of its Subsidiaries (or which, following the consummation of the Merger, would materially restrict the ability of Parent, the Surviving Corporation or its Subsidiaries) to compete in any business or geographic area or which grant "most favored nation" status that, following the Merger, would apply to the Surviving Corporation or any of its Subsidiaries; (C) that could require the disposition of any material assets or line of business of the Company or its Subsidiaries or, after the Effective Time, the Surviving Corporation or any of its Subsidiaries; or (D) that prohibits or limits the right of the Company or any of its Subsidiaries to sell or distribute any products or services in any material respect;

(ii) (A) involving commitments to others to make capital expenditures or capital asset purchases or capital asset sales in excess of \$50,000; or (B) involving any expenditures or commitments to purchase relating to information technology in excess of \$25,000;

(iii) relating to any direct or indirect indebtedness for borrowed money of the Company or any of its Subsidiaries (including loan agreements, lease purchase arrangements, guarantees, agreements to purchase goods or services or to supply funds or other undertakings on which others rely in extending credit, but excluding deposits received in the ordinary course of business), or any conditional sales Contracts, chattel mortgages and other security arrangements with respect to personal property and any equipment lease agreements involving payments to or by the Company or any of its Subsidiaries in excess of \$500,000 over the remaining term;

- (iv) other than pursuant to the Benefit Plans, providing for payments to any Person to be made by the Company or any of its Subsidiaries upon a change in control thereof;
- (v) that may not be cancelled by Parent, the Company or any of their respective Subsidiaries without payment of a penalty or termination fee equal to or greater than \$50,000 (assuming such Contract was terminated on the Closing Date);
- (vi) containing any standstill or similar agreement pursuant to which the Company has agreed not to acquire assets or securities of another Person;
- (vii) that would prevent, materially delay or materially impede the Company's ability to consummate the Merger, the Bank Merger or the other transactions contemplated hereby;
- (viii) providing for indemnification by the Company or any of its Subsidiaries of any Person, except for non-material Contracts entered into in the ordinary course of business;
- (ix) that was not negotiated and entered into on an arm's-length basis;
- (x) that is entered into, or has been entered into in the two years prior to the date hereof, with (A) any Affiliate of the Company, (B) any current or former director or executive officer or any Person beneficially owning five percent (5%) or more of the outstanding Shares or (C) any "associate" or member of the "immediate family" (as such terms are respectively defined in Rule 12b-2 and Rule 16a-1 of the Exchange Act) of a person identified in clauses (A) or (B) of this subsection;
- (xi) that contains a put, call, right of first refusal, right of first offer or similar right pursuant to which the Company or any of its Subsidiaries could be required to purchase or sell, as applicable, any equity interests of any Person or assets;
- (xii) which relates to a joint venture, partnership, limited liability company agreement or other similar agreement or arrangement, or to the formation, creation or operation, management or control of any partnership or joint venture with any third parties;
- (xiii) that involves performance of services or delivery of goods or materials to, or expenditures by, the Company or any of its Subsidiaries of an amount or value in excess of \$50,000 over its remaining term, other than loans, funding arrangements and other transactions made in the ordinary course of the banking or trust business;
- (xiv) relating to the acquisition or disposition of any business or operations (whether by merger, sale of stock, sale of assets or otherwise) entered into since December 31, 2018 (other than Contracts relating to the acquisition or sale of other real estate owned);
- (xv) granting to a Person any right, license, covenant not to sue or other right in Intellectual Property Rights or grants to the Company or any of its Subsidiaries a

license or other right to any Intellectual Property Rights (including licenses to software, other than licenses to shrink-wrap or click-wrap software), in each case that involves the payment of more than \$50,000 per annum or is material to the conduct of the business of the Company or any of its Subsidiaries;

(xvi) relating to the lease of real property or for the lease of personal property providing for annual payments of \$100,000 or more; and

(xvii) otherwise not entered into in the ordinary course of business or that is material to the Company or its financial condition or results of operations.

None of the Company or any of its Subsidiaries is in default under any Material Contracts to which any such entity is a party, by which it or its assets, business or operations may be bound or affected or under which it or its assets, business, or operations receive benefits, and there has not occurred any event that, with the lapse of time or the giving of notice or both, would constitute such a default. Section 4.02(k) of the Company Disclosure Schedule sets forth a true and complete list of (x) all Material Contracts pursuant to which consents or waivers are or may be required and (y) all notices which are or may be required to be given, in each case, prior to the performance by the Company of this Agreement and the consummation of the Merger, the Bank Merger and the other transactions contemplated hereby.

(l) No Brokers. None of the Company, any of its Subsidiaries or any of their respective officers, directors or employees has employed any broker or finder or incurred any liability for any brokerage fees, commissions or finders fees in connection with the Merger, the Bank Merger or the other transactions contemplated by this Agreement, except that the Company has employed Keefe, Bruyette & Woods, Inc. as its financial advisor, the fee arrangements with which have been disclosed in writing to Parent prior to the date hereof.

(m) Employee Benefit Plans.

(i) Section 4.02(m)(i) of the Company Disclosure Schedule lists all material “employee benefit plans” (as defined in Section 3(3) of ERISA), whether or not subject to ERISA, and all material bonus, stock option, stock purchase, stock appreciation right, restricted stock, stock based, incentive, retention, deferred compensation, retiree medical or life insurance, supplemental retirement, termination, severance, employment or other compensation or benefit plans, programs, arrangements, contracts or agreements to or with respect to which the Company or any of its Subsidiaries is a party or has any current or future obligation or that are maintained, contributed to or sponsored by the Company or any of its Subsidiaries for the benefit of any current or former employee, officer, director or independent contractor of the Company or any of its Subsidiaries (collectively, the “*Benefit Plans*”). The Company has heretofore made available to Parent true and complete copies of the following for each of the Benefit Plans, as applicable: (i) the governing plan document, including all amendments thereto (or a written description of the material terms of such Benefit Plan if such plan is not set forth in a written document), (ii) the most recent summary plan description, and any summary or summaries of material modifications thereto, (iii) any trust instruments, insurance contracts or other funding vehicles forming a part of any Benefit Plan, (iv) the annual report (Form 5500) filed with the Internal Revenue Service (the “*IRS*”) for the last two plan years, (v) the most

recently received determination or opinion letter from the IRS relating to a Benefit Plan, (vi) the most recently prepared actuarial report for each Benefit Plan for each of the last two years and (vii) all material, non-routine, correspondence to or from any Governmental Authority received in the last three years with respect to any Benefit Plan.

(ii) Each Benefit Plan of the Company has been established, operated and administered in all material respects in accordance with its terms and the requirements of all applicable Laws, including ERISA and the Code. Within the past three (3) years, none of the Company or any of its Subsidiaries has taken any action to take corrective action or make a filing under any voluntary correction program of the IRS, Department of Labor or any other Governmental Authority with respect to any Benefit Plan.

(iii) Section 4.02(m)(iii) of the Company Disclosure Schedule identifies each Benefit Plan of the Company that is intended to be qualified under Section 401(a) of the Code (the “*Qualified Plans*”). The IRS has issued a favorable determination or opinion letter with respect to each Qualified Plan of the Company, which letter has not been revoked (nor has revocation been threatened), and, to the Knowledge of the Company, there are no existing circumstances and no events have occurred that could reasonably be expected to adversely affect the qualified status of any Qualified Plan or the tax exempt status of the related trust. No trust funding any Benefit Plan is intended to meet the requirements of Section 501(c)(9) of the Code.

(iv) None of the Company, any of its Subsidiaries or any trade or business of the Company or any of its Subsidiaries, whether or not incorporated, all of which together with the Company would be deemed a “single employer” within the meaning of Section 4001 of ERISA (an “*ERISA Affiliate*”) maintains or contributes to or has within the past six (6) years maintained or contributed to an “employee benefit plan” within the meaning of Section 3(2) of ERISA that is subject to Subtitles C or D of Title IV of ERISA. Without limiting the generality of the foregoing, neither the Company nor any of its Subsidiaries nor any of their respective ERISA Affiliates, has engaged in any transaction described in Section 4069 or Section 4204 of ERISA.

(v) None of the Company, any of its Subsidiaries or any ERISA Affiliate has, at any time during the past six (6) years, contributed to or been obligated to contribute to any plan that is a “multiemployer plan” within the meaning of Section 4001(a)(3) of ERISA (a “*Multiemployer Plan*”) or a plan that has two or more contributing sponsors at least two of whom are not under common control, within the meaning of Section 4063 of ERISA (a “*Multiple Employer Plan*”), and, within the past six (6) years, none of the Company, any of its Subsidiaries or any ERISA Affiliate has incurred any liability to a Multiemployer Plan or Multiple Employer Plan as a result of a complete or partial withdrawal (as those terms are defined in Part I of Subtitle E of Title IV of ERISA) from a Multiemployer Plan or Multiple Employer Plan.

(vi) None of the Company or any of its Subsidiaries sponsors, has sponsored or has any obligation with respect to any Benefit Plan that provides for any post-employment or post-retirement health or medical or life insurance benefits for retired, former or current employees or beneficiaries or dependents thereof, except (a) as required by Section

4980B of the Code or similar provisions of state or local Law, or (b) for Benefit Plans that provide for severance benefits or disability benefits.

(vii) Each Benefit Plan of the Company that is a “nonqualified deferred compensation plan” (as defined in Section 409A(d)(1) of the Code) and any award thereunder, in each case that is subject to Section 409A of the Code, is in documentary compliance with, and has been maintained and operated in all material respects in compliance with, Section 409A of the Code and the guidance issued by the IRS thereunder.

(viii) None of the Company or any of its Subsidiaries has any obligation to gross up, indemnify or otherwise reimburse any individual for any excise Taxes, interest or penalties incurred pursuant to Section 4999 or 409A of the Code.

(ix) All contributions required to be made to any Benefit Plan of the Company by applicable Law or by any plan document or other contractual undertaking, and all premiums due or payable with respect to insurance policies funding any Benefit Plan, for any period through the date hereof, have in all material respects been timely made or paid in full or, to the extent not required to be made or paid on or before the date hereof, have in all material respects been accrued on the Company’s financial statements to the extent required by GAAP.

(x) There are no pending or, to the Company’s Knowledge, threatened claims (other than claims for benefits in the ordinary course), lawsuits or arbitrations which have been asserted or instituted against the Benefit Plans, any fiduciaries thereof with respect to their duties to the Benefit Plans or the assets of any of the trusts under any of the Benefit Plans which could reasonably be expected to result in any material liability to the Company or any of its Subsidiaries.

(xi) None of the Company, any of its Subsidiaries, any ERISA Affiliate or, to the Knowledge of the Company, any other Person, including any Benefit Plan fiduciary, has engaged in any non-exempt “prohibited transaction” (as defined in Section 4975 of the Code or Section 406 of ERISA) that would following the date hereof subject any of the Benefit Plans or their related trusts, the Company, any of its Subsidiaries, or any Person that the Company or any of its Subsidiaries has an obligation to indemnify, to any Tax or penalty imposed under Section 4975 of the Code or Section 502 of ERISA.

(xii) There has been no amendment to, announcement by the Company or any of its Subsidiaries relating to, or change in employee participation or coverage under, any Benefit Plan that would materially increase the expense of maintaining such plan above the level of the expense incurred therefor for the most recent fiscal year. None of the execution and delivery of this Agreement or the consummation of the transactions contemplated hereby will (either alone or in conjunction with any other event) result in, cause the vesting, exercisability or delivery of, or increase in the amount or value of, any payment, right or other benefit to any employee, officer, director or other service provider of the Company or any of its Subsidiaries, or result in any other limitation on the right of the Company or any of its Subsidiaries to amend, merge, or terminate any Benefit Plan of the Company or related trust. Without limiting the generality of the foregoing, neither the Company nor any of its Subsidiaries has any obligation to pay (whether in cash, in property, or in the form of benefits) in connection with the

transactions contemplated hereby (either solely as a result thereof or as a result of such transactions in conjunction with any other event) any “excess parachute payment” within the meaning of Section 280G of the Code.

(xiii) Each Benefit Plan that includes an automatic reduction to the extent necessary such that no portion of the amount payable, as so reduced, will be deemed to be “excess parachute payments” within the meaning of Section 280G of the Code is listed on Section 4.02(m)(xiii) of the Company Disclosure Schedule.

(n) Labor Matters. There are no pending or, to Knowledge of the Company, threatened material labor grievances or unfair labor practice claims or charges against the Company or any of its Subsidiaries. None of the Company or any of its Subsidiaries is party to or bound by any collective bargaining or similar agreement with any labor union or labor organization, or work rules or practices agreed to with any labor union, labor organization or employee association applicable to employees of the Company or any of its Subsidiaries and, to the Knowledge of the Company, there are no organizing efforts by any union or other group seeking to represent any employees of the Company or any of its Subsidiaries. There is no pending or, to the Knowledge of the Company, threatened, nor has there been at any time during the past five (5) years any, labor strike, dispute, walk-out, work stoppage, slow-down or lockout involving the Company or any of its Subsidiaries. The Company has no Knowledge of any activity involving its employees seeking to certify a collective bargaining unit or engaging in other organizational activity. The Company and its Subsidiaries are in compliance with all applicable Laws respecting employment and employment practices, including all applicable Laws respecting terms and conditions of employment, health and safety, wages and hours, equal opportunity, plant closures and layoffs, workers’ compensation, labor relations and unemployment insurance.

(o) Environmental Matters. (i) The Company and its Subsidiaries have complied at all times and are in compliance with all applicable Environmental Laws; (ii) to the Company’s Knowledge, no real property (including soils, groundwater, surface water, buildings or other structures) currently or formerly owned or operated by the Company or any of its Subsidiaries (including any property in which the Company or any of its Subsidiaries holds or has held a fiduciary or management role, a “*Company Loan Property*”), is or has been contaminated with, or has or has had any release of, any Hazardous Substance at any time; (iii) to the Company’s Knowledge, none of the Company or any of its Subsidiaries could be deemed the owner or operator under any Environmental Law of any Company Loan Property which is or has been contaminated with, or has or has had any release of, any Hazardous Substance; (iv) to the Company’s Knowledge, none of the Company or any of its Subsidiaries is subject to liability for any Hazardous Substance disposal or contamination on any third party property; (v) none of the Company or any of its Subsidiaries has been associated with any release or threat of release of any Hazardous Substance; (vi) none of the Company or any of its Subsidiaries has received any notice, demand, letter, claim or request for information from any Governmental Authority concerning any potential violation of, or liability under, any Environmental Law; (vii) none of the Company or any of its Subsidiaries is subject to any order, decree, injunction or other agreement with any Governmental Authority or any indemnity or other agreement with any third party under any Environmental Law or relating to any Hazardous Substance; (viii) to the Company’s Knowledge, there are no circumstances or conditions

(including the presence of asbestos, underground storage tanks, lead products, polychlorinated biphenyls, prior manufacturing operations, dry-cleaning or automotive services) involving the Company, any Subsidiary of the Company any currently or formerly owned or operated property, or any Company Loan Property, that could reasonably be expected to result in any claim, liability, investigation, cost or restriction against the Company or any of its Subsidiaries, or result in any restriction on the ownership, use, or transfer of any property pursuant to any Environmental Law, or adversely affect the value of any currently owned property or Company Loan Property and (ix) the Company has made available to Parent copies of all environmental reports, studies, sampling data, correspondence, filings and other environmental information in its possession or control relating to the Company, any of its Subsidiaries and any currently or formerly owned or operated property or any Company Loan Property.

(p) Tax Matters. (i) (A) The Company and its Subsidiaries (1) have prepared in good faith and duly and timely filed (taking into account any extension of time within which to file) all material Tax Returns required to have been filed by it and all such filed Tax Returns are true, complete and accurate in all material respects; (2) have paid in full or accrued all material Taxes that are required to have been paid or accrued; (3) have withheld from amounts owing to any employee, independent contractor, creditor or third party all amounts that it is obligated to have withheld and have timely paid such withheld amounts to the relevant Tax authority; and (4) have substantially complied with all information reporting (and related withholding) requirements related to any payments subject to one or more information reporting requirements set forth in the Code, (B) all deficiencies asserted or assessments made as a result of any audit or examination by any taxing authority of any Tax Return have been paid in full or otherwise finally resolved, (C) no issues have been raised with the Company by any taxing authority in connection with any audit or examination of any Tax Return that are currently pending, (D) none of the Company or any of its Subsidiaries has waived any statute of limitations with respect to Taxes that has continuing effect or agreed to any extension of time with respect to a Tax assessment or deficiency that has continuing effect, (E) there are no pending or threatened in writing, any audits, examinations, investigations or other proceedings in respect of Taxes, Tax Returns or Tax matters, and (F) the Company has made available to Parent true, correct and complete copies of all material income, franchise, capital and similar Tax Returns filed by the Company or any of its Subsidiaries for all Taxable years or periods for which the relevant statute of limitations has not expired.

(ii) There are no Liens on any of the Company's assets or on any assets of any of its Subsidiaries that arose in connection with any failure (or alleged failure) to pay any Tax (except for statutory Liens for Taxes not yet delinquent).

(iii) None of the Company or any of its Subsidiaries will be required to include any material item of income, exclude any item of deduction or otherwise make any adjustment, from any Tax period beginning after the Effective Time, as a result of (A) a change in accounting method for a Tax period beginning before the Effective Time, or (B) any "closing agreement" as described in Section 7121 of the Code (or any similar provision of state, local or foreign tax Law) executed prior to the Effective Time.

(iv) None of the Company or any of its Subsidiaries is a party to any Tax allocation or sharing agreement. None of the Company or any of its Subsidiaries is or has

been a member of an affiliated group of corporations, within the meaning of Section 1504 of the Code, or a member of a consolidated, unitary or combined Tax group filing, consolidated or combined Tax Returns (other than, in each case, an affiliated, consolidated, unitary or combined group of which the Company is the common parent) or otherwise has any liability for the Taxes of any Person (other than with respect to itself or any of its Subsidiaries).

(v) No closing agreements, private letter rulings, technical advice, memoranda or similar agreement or rulings have been entered into or issued by any taxing authority with respect to the Company or any of its Subsidiaries.

(vi) None of the Company or any of its Subsidiaries has taken or agreed to take any action or is aware of any fact or circumstance that would, or could reasonably be expected to, prevent or impede the Merger from qualifying as a “reorganization” within the meaning of Section 368(a) of the Code.

(vii) None of the Company or any of its Subsidiaries has been a party to any distribution occurring during the two-year period prior to the date of this Agreement in which the parties to such distribution treated the distribution as one to which Section 355 of the Code applied, except for distributions occurring among members of the same group of affiliated corporations filing a consolidated federal income tax return.

(viii) Neither the Company nor any of its Subsidiaries has participated in a “listed transaction” within the meaning of Treasury Regulations Section 1.6011-4.

(q) Risk Management Instruments. None of the Company or any of its Subsidiaries is a party to or have agreed to enter into an exchange traded or over-the-counter equity, interest rate, foreign exchange or other swap, forward, future, option, cap, floor or collar or any other contract that is a derivatives contract (including various combinations thereof) and do not own any securities that (i) are referred to generically as “structured notes,” “high risk mortgage derivatives,” “capped floating rate notes” or “capped floating rate mortgage derivatives” or (ii) could have changes in value as a result of interest or exchange rate changes that significantly exceed normal changes in value attributable to interest or exchange rate changes.

(r) Books and Records. The books and records of the Company and its Subsidiaries (and any predecessor entities) have been fully, properly and accurately maintained, there are no inaccuracies or discrepancies of any kind contained or reflected therein and they fairly present the financial position and results of operations of the Company and its Subsidiaries.

(s) Insurance. Section 4.02(s) of the Company Disclosure Schedule sets forth a true and complete list of all of the insurance policies, binders or bonds maintained by the Company or any of its Subsidiaries and all insurance claims filed by the Company or any of its Subsidiaries under such policies which have not been paid in full as of the date hereof and the amounts claimed thereunder. Section 4.02(s) of the Company Disclosure Schedule also lists all claims or potential claims meeting the applicable reporting thresholds under such policies that have not been reported thereunder as of the date hereof. All such policies of the Company are

with reputable insurers and provide full and adequate coverage for all normal risks incidental to the business of the Company and its Subsidiaries and each of their respective properties and assets and are in character and amount reasonably consistent with industry practice. All such policies of the Company are in full force and effect; none of the Company or any of its Subsidiaries are in material default thereunder; and all claims thereunder have been filed, and all premiums due thereunder have been paid, in due and timely fashion.

(t) Loan Matters.

(i) Each loan, loan agreement, note or borrowing arrangement (including leases, credit enhancements, commitments, guarantees and interest-bearing assets) in which the Company or any Subsidiary of the Company is a creditor (collectively, “Loans”) currently outstanding (A) is evidenced by notes, agreements or other evidences of indebtedness that are true, genuine and what they purport to be, (B) to the extent secured, has been secured by valid Liens which have been perfected and (C) to the Knowledge of the Company, is a legal, valid and binding obligation of the obligor named therein, enforceable in accordance with its terms (subject to the Bankruptcy and Equity Exception). The notes or other credit or security documents with respect to each such outstanding Loan were in compliance with all applicable Laws at the time of origination or purchase by the Company or its Subsidiaries.

(ii) Each outstanding Loan was solicited and originated, and is and has been administered and, where applicable, serviced, and the relevant Loan files are being maintained in accordance with the relevant notes or other credit or security documents and the Company’s written underwriting standards, in each case, with all applicable requirements of applicable Law.

(iii) None of the agreements pursuant to which the Company or any of its Subsidiaries has sold or is servicing (A) Loans or pools of Loans or (B) participations in Loans or pools of Loans contains any obligation to repurchase such Loans or interests therein or to pursue any other form of recourse against the Company or any of its Subsidiaries solely on account of a payment default by the obligor on any such Loan.

(iv) The Company has previously disclosed to Parent all claims for repurchases by the Company or any of its Subsidiaries of Loans that were sold to third parties by the Company and its Subsidiaries that are outstanding or threatened (in writing), in each case, as of the date hereof and since December 31, 2018.

(v) Section 4.02(t)(v) of the Company Disclosure Schedule sets forth a list of (A) each Loan that as of February 28, 2021 (1) was contractually past due ninety (90) calendar days or more in the payment of principal and/or interest, (2) was on non-accrual status, (3) was classified as “substandard,” “doubtful,” “loss,” “classified,” “criticized,” “credit risk assets,” “concerned loans,” “watch list,” “impaired” or “special mention” (or words of similar import) by the Company, any of its Subsidiaries or any Governmental Authority (collectively, “Criticized Loans”), (4) for which a specific reserve allocation existed in connection therewith, (5) was required to be accounted for as a troubled debt restructuring in accordance with ASC 310-40, (B) each Loan that, as of February 28, 2021, had a total outstanding balance and/or unfunded commitment of \$250,000 or more and that, as of such date, (1) a reasonable doubt

exists as to the timely future collectability of principal and/or interest, whether or not interest is still accruing or the Loans are less than ninety (90) calendar days past due, (2) the interest rate terms have been reduced and/or the maturity dates have been extended subsequent to the agreement under which the Loan was originally created due to concerns regarding the borrower's ability to pay in accordance with such initial terms, or (3) where a specific reserve allocation exists in connection therewith, and (C) each asset of the Company or any of its Subsidiaries that, as of February 28, 2021, was classified as "other real estate owned," "other repossessed assets" or as an asset to satisfy Loans, and the book value thereof as of such date. For each loan identified in accordance with the immediately preceding sentence, Section 4.02(t)(v) of the Company Disclosure Schedule sets forth the outstanding balance, including accrued and unpaid interest, on each such Loan and the identity of the borrower thereunder as of February 28, 2021.

(vi) Section 4.02(t)(vi) of the Company Disclosure Schedule sets forth a list of all Loans outstanding as of the date of this Agreement by the Company or any of its Subsidiaries to any directors, officers and principal shareholders (as such terms are defined in Regulation O of the Federal Reserve Board (12 C.F.R. Part 215)) of the Company or any of its Subsidiaries. There are no executive officer, director or other affiliate Loans on which the borrower is paying a rate other than that reflected in the note or other relevant credit or security agreement or on which the borrower is paying a rate which was not in compliance with Regulation O, and all such Loans are and were originated in compliance with all applicable Laws.

(vii) Neither the Company nor any of its Subsidiaries is (A) now nor has it ever been since December 31, 2018 subject to any fine, suspension, settlement or other contract or other administrative agreement or sanction by, or any reduction in any loan purchase commitment from, any Governmental Authority relating to the origination, sale or servicing of Loans or (B) aware of any actual or threatened claim, proceeding or investigation with respect thereto by any Person.

(viii) Since December 31, 2018, the Company and each of its Subsidiaries has complied with, and all documentation in connection with the origination, processing, underwriting and credit approval of any Loan originated by the Company or any of its Subsidiaries satisfied: (A) all applicable Laws with respect to the origination, insuring, purchase, sale, pooling, servicing, subservicing, loan modification, loss mitigation or filing of claims in connection with such Loans, including, to the extent applicable, all Laws relating to real estate settlement procedures, consumer credit protection, truth in lending Laws, usury limitations, fair housing, transfers of servicing, collection practices, equal credit opportunity and adjustable rate mortgages, in each case applicable as of the time of such origination, processing, underwriting or credit approval; (B) the responsibilities and obligations relating to such Loans set forth in any contract between the Company or any of its Subsidiaries, on the one hand, and any Governmental Authority, loan investor or insurer, on the other hand; (C) the applicable rules, regulations, guidelines, handbooks and other requirements of any Governmental Authority, loan investor or insurer, in each case applicable as of the time of such origination, processing, underwriting or credit approval; and (D) the terms and provisions of any mortgage or other collateral documents and other loan documents with respect to each such Loan; in each case applicable as of the time of such origination, processing, underwriting or credit approval.

(ix) Since December 31, 2018, the Company and each of its Subsidiaries have not engaged in, and, to the Knowledge of the Company, no third-party vendors (including outside law firms and other third-party foreclosure services providers used by the Company or by any of its Subsidiaries, as applicable) has engaged in, directly or indirectly, (A) any foreclosures in violation of any applicable Law, including but not limited to the Servicemembers Civil Relief Act, or in breach of any binding Regulatory Agreement or (B) the conduct referred to as “robo-signing” or any other similar conduct of approving or notarizing documents relating to Loans that do not comply with any applicable Law.

(x) Since December 31, 2018, the Company has not foreclosed upon, managed or taken a deed or title to, any real estate (other than single-family residential properties) without complying with all applicable FDIC environmental due diligence standards (including FDIC Bulletin FIL-14-93, and update FIL-98-2006) or foreclosed upon, managed or taken a deed or title to, any such real estate if the environmental assessment indicates the liabilities under Environmental Laws are likely in excess of the asset’s value.

(u) Allowance For Loan Losses. The Company’s or PM Bank’s allowance for loan and lease losses (“*ALLL*”) is, and shall be as of the Effective Time, in compliance with each of such entity’s existing methodology for determining the adequacy of its *ALLL* as well as the standards established by applicable Governmental Authorities and the “incurred loss” standard under the Financial Accounting Standards Board and is and shall be adequate under all such standards.

(v) Transactions With Affiliates. Since December 31, 2018, the Company has not engaged in any transactions with Affiliates within the meaning of Sections 23A and 23B of the Federal Reserve Act. All agreements between the Company or any of its Subsidiaries and any of their respective Affiliates comply in all material respects, to the extent applicable, with Regulation W of the Federal Reserve Board.

(w) Real Property.

(i) None of the Company or any of its Subsidiaries owns, and no such entity is in the process of foreclosing (whether by judicial process or by power of sale) or otherwise in the process of acquiring title to, except pursuant to foreclosures which are pending in the ordinary course of business consistent with past practice, any real property or premises on the date hereof in whole or in part.

(ii) (A) Section 4.02(w)(ii) of the Company Disclosure Schedule contains a complete and correct list of all real property or premises leased or subleased in whole or in part by the Company or any of its Subsidiaries, and together with a list of all applicable leases or subleases and the name of the lessor or sublessor.

(B) Each of the leases referred to in the Company Disclosure Schedule is valid and existing and in full force and effect, and no party thereto is in default and no notice of a claim of default by any party has been delivered to the Company or any of its Subsidiaries, or is now pending, and there does not exist any event that with notice or the passing of time, or both, would constitute a default or excuse performance by any party

thereto, *provided* that with respect to matters relating to any party other than the Company or one of its Subsidiaries, the foregoing representation is based on the Knowledge of the Company.

(iii) As to the Company and its Subsidiaries, none of the leased premises or properties described in paragraph (ii) above have been condemned or otherwise taken by any Governmental Authority and, to the Company's Knowledge, no condemnation or taking is threatened or contemplated and none thereof is subject to any claim, Contract or Law which might adversely affect its use or value for the purposes now made of it. None of the premises or properties of the Company or any of its Subsidiaries is subject to any current or potential interests of third parties or other restrictions or limitations that would impair or be inconsistent in each case in any material respect with the current use of such property by the Company or such Subsidiary.

(x) Title. Each of the Company and its Subsidiaries has good title to its properties and assets (other than property as to which it is lessee) except (A) statutory Liens not yet delinquent which are being contested in good faith by appropriate proceedings and Liens for Taxes not yet due, (B) pledges of assets in the ordinary and usual course of business to secure public deposits, (C) for those assets and properties disposed of for fair value in the ordinary course of business since December 31, 2018 and (D) defects and irregularities of title and encumbrances that do not materially impair the use thereof for the purposes for which they are held.

(y) Intellectual Property.

(i) The Company and its Subsidiaries own, or are licensed or otherwise possess legally enforceable rights to use all patents, trademarks, trade names, service marks, domain names, copyrights and any applications therefor, technology, know-how, computer software programs or applications and tangible or intangible proprietary information or materials that are used in the business of the Company or any of its Subsidiaries as currently conducted.

(ii) (A) None of the Company or any of its Subsidiaries is, nor will any of them be as a result of the execution and delivery of this Agreement or the performance by the Company of its obligations hereunder, in violation of any licenses, sublicenses and other agreements as to which the Company or any of its Subsidiaries is a party and pursuant to which the Company or any of its Subsidiaries is authorized to use any third-party patents, trademarks, service marks, copyrights, trade secrets or computer software (collectively, "*Third-Party Intellectual Property Rights*"); (B) no claims with respect to (I) the patents, registered and material unregistered trademarks and service marks, registered copyrights, trade names and any applications therefor, trade secrets or computer software owned by the Company or any of its Subsidiaries (collectively, the "*Intellectual Property Rights*"); or (II) Third-Party Intellectual Property Rights are currently pending or, to the Knowledge of the Company, are threatened by any Person; and (C) the Company has no Knowledge of any valid grounds for any bona fide claims (I) against the use by the Company or any of its Subsidiaries of any Intellectual Property Rights or Third-Party Intellectual Property Rights used in the business of the Company or any of its Subsidiaries as currently conducted or as proposed to be conducted; (II) challenging the

ownership, validity or enforceability of any Intellectual Property Rights; or (III) challenging the Company's or any of its Subsidiaries' license or legally enforceable right to use any Third-Party Intellectual Property Rights.

(z) Takeover Statutes. No "fair price," "moratorium," "control share acquisition" or other similar anti-takeover statute or regulation (each, a "*Takeover Statute*") or any anti-takeover provision in the Company's Articles or Bylaws is applicable to this Agreement or the transactions contemplated hereby, including the Merger, with respect to the Company. The Company does not have any stockholder rights plan, "poison pill" or similar plan or arrangement in effect.

(aa) No Other Representations or Warranties.

(i) Except for the representations and warranties in this Section 4.02, neither the Company nor any other Person makes any express or implied representation or warranty with respect to the Company and its Subsidiaries, or their respective businesses, operations, assets, liabilities, conditions (financial or otherwise) or prospects, and the Company hereby disclaims any such other representations or warranties. In particular, without limiting the foregoing disclaimer, and except for the representations and warranties made by the Company in this Section 4.02, neither the Company nor any Person makes or has made any representation to Parent or any of Parent's Affiliates or representatives with respect to any oral or written information presented to Parent or any of Parent's Affiliates or representatives in the course of their due diligence investigation of the Company (including any financial projections or forecasts), the negotiation of this Agreement or in the course of the transactions contemplated hereby.

(ii) The Company acknowledges and agrees that neither Parent nor any other Person has made or is making any express or implied representation or warranty other than those contained in Section 4.03.

4.03 *Representations and Warranties of Parent.* Except as (i) set forth in the Parent Disclosure Schedule, or (ii) disclosed in any report, schedule, form or other document filed with or furnished to the SEC (including the exhibits and other information incorporated therein) by Parent, as applicable, since December 31, 2019 but prior to the date hereof (excluding any disclosures related to Taxes, any disclosures set forth under the heading "Risk Factors" and in any section relating to forward-looking, safe harbor or similar statements or to any other disclosures in such reports to the extent they are cautionary, predictive, or forward-looking in nature), Parent hereby represents and warrants to the Company:

(a) Organization, Standing and Authority. It is a corporation duly incorporated, validly existing and in good standing under the Laws of the State of Maryland and is a registered bank holding company under the Bank Holding Company Act of 1956, as amended. BoC Bank is a national banking association duly organized and validly existing under the Laws of the United States and a member of the Federal Home Loan Bank of San Francisco. BoC Bank's deposits are insured by the FDIC through the Deposit Insurance Fund in the manner and to the fullest extent provided by Law and all premiums and assessments required to be paid in connection therewith have been paid when due. To the Knowledge of Parent, no proceedings

for the termination or revocation of the FDIC's insurance are pending or threatened. Each of Parent and BoC Bank is licensed or qualified to do business and is in good standing as a foreign corporation in each jurisdiction where the ownership or operation of its assets or properties or conduct of its business requires such qualification. Parent has made available to the Company a complete and correct copy of its charter and bylaws and the organizational documents of BoC Bank, each as amended prior to the date hereof, which are in full force and effect. The outstanding shares of capital stock of BoC Bank have been duly authorized and are validly issued, fully paid and nonassessable, are not subject to preemptive rights (and were not issued in violation of any preemptive rights) and are owned of record and beneficially by Parent.

(b) Capital Stock. As of the date hereof, the authorized capital stock of Parent consists solely of 446,863,844 shares of Parent Common Stock, of which 52,578,218 shares were issued and 50,167,254 were outstanding at the close of business on March 15, 2021; 3,136,156 shares of Parent Non-Voting Common Stock, of which 477,321 shares are issued and outstanding; and 5,000,000 shares of Parent Series E Preferred Stock, of which 3,948,105 shares are issued and outstanding. As of the date hereof, there were 785,435 units outstanding of Parent RSUs and there are 14,904 outstanding Parent Stock Options or other Parent Awards (other than shares subject to vesting, repurchase or other lapse restrictions pursuant to the Parent Stock Plans and Parent RSUs). As of March 15, 2021, 3,181,559 shares of Parent Common Stock are reserved for issuance under the Parent Stock Plans. As of March 15, 2021, 2,410,964 shares of Parent Common Stock are held in treasury by Parent or otherwise owned directly or indirectly by Parent or any Subsidiary of Parent. Except as set forth in this Section 4.03(b), as of the date hereof, there are no shares of Parent Common Stock authorized and reserved for issuance, Parent does not have any other Rights issued or outstanding with respect to Parent Common Stock, and Parent does not have any commitment to authorize, issue or sell any Parent Common Stock or Rights, except pursuant to this Agreement. Parent does not have outstanding any bonds, debentures, notes or other obligations the holders of which have the right to vote (or are convertible into or exercisable for securities having the right to vote) with the stockholders of Parent on any matter. The outstanding shares of Parent Common Stock have been duly authorized and are validly issued, fully paid and nonassessable, and are not subject to preemptive rights (and were not issued in violation of any preemptive rights).

(c) Corporate Power. Parent and each of its Subsidiaries have all requisite power and authority (corporate and other) to carry on their respective businesses as they are now being conducted and to own all their respective properties and assets; and Parent has all requisite corporate power and authority and, other than receiving the Parent Stockholder Approval, has taken all corporate action necessary in order to execute, deliver and perform each of its obligations under this Agreement and to consummate the Merger, the Bank Merger and the transactions contemplated hereby.

(d) Corporate Authority. As of the date hereof, the Parent Board has, by resolutions duly adopted at a meeting duly called and held, (i) determined that this Agreement, the Merger and the other transactions contemplated hereby are fair to and in the best interests of Parent and its stockholders, (ii) approved and declared advisable this Agreement, the Merger and the other transactions contemplated hereby, and (iii) resolved that such matters be submitted for consideration by its stockholders at a special meeting of such stockholders and that such matters be recommended for approval at such special meeting. Parent has duly authorized, executed and

delivered this Agreement, and this Agreement (assuming due authorization, execution and delivery by the Company) is a valid and legally binding obligation of Parent, enforceable against it in accordance with its terms, subject to the Bankruptcy and Equity Exception. The Parent Board has received an opinion (which, if initially rendered verbally, has been or will be confirmed by a written opinion, dated the same date) of its financial advisor, Piper Sandler & Co., to the effect that, as of the date of such opinion, and based upon and subject to the factors, assumptions, and limitations set forth therein, the Exchange Ratio is fair from a financial point of view to the holders of Parent Common Stock.

(e) Regulatory Approvals; No Violations.

(i) No consents, approvals, permits, authorizations of, or waivers by, or notices, reports, filings or registrations with, any Governmental Authority are required to be made or obtained by Parent in connection with the execution, delivery and performance by Parent of this Agreement or to consummate the Merger, the Bank Merger and the other transactions contemplated hereby and thereby except for (A) filings of applications or notices with, and approvals or waivers by, the Federal Reserve Board and the OCC, as may be required, (B) the filing with the SEC of the Prospectus/Proxy Statement and the Registration Statement and declaration of effectiveness of the Registration Statement, (C) the filing of the Articles of Merger with the SDAT as described in Section 2.02, (D) the filing of the CA Agreement of Merger with the California Secretary as described in Section 2.02 and (E) the filing of the Bank Merger Certificates with the OCC, the California Secretary and the CDFPI as described in Section 5.19. As of the date hereof, Parent is not aware of any reason why the approvals set forth in this Section 4.03(e) and in Section 6.03(c) will not be received without the imposition of a condition, restriction or requirement of the type described in Section 6.03(c).

(ii) Subject to receipt of the approvals referred to in the preceding paragraph, the Company Shareholder Approval and the Parent Stockholder Approval, and the expiration of related waiting periods, the execution, delivery and performance of this Agreement by Parent does not, and the consummation of the Merger, the Bank Merger and the other transactions contemplated hereby will not, (A) constitute or result in a breach or violation of, or a default under, the acceleration of any obligations or the creation of a Lien on the assets of Parent or any of its Subsidiaries (with or without notice, lapse of time, or both) pursuant to, any Contract binding upon Parent or any of its Subsidiaries or to which Parent or any of its Subsidiaries or any of their respective properties is subject or bound or any Law or governmental or non-governmental permit or license to which Parent or any of its Subsidiaries is subject, (B) constitute or result in a breach or violation of, or a default under, the organizational documents of Parent or any of its Subsidiaries or (C) require any consent or approval under any such Contract, Law, governmental or non-governmental permit or license.

(f) Parent Reports; Financial Statements.

(i) Parent has filed or furnished, as applicable, on a timely basis all forms, statements, certifications, reports and documents required to be filed or furnished by it with the SEC under the Exchange Act or the Securities Act since December 31, 2018 (the forms, statements, reports and documents filed or furnished since December 31, 2018 and those filed or furnished subsequent to the date hereof including any amendments thereto, the “*Parent*

Reports”). Each of the Parent Reports, at the time of its filing or being furnished complied, or if not yet filed or furnished, will comply, in all material respects with the applicable requirements of the Securities Act, the Exchange Act and the Sarbanes-Oxley Act, and any rules and regulations promulgated thereunder applicable to the Parent Reports. As of their respective dates (or, if amended prior to the date hereof, as of the date of such amendment) the Parent Reports did not, and any of the Parent Reports filed or furnished with the SEC subsequent to the date hereof will not, contain any untrue statement of a material fact or omit to state a material fact required to be stated therein or necessary to make the statements made therein, in light of the circumstances in which they were made, not misleading.

(ii) Parent’s consolidated financial statements (including, in each case, any notes thereto) contained in the Parent Reports were or will be prepared in accordance with GAAP applied on a consistent basis throughout the periods indicated (except as may be indicated in the notes thereto or, in the case of interim consolidated financial statements, where information and footnotes contained in such financial statements are not required to be in compliance with GAAP), were or will be prepared from and in accordance with, the books and records of Parent and its Subsidiaries, and in each case such consolidated financial statements fairly presented, in all material respects, the consolidated financial position, results of operations and cash flows of Parent and the consolidated Subsidiaries of Parent as of the respective dates thereof and for the respective periods covered thereby (subject, in the case of unaudited statements, to normal year-end adjustments).

(iii) Parent and its Subsidiaries have timely filed all reports and statements, together with any amendments required to be made with respect thereto, that they were required to file since December 31, 2018 with (A) the Federal Reserve Board and (B) any other Regulatory Authority, as applicable, and all other material reports and statements required to be filed by them since December 31, 2018, including pursuant to the rules and regulations of the FDIC, the CDFPI or any other Regulatory Authority, as applicable, and have paid all fees and assessments due and payable in connection therewith. As of their respective dates, such reports and statements complied in all material respects with all the Laws, rules and regulations of the applicable Regulatory Authority with which they were filed. Except for normal examinations conducted by a Regulatory Authority in the ordinary course of business of Parent and its Subsidiaries, no Regulatory Authority has initiated or has pending any proceeding or, to the Knowledge of Parent, investigation into the business or operations of Parent or any of its Subsidiaries since December 31, 2018. There (i) is no unresolved violation, criticism, or exception by any Regulatory Authority with respect to any report or statement relating to any examinations or inspections of Parent or any of its Subsidiaries and (ii) has been no formal or informal inquiries by, or disagreements or disputes with, any Regulatory Authority with respect to the business, operations, policies or procedures of Parent or any of its Subsidiaries since December 31, 2018.

(iv) Since December 31, 2019, no event has occurred or circumstance arisen that, individually or taken together with all other facts, circumstances and events (described in any paragraph of this Section 4.03 or otherwise) has had, or is reasonably likely to have, a Parent Material Adverse Effect.

(v) Parent maintains disclosure controls and procedures required by Rule 13a-15 or 15d-15 under the Exchange Act and that are effective to ensure that information required to be disclosed by Parent is recorded and reported on a timely basis to the individuals responsible for the preparation of Parent's filings with the SEC and other public disclosure documents. Parent maintains internal control over financial reporting (as defined in Rule 13a-15 or 15d-15, as applicable, under the Exchange Act) that is effective in providing reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with GAAP. Parent has identified and disclosed, based on the most recent evaluation of its chief executive officer and its chief financial officer prior to the date hereof, to Parent's auditor and the audit committee of the Parent Board (A) any significant deficiencies or material weaknesses in the design or operation of its internal control over financial reporting that are reasonably likely to adversely affect Parent's ability to record, process, summarize and report financial information and (B) any fraud, whether or not material, that involves management or other employees who have a significant role in Parent's internal control over financial reporting. Since December 31, 2020, no material complaints from any source regarding accounting, internal accounting controls or auditing matters, and no concerns from Parent's or its Subsidiaries' employees regarding questionable accounting or auditing matters, have been received by Parent to Parent's Knowledge. Except for those liabilities that are reflected or reserved against on the most recent consolidated balance sheet included in the Parent Reports, neither Parent nor any of its Subsidiaries has incurred any material obligations or liabilities (whether or not accrued, contingent or otherwise and whether or not required to be disclosed) other than in the ordinary and usual course of business consistent with past practice since the date of such balance sheet (excluding the incurrence of expenses related to this Agreement and the transactions contemplated hereby).

(g) Litigation. No civil, criminal or administrative litigation, claim, investigation, action, suit, hearing or other proceeding before any Governmental Authority is pending or, to Parent's Knowledge, threatened against it or any of its Subsidiaries and there are no facts or circumstances that would reasonably be expected to result in any claims against, or obligations or liabilities of, Parent or any of its Subsidiaries, except for those that are not reasonably likely to have, individually or in the aggregate, a Parent Material Adverse Effect. Neither Parent nor any of its Subsidiaries is subject to any outstanding and unsatisfied order, writ, injunction, decree or arbitration ruling, award or other finding which is reasonably likely to have, individually or in the aggregate, a Parent Material Adverse Effect.

(h) Regulatory Matters.

(i) None of Parent, any of its Subsidiaries or any of their respective properties is, directly or indirectly, a party to or subject to any order, decree, agreement, memorandum of understanding or similar arrangement with, or a commitment letter or similar submission to, or extraordinary supervisory letter from, any Regulatory Authority.

(ii) None of Parent or any of its Subsidiaries has been advised in writing by, and Parent does not have Knowledge of facts which could give rise to an advisory notice by, any Regulatory Authority that such Regulatory Authority is contemplating issuing or requesting (or is considering the appropriateness of issuing or requesting) any such order,

decree, agreement, memorandum of understanding, commitment letter, supervisory letter or similar submission.

(i) Compliance With Laws.

(i) Parent and its Subsidiaries are, and have been since December 31, 2018, in compliance with and are not in default or violation of any Laws applicable thereto or to the employees conducting their businesses, including the Equal Credit Opportunity Act, the Fair Housing Act, the Community Reinvestment Act, the Home Mortgage Disclosure Act, the Dodd-Frank Wall Street Reform and Consumer Protection Act, the Bank Secrecy Act, the USA PATRIOT Act of 2001, the Volcker Rule or the regulations implementing such statutes, all other applicable anti-money laundering Laws, fair lending Laws and other Laws relating to discriminatory business practices and all agency requirements relating to the origination, sale and servicing of mortgage loans and all regulations, orders or guidance with respect to economic or trade sanctions issued by OFAC, except for violations that are not reasonably likely to have, individually or in the aggregate, a Parent Material Adverse Effect.

(ii) Parent and its Subsidiaries have all permits, licenses, franchises, variances, exemptions, certificates of authority, orders, authorizations, consents and approvals of, and have made all filings, applications, notices and registrations with, all Governmental Authorities that are required in order to permit each to own or lease its assets and properties and to conduct its businesses as presently conducted; all such permits, licenses, franchises, variances, exemptions, certificates of authority, orders, authorizations, consents and approvals are in full force and effect and, to Parent's Knowledge, no suspension or cancellation of any of them is threatened, except in each case those the absence of which are not reasonably likely to have, individually or in the aggregate, a Parent Material Adverse Effect.

(iii) No investigation or review by any Governmental Authority with respect to Parent or any of its Subsidiaries is pending or, to the Knowledge of Parent, threatened, nor has Parent or any Subsidiary of Parent received any written notification or communication from any Governmental Authority (A) asserting that Parent or any such Subsidiary is not in compliance with any of the Laws which such Governmental Authority enforces or (B) threatening to revoke any license, franchise, permit or governmental authorization (nor, to Parent's Knowledge, do any grounds for any of the foregoing exist).

(iv) As of December 31, 2020, each of Parent and BoC Bank is "well-capitalized" (as that term is defined in the relevant regulation of the institution's primary banking regulator), and BoC Bank's rating under the Community Reinvestment Act is no less than "satisfactory".

(j) No Brokers. None of Parent, any of its Subsidiaries or any of their respective officers, directors or employees has employed any broker or finder or incurred any liability for any brokerage fees, commissions or finders fees in connection with the Merger or the other transactions contemplated by this Agreement, except that Parent has employed Piper Sandler & Co. as its financial advisor.

(k) Tax Matters. (i) (A) Parent and its Subsidiaries (1) have timely filed (taking into account any extension of time within which to file) all material Tax Returns required to have been filed by it and all such filed Tax Returns are true, complete and accurate in all material respects; (2) have paid in full or accrued all material Taxes that are required to have been paid or accrued; (3) have withheld from amounts owing to any employee, independent contractor, creditor or third party all amounts that it is obligated to have withheld and have timely paid such withheld amounts to the relevant Tax authority; and (4) have substantially complied with all information reporting (and related withholding) requirements related to any payments subject to one or more information reporting requirement set forth in the Code, (B) all deficiencies asserted or assessments made as a result of any audit or examination by any taxing authority of any Tax Return have been paid in full or otherwise finally resolved, (C) no issues have been raised in writing with the Parent by any taxing authority in connection with any audit or examination of any Tax Return that are currently pending, (D) none of Parent or any of its Subsidiaries has waived any statute of limitations with respect to Taxes that has continuing effect or agreed in writing to any extension of time with respect to a Tax assessment or deficiency that has continuing effect, (E) there are not pending or threatened in writing, any audits, examinations, investigations or other proceedings in respect of Taxes or Tax Returns, and (F) Parent has made available to the Company true, correct and complete copies of all material income, franchise, capital and similar Tax Returns filed by Parent or any of its Subsidiaries relating to taxable periods beginning after December 31, 2017.

(ii) None of Parent or any of its Subsidiaries has taken or agreed to take any action or is aware of any fact or circumstance that would, or could reasonably be expected to, prevent or impede the Merger from qualifying as a “reorganization” within the meaning of Section 368(a) of the Code.

(l) No Other Representations or Warranties.

(i) Except for the representations and warranties in this Section 4.03, neither Parent nor any other Person makes any express or implied representation or warranty with respect to Parent and its Subsidiaries, or their respective businesses, operations, assets, liabilities, conditions (financial or otherwise) or prospects, and Parent hereby disclaims any such other representations or warranties. In particular, without limiting the foregoing disclaimer, and except for the representations and warranties made by Parent in this Section 4.03, neither Parent nor any Person makes or has made any representation to the Company or any of the Company’s Affiliates or representatives with respect to any oral or written information presented to the Company or any of the Company’s Affiliates or representatives in the course of their due diligence investigation of Parent (including any financial projections or forecasts), the negotiation of this Agreement or in the course of the transactions contemplated hereby.

(ii) Parent acknowledges and agrees that neither the Company nor any other Person has made or is making any express or implied representation or warranty other than those contained in Section 4.02.

ARTICLE 5
COVENANTS

5.01 *Interim Operations.* The Company covenants and agrees as to itself and its Subsidiaries that, after the date of this Agreement and prior to the Effective Time (unless Parent shall otherwise approve in writing, and except as otherwise expressly contemplated by this Agreement) and except as required by applicable Law, (a) the business of the Company and its Subsidiaries shall be conducted in the ordinary and usual course, (b) each of the Company and its Subsidiaries shall use its commercially reasonable efforts to preserve its business organizations and assets intact and maintain its rights, franchises, powers and privileges and its existing relations and goodwill with Governmental Authorities, customers, suppliers, distributors, creditors, lessors, employees and business associates and keep available the services of the Company and its Subsidiaries' present employees and agents, and (c) subject to Section 5.10, the Company and its Subsidiaries shall take no action that would reasonably be expected to adversely affect or materially delay the ability of the Company to obtain any necessary approvals of any Regulatory Authorities or other Governmental Authority required for the transactions contemplated hereby, to perform its covenants and agreements under this Agreement or to consummate the transactions contemplated hereby on a timely basis. Without limiting the generality of and in furtherance of the foregoing, from the date of this Agreement until the Effective Time, except (A) as otherwise expressly required by this Agreement or as required by Law, (B) as Parent may approve in writing (such approval not to be unreasonably withheld or delayed) or (C) as set forth in Section 5.01 of the Company Disclosure Schedule, the Company shall not and shall not permit its Subsidiaries to:

(a) Capital Stock. (i) Other than any shares of Company Common Stock issuable in respect of Company Options, Company Restricted Shares or Company RSUs outstanding on the date hereof or permitted to be granted after the date hereof issue, sell, pledge, dispose of, encumber, permit to become outstanding or authorize the creation of any shares of capital stock or any Rights, or (ii) permit any shares of capital stock of the Company or any of its Subsidiaries to become subject to grants of employee or director stock options, other Rights or similar stock-based employee rights.

(b) Dividends; Etc. (i) Make, declare, pay or set aside for payment of dividends payable in cash, stock or property on or in respect of, or declare or make any distribution on, any shares of its capital stock (except for dividends paid by any direct or indirect wholly-owned Subsidiary to the Company or to any other direct or indirect wholly-owned Subsidiary of the Company), or (ii) directly or indirectly adjust, split, combine, redeem, reclassify, purchase or otherwise acquire any shares of its capital stock (other than the acquisition of shares of Company Common Stock from a holder of Company Equity Awards in satisfaction of withholding obligations or in payment of the exercise price).

(c) Compensation; Employment Agreements; Etc. Enter into, renew, terminate, amend or otherwise modify any employment, retention, change in control, consulting, transition, termination, severance or similar agreements or arrangements with any director, officer, employee or consultant of the Company or any of its Subsidiaries (in each case, except with respect to change in control and severance agreements, other other in the ordinary course of

business with respect to employees or consultants whose total annual (or annualized, if such person provides services to the Company or any of its Subsidiaries for less than the whole year) compensation is less than \$100,000 (“*Non-Management Service Provider*”), enter into any collective bargaining or similar agreement, pay or award, or commit to pay or award, any bonus or incentive compensation, or grant any salary or wage increase or increase any employee compensation or benefit (including incentive or bonus payments), forgive any loans or issue any loans to any employee or consultant of the Company, except (i) for increases in base salary or wage rates for employees who are not executive officers or Non-Management Service Providers in the ordinary and usual course of business consistent with past practice, *provided* that no such increase for any employee shall result in an annual adjustment of more than three percent (3%) individually or three percent (3%) in the aggregate, (ii) to the extent required by the terms of an existing Benefit Plan as in effect as of the date hereof and set forth on 5.01(c) of the Company Disclosure Schedule, or (iii) for other changes that are required by applicable Law. Without limiting the generality of the foregoing, except as set forth on Section 5.01(c) of the Company Disclosure Schedule, the Company shall not grant or approve the grant of any new stock options or other equity or equity-based awards or, except as provided in this Agreement, amend or modify the terms of any outstanding stock options or equity-based awards.

(d) Hiring. Hire any person as an employee of the Company or any of its Subsidiaries or engage any independent contractor or promote any employee (other than (i) persons hired or promoted to fill any vacancies arising on or after the date hereof and (ii) any person hired as an employee or any employee promoted to a position with an annual base salary or wage rate and target cash bonus opportunity of no more than \$100,000 in the aggregate or any person engaged as an independent contractor with consulting fees and target cash bonus opportunity of no more than \$100,000).

(e) Benefit Plans. (i) Enter into, terminate, establish, adopt or amend any Benefit Plans or any other employee benefit or compensation plan, program, policy or arrangement for the benefit or welfare of any current or former director, officer, employee or consultant of the Company or any of its Subsidiaries, except as permitted under Section 5.01(c), or (ii) fund or in any other way secure the payment of any cash benefits, in each case, except to the extent required by (A) applicable Law or (B) the terms of an existing Benefit Plan as in effect as of the date hereof and set forth on Section 4.02(m)(i) of the Company Disclosure Schedule.

(f) Dispositions. Sell, transfer, lease, license, guarantee, mortgage, pledge, encumber or otherwise create any Lien on, dispose of or discontinue any of its assets, deposits, business or properties (other than sales of individual loans and loan participations pursuant to Section 5.01(q)) except in the ordinary and usual course of business consistent with past practice and in a transaction that, together with all other such transactions, is not material to the Company and its Subsidiaries, taken as a whole.

(g) Acquisitions. Acquire (other than by way of foreclosures or acquisitions of control in a bona fide fiduciary capacity or in satisfaction of debts previously contracted in good faith, in each case in the ordinary and usual course of business consistent with past practice) all or any portion of the assets, business, equity interests, deposits or properties of any other Person (other than purchases of loans and loan participations pursuant to Section 5.01(q)).

(h) Mergers. Merge or consolidate the Company or any of its Subsidiaries with any other Person, except for any such transactions among its wholly-owned Subsidiaries, or restructure, reorganize or completely or partially liquidate or otherwise enter into any agreements or arrangements imposing material changes or restrictions on its assets, operations or businesses.

(i) Capital Expenditures. Make any capital expenditures in excess of \$50,000 individually or \$250,000 in the aggregate.

(j) Governing Documents. Amend either the Company Charter or the Company Bylaws, or the organizational documents of any of its Subsidiaries.

(k) Accounting Methods. (i) Implement or adopt any change in the Company's book or tax accounting principles, practices or methods, other than as may be required by GAAP, and as concurred in by the Company's independent public accountants, or as required by Section 5.09 of this Agreement or (ii) except as may be required by GAAP, and in the ordinary course of business consistent with past practice, revalue in any material respect any of its assets (including any Contract that would be a Material Contract as a result of entering into, modifying or amending such Contract), other than in the ordinary course of business consistent with past practice.

(l) Contracts. Except with respect to Contracts relating to loans or loan participations made in the ordinary and usual course of business consistent with past practice and in accordance with Section 5.01(q), enter into, renew or allow to renew automatically, modify, amend or terminate, make any payment not then required under or waive, release or assign any material right or claims under, any Material Contract or any Contract which would be a Material Contract if it were in existence on the date hereof in each case which is not terminable at will or with thirty (30) calendar days or less notice without payment of any amount other than for products delivered or services performed through the date of termination.

(m) Claims. Enter into any settlement, compromise or similar agreement with respect to, any action, suit, proceeding, order or investigation to which the Company or any of its Subsidiaries is or becomes a party after the date of this Agreement, which settlement, compromise, agreement or action involves payment by the Company or any Subsidiary of an amount that exceeds \$25,000 individually or \$100,000 in the aggregate or would impose any material restriction on the business of the Surviving Corporation or create adverse precedent for claims that are reasonably likely to be material to the Company and its Subsidiaries, taken as a whole.

(n) Adverse Actions. Take any action or omit to take any action that is intended to or would reasonably be likely to result in (i) any of the Company's representations and warranties set forth in this Agreement being or becoming untrue in any material respect at any time at or prior to the Effective Time, (ii) any of the conditions to the Merger set forth in Article VI not being satisfied, (iii) the Merger being prevented or impeded from qualifying as a reorganization within the meaning of Section 368 of the Code or (iv) a material violation of any provision of this Agreement, except as may be required by applicable Law; *provided* that nothing in this Section 5.01(n) shall preclude the Company from exercising its rights under the Voting Agreements.

(o) Risk Management. Except as required by applicable Law, the FDIC or the CDFPI, (i) implement or adopt any material change in its interest rate and other risk management policies, procedures or practices, (ii) fail to follow in all material respects, the Company's or its applicable Subsidiary's existing policies or practices with respect to managing its exposure to interest rate and other risk or (iii) fail to use commercially reasonable efforts to avoid any material increase in the Company's aggregate exposure to interest rate risk.

(p) Indebtedness. Incur or modify any indebtedness for borrowed money or other liability (other than deposits, federal funds borrowings and borrowings from the Federal Home Loan Bank of San Francisco or indebtedness of the Company or any of its wholly-owned Subsidiaries to the Company or any of its Subsidiaries) or assume, guarantee, endorse or otherwise as an accommodation become responsible for the obligations of any other Person.

(q) Loans. (i) Make any loan or loan commitment to any Person which would, when aggregated with all outstanding loans or loan commitments or any renewals or extensions thereof made to such Person and any Affiliate or immediate family member of such Person, exceed \$3,000,000; (ii) make any loan or loan commitment to any Person with a Criticized Loan; or (iii) purchase or sell any (y) Criticized Loan or (z) any loan in excess of \$3,000,000, in each case, without first submitting a copy of the loan write up containing the information customarily submitted as part of the loan write up, to the chief credit officer of Parent two (2) full Business Days prior to taking such action; *provided that*, if Parent objects in writing to such loan or loan commitment or such purchase or sale within two (2) Business Days after receiving such loan write up, the Company shall obtain the approval of the Credit Policy Committee of the board of directors of PM Bank prior to making such loan or loan commitment or such purchase or sale. The Company shall not forgive any loans to directors, officers or employees.

(r) Investments. (i) Other than in accordance with the investment policies of the Company or any of its Subsidiaries in effect on the date hereof or in securities transactions as provided in (ii) below, make any investment either by contributions to capital, property transfers or purchase of any property or assets of any Person or (ii) other than purchases of direct obligations of the United States of America or obligations of United States government agencies which are entitled to the full faith and credit of the United States of America, in any case with a remaining maturity at the time of purchase of 18 months or less, purchase or acquire securities of any type; *provided, however*, that in the case of investment securities, the Company may purchase investment securities if, within two (2) Business Days after the Company requests in writing (which request shall describe in detail the investment securities to be purchased and the price thereof) that Parent consent to making of any such purchase, Parent has approved such request in writing or has not responded in writing to such request.

(s) Taxes. (i) Commence or settle any litigation or proceeding with respect to any liability for material Taxes, take any action which is reasonably likely to have a material adverse impact on the Tax position of the Company, or, after the Merger, which is reasonably likely to have a material adverse impact on the Tax position of the Surviving Corporation, (ii) except in the ordinary course of business consistent with past practice, make or change any material express or deemed Tax election or file any material Tax Return, (iii) file any amended Tax Return, (iv) change any of its methods of reporting income or deductions for Tax purposes,

(v) change the entity classification of the Company or any of its Subsidiaries, or (vi) consent to any extension or waiver of the limitation period applicable to any material Tax claim or assessment.

(t) Branches. Make application for the opening, relocation or closing of any, or open, relocate or close any, branch office, loan production office or other significant office or operations facility of the Company or any of its Subsidiaries.

(u) New Business. Enter into any new line of business or change in any material respect the Company's lending, investment, underwriting, risk and asset liability management and other banking and operating, securitization and servicing policies, as applicable (including any change in the maximum ratio or similar limits as a percentage of its capital exposure applicable with respect to its loan portfolio or any segment thereof), except as required by applicable Law or policies imposed by any Governmental Authority.

(v) Lending Practices. Other than in the ordinary course of business consistent with past practice, make any material changes in its policies and practices with respect to (i) underwriting, pricing, originating, acquiring, selling, servicing, or buying or selling rights to service loans or (ii) the Company's hedging practices and policies, in each case except as required by Law or requested by a Governmental Authority.

(w) Commitments. Agree or commit to do any of the foregoing.

5.02 *Parent Forbearance*. Parent covenants and agrees as to itself and its Subsidiaries that, after the date of this Agreement and prior to the Effective Time (unless the Company shall otherwise approve in writing, and except as otherwise expressly contemplated by this Agreement or as set forth in Section 5.02 of the Parent Disclosure Schedule) and except as required by applicable Law, it shall not and shall cause each of its Subsidiaries not to:

(a) Adverse Actions. Take any action or omit to take any action that is intended to or would reasonably be likely to result in (i) any of the Parent's representations and warranties set forth in this Agreement being or becoming untrue in any material respect at any time at or prior to the Effective Time, (ii) any of the conditions to the Merger set forth in Article VI not being satisfied, (iii) the Merger being prevented or impeded from qualifying as a reorganization within the meaning of Section 368 of the Code, or (iv) a material violation of any provision of this Agreement; *provided* that nothing in this Section 5.02(a) shall preclude Parent from exercising its rights under the Voting Agreements;

(b) Governing Documents. Amend Parent's charter or bylaws, or the organizational documents of any of its Subsidiaries, in each case in a manner that would adversely affect the holders of Company Common Stock relative to and disproportionately to all other holders of Parent Common Stock;

(c) Capital Stock. Adjust, split, combine or reclassify any capital stock of Parent;

(d) Dividends. Make, declare, pay or set aside for payment any extraordinary dividend or distribution on or in respect of any shares of Parent Common Stock;

(e) Acquisitions. Acquire, including without limitation, by merger or consolidation or by investment in a partnership or joint venture, all or any material portion of the assets, business, securities, deposits or properties of any Person or division or business unit thereof, in each case, that would reasonably be expected to prevent or materially impede or delay the consummation of the Merger (including the receipt of any regulatory approval required to consummate the Merger); or

(f) Commitments. Enter into any contract with respect to, or otherwise agree or commit to do, any of the foregoing.

5.03 *Reasonable Best Efforts*. Subject to the terms and conditions of this Agreement, each of the Company and Parent agrees to cooperate with the other and use its reasonable best efforts in good faith to take, or cause to be taken, all actions, and to do, or cause to be done, all things necessary, proper or desirable, or advisable on its part under this Agreement or under applicable Laws to consummate and make effective the Merger, the Bank Merger and the other transactions contemplated hereby as promptly as practicable, including the satisfaction of the conditions set forth in Article VI hereof.

5.04 *Company Shareholder Approval*. The Company agrees to take, in accordance with applicable Law and the Company Charter and the Company Bylaws, all action necessary to convene as soon as practicable after the Registration Statement is declared effective (and will in any event use reasonable best efforts to convene such meeting no later than forty-five (45) calendar days after the Registration Statement is declared effective), a special meeting or meetings of its shareholders duly called and held for such purposes (the “*Company Meeting*”) to consider and to obtain the Company Shareholder Approval. Subject to Section 5.06(c), the Company Board shall at all times prior to and during such special meeting recommend such approval and shall use its reasonable best efforts to solicit such approval by its shareholders (the “*Company Board Recommendation*”). Without limiting the generality of the foregoing, unless this Agreement has terminated in accordance with its terms, this Agreement and the Merger shall be submitted to the Company’s shareholders at the Company Meeting whether or not (x) the Company’s Board of Directors shall have effected a Company Change of Recommendation or (y) any Acquisition Proposal shall have been publicly proposed or announced or otherwise submitted to the Company or any of its advisors. The Company shall not, without the prior written consent of Parent, adjourn or postpone the Company Meeting; *provided* that the Company may, without the prior written consent of Parent, adjourn or postpone the Company Meeting (A) if, as of the time for which the Company Meeting is originally scheduled (as set forth in the Prospectus/Proxy Statement), there are insufficient shares of Company Common Stock represented (either in person or by proxy) to constitute a quorum necessary to conduct the business of the Company Meeting, (B) after consultation with Parent, if the failure to adjourn or postpone the Company Meeting would reasonably be expected to be a violation of applicable Law for the distribution of any required supplement or amendment to the Prospectus/Proxy Statement, or (C) after consultation with Parent, for a single period not to exceed ten (10) Business Days, to solicit additional proxies if necessary to obtain the Company Shareholder Approval. Parent may require the Company to adjourn, delay or postpone the Company Meeting once for a period not to exceed thirty (30) calendar days (but prior to the date that is four (4) Business Days prior to the End Date) to solicit additional proxies necessary to obtain the Company Shareholder Approval. Once the Company has established a record date for the

Company Meeting, the Company shall not change such record date or establish a different record date for the Company Meeting without the prior written consent of Parent, unless required to do so by applicable Law or the Company Charter or the Company Bylaws or in connection with a postponement or adjournment of the Company Meeting permitted by this Section 5.04. Without the prior written consent of Parent, approval of the principal terms of this Agreement and the transactions contemplated hereby (including the Merger) shall be the only matter (other than matters of procedure (including a customary adjournment proposal to solicit additional proxies if necessary to obtain the Company Shareholder Approval) and matters required by applicable Law to be voted on by the Company's shareholders in connection with the approval of this Agreement and the transactions contemplated hereby) that the Company shall propose to be acted on by the shareholders of the Company at the Company Meeting.

5.05 *Parent Stockholder Approval.* Parent agrees to take, in accordance with applicable Law and the Parent Charter and the Parent Bylaws, all action necessary to convene as soon as practicable after the Registration Statement is declared effective (and will in any event use reasonable best efforts to convene such meeting no later than forty-five (45) calendar days after the Registration Statement is declared effective), a special meeting or meetings of its stockholders duly called and held for such purposes (the "*Parent Meeting*") to consider and to obtain the Parent Stockholder Approval. The Parent Board shall at all times prior to and during such special meeting recommend such approval and shall use its reasonable best efforts to solicit such approval by its stockholders (the "*Parent Board Recommendation*").

5.06 *Registration Statement; Joint Proxy Statement; Change of Recommendation.*

(a) The Company and Parent shall prepare and file with the SEC the Prospectus/Proxy Statement (as defined below), and Parent shall prepare and file with the SEC the Registration Statement on Form S-4 to be filed with the SEC by Parent in connection with the issuance of shares of Parent Common Stock in the Merger (including the joint proxy statement and prospectus (the "*Prospectus/Proxy Statement*") constituting a part thereof, the "*Registration Statement*"), as promptly as practicable, and in any event within thirty (30) Business Days after the date hereof. Parent and the Company each shall use its reasonable best efforts to have the Registration Statement declared effective under the Securities Act as promptly as practicable after such filing, and promptly thereafter mail the Prospectus/Proxy Statement to the respective holders of Company Common Stock and Parent Common Stock. Parent shall reasonably promptly provide the Company with copies of any written comments and advise the Company of any oral comments with respect to the Registration Statement received from the SEC. Each Party shall cooperate and provide the other with a reasonable opportunity to review and comment on any amendment or supplement to the Registration Statement prior to filing such with the SEC.

(b) The Company and Parent each agrees, as to itself and its Subsidiaries, that (i) the Registration Statement will not, at the time the Registration Statement becomes effective under the Securities Act, contain any untrue statement of a material fact or omit to state any material fact required to be stated therein or necessary to make the statements therein, in light of the circumstances under which they were made, not misleading, in each case with respect to the information supplied or to be supplied by it or its Subsidiaries for inclusion or incorporation by

reference in the Registration Statement, and (ii) the Prospectus/Proxy Statement and any amendment or supplement thereto will not, at the date of mailing to Company shareholders and Parent stockholders and at the times of the Company Meeting and the Parent Meeting to be held in connection with the Merger, contain any untrue statement of a material fact or omit to state any material fact required to be stated therein or necessary in order to make the statements therein, in light of the circumstances under which they were made, not misleading, in each case with respect to the information supplied or to be supplied by it or its Subsidiaries for inclusion or incorporation by reference in the Prospectus/Proxy Statement. The Company and Parent will cause the Registration Statement to comply as to form in all material respects with the applicable provisions of the Securities Act and the rules and regulations thereunder. Each of the Company and Parent agrees that if such Party shall become aware prior to the Effective Time of any information furnished by such Party that would cause any of the statements in the Prospectus/Proxy Statement to be false or misleading with respect to any material fact, or that would result in an omission to state any material fact necessary to make the statements therein not false or misleading, to promptly inform the other Party thereof and to take the necessary steps to correct the Prospectus/Proxy Statement.

(c)

(i) The Company Board and each committee thereof shall not:

(A) except as expressly permitted by, and after compliance with, Section 5.06(c)(ii) hereof, withhold, withdraw, qualify or modify (or publicly propose or resolve to withhold, withdraw, qualify or modify), in a manner adverse to Parent, the Company Board Recommendation with respect to the Merger (a “*Company Change of Recommendation*”); or

(B) cause or permit the Company to enter into any letter of intent, memorandum of understanding, agreement in principle, acquisition agreement, merger agreement or other agreement (other than a confidentiality agreement referred to in Section 5.08 entered into in compliance with Section 5.08) (an “*Alternative Acquisition Agreement*”) relating to any Acquisition Proposal made to the Company.

(ii) Notwithstanding anything to the contrary set forth in this Agreement, prior to the time, but not after, the Company Shareholder Approval contemplated by this Agreement is obtained, the Company Board may withhold, withdraw or adversely modify the Company Board Recommendation or approve, recommend or otherwise declare advisable any Superior Proposal made to the Company after the date hereof that was not solicited, initiated, encouraged or facilitated in breach of this Agreement, if (A) an unsolicited bona fide written offer is made to the Company and is not withdrawn and the Company Board determines in good faith (after consultation with its financial advisor and outside counsel) that such Acquisition Proposal is a Superior Proposal, and (B) the Company Board determines in good faith, after consultation with outside counsel, that the failure to take such action would result in a violation of the directors’ fiduciary duties under applicable Law; *provided, however*, that no such Company Change of Recommendation may be made until after (I) at least five (5) Business Days following Parent’s receipt of notice from the Company advising that the Company Board intends to take such action and the basis therefor, including all necessary

information under Section 5.08 and (II) the Company has negotiated in good faith to permit Parent to modify this Agreement during such five (5) Business Day period. In determining whether to make a Company Change of Recommendation, the Company Board shall take into account any changes to the terms of this Agreement proposed by Parent and any other information provided by Parent in response to such notice. Any material amendment to any Acquisition Proposal will be deemed to be a new Acquisition Proposal for purposes of this Section 5.05, including with respect to the notice period referred to in this Section 5.05.

(d) The Parent Board and each committee thereof shall not withhold, withdraw, qualify or modify (or publicly propose or resolve to withhold, withdraw, qualify or modify), in a manner adverse to the Company, the Parent Board Recommendation with respect to the Merger (a “*Parent Change of Recommendation*”).

(e) Press Releases. The Company and Parent shall consult with each other before issuing any press release with respect to the Merger and this Agreement and (except with respect to a Company Change of Recommendation, subject to compliance with Section 5.06(c)) and shall not issue any such press release or make any such public statements without the prior consent of the other Party, which consent shall not be unreasonably withheld or delayed; *provided, however*, that a Party may, without the prior consent of the other Party (but after such consultation, to the extent practicable in the circumstances), issue such press release or make such public statements as may upon the advice of outside counsel be required by Law or the rules or regulations of NASDAQ or the SEC. The Company and Parent shall cooperate to develop all public announcement materials and make appropriate management available at presentations related to the transactions contemplated by this Agreement as reasonably requested by the other Party.

5.07 *Access; Information.*

(a) The Parties agree that upon reasonable notice and subject to applicable Laws relating to the exchange of information and in each case subject to the requirements that such requests or access shall not unreasonably interfere with the business or operations of the Party, it shall afford the other Party and its officers, employees, counsel, accountants and other authorized representatives reasonable access during normal business hours throughout the period prior to the Effective Time to its books, records (including Tax Returns and work papers of independent auditors), Contracts, properties and personnel and to such other information as such other Party may reasonably request (subject to compliance with all applicable Laws and commercially reasonable health and safety procedures imposed by such Party with respect to its and its Subsidiaries’ employees) and, during such period, the Parties shall furnish to the other Party promptly all information concerning its business, properties and personnel as the other Party may reasonably request.

(b) The Company agrees that, subject to applicable Laws, it shall cooperate in good faith with Parent on preparing for the development of mutually agreed operating issues to be implemented after the Effective Time, which the Parties agree have priority including assisting in developing and implementing plans for integration and conversion and other matters affecting branches, customers and back office operations.

(c) Each Party agrees that it will, and will cause its representatives to, hold any information obtained pursuant to this Section 5.07 in accordance with the terms of the Confidentiality Agreement, dated as of January 30, 2021 (the “*Confidentiality Agreement*”), between Parent and the Company.

(d) No investigation by either Party of the business and affairs of the other Party shall affect or be deemed to modify or waive any representation, warranty, covenant or agreement in this Agreement, or the conditions to such Party’s obligation to consummate the transactions contemplated by this Agreement.

(e) Notwithstanding anything in this Section 5.07 to the contrary, no Party shall be required to provide the other Party with access or disclose information where such access or disclosure would, in the reasonable opinion of such Party’s counsel, jeopardize the attorney-client privilege of the such Party, or contravene any binding Contract entered into by such Party prior to the date of this Agreement or any Law applicable to such Party. In the event any of the restrictions in this Section 5.07(e) shall apply, each Party shall use its commercially reasonable efforts to make appropriate alternate disclosure arrangements, including adopting additional specific procedures to protect the confidentiality of sensitive material and to ensure compliance with applicable Law.

5.08 *Acquisition Proposals.* The Company agrees that neither it nor any of its Subsidiaries nor any of their respective officers, directors, employees and Affiliates shall, and that it shall direct and use its reasonable best efforts to cause its and its Subsidiaries’ agents and representatives (including any financial advisor, attorney or accountant retained by it or acting on its behalf) not to, directly or indirectly, initiate, solicit, encourage or otherwise facilitate any inquiries or the making of any proposal or offer with respect to an Acquisition Proposal. The Company further agrees that neither it nor any of its Subsidiaries nor any of their respective officers, directors, employees and Affiliates shall, and that it shall direct and use its reasonable best efforts to cause its agents and representatives (including any financial advisor, attorney or accountant retained by it or acting on its behalf) not to, directly or indirectly, engage in any negotiations concerning, or provide any confidential information or data to, or have any discussions with, any Person relating to an Acquisition Proposal, or otherwise facilitate any effort or attempt to make or implement an Acquisition Proposal; *provided, however*, that nothing contained in this Agreement shall prevent the Company or the Company Board from (A) complying with Rule 14d-9 and Rule 14d-2 under the Exchange Act with respect to an Acquisition Proposal; *provided*, that such rules will in no way eliminate or modify the effect that any action pursuant to such rules would otherwise have under this Agreement; (B) at any time prior, but not after, the Company Shareholder Approval is obtained, providing information in response to a request therefor by a Person who has made an unsolicited bona fide written Acquisition Proposal if the Company receives from the Person so requesting such information an executed confidentiality agreement on terms not less restrictive in the aggregate to the other party than those contained in the Confidentiality Agreement; or (C) engaging in any negotiations or discussions with any Person who has made an unsolicited bona fide written Acquisition Proposal if and only to the extent that, in each such case referred to in clause (B) or (C) above, the Company Board determines in good faith (after consultation with outside legal counsel) that the failure to take such action would reasonably be expected to violate the directors’ fiduciary duties under applicable Law. The Company agrees that it will immediately cease and cause to be

terminated any existing activities, discussions or negotiations with any parties conducted heretofore with respect to any Acquisition Proposals. The Company agrees that it will take the necessary steps to promptly inform the individuals referred to in the first sentence hereof of the obligations undertaken in this Section 5.08. The Company agrees that it will notify Parent promptly, but in no event later than the next succeeding Business Day, if any such inquiries, proposals or offers are received by, any such information is requested from, or any such discussions or negotiations are sought to be initiated or continued with, any of its representatives, indicating, in connection with such notice, the name of such Person and the material terms and conditions of any proposal or offer and thereafter shall keep Parent informed, on a current basis, of the status and terms of any such proposals or offers and the status of any such discussions or negotiations.

5.09 *Certain Policies.* Immediately prior to the Effective Time and provided that Parent has confirmed in writing that all conditions to its obligations to effect the Merger have been satisfied or waived and that it is prepared to effect the Merger, the Company and PM Bank shall, consistent with GAAP, the rules and regulations of the SEC and the rules and regulations of the CDFPI, the Federal Reserve and applicable banking Law, modify or change its loan, other real estate owned, accrual, reserve, Tax, litigation and real estate valuation policies and practices (including loan classifications and levels of reserves) so as to be applied on a basis that is consistent with that of BoC Bank; *provided, however,* that unless the modification or changes would otherwise be necessary to be consistent with applicable Law or with regulatory accounting principles and GAAP, no such modification or change shall constitute or be deemed to be a breach, violation of or failure to satisfy any representation, warranty, covenant, agreement, condition or other provision of this Agreement or otherwise be considered in determining whether any such breach, violation or failure to satisfy shall have occurred, or as an admission or acknowledgement by the Company that any such modification or change is appropriate or required or that any financial statement or information previously provided by the Company was incorrect in any respect.

5.10 *Regulatory Applications.*

(a) Each of Parent and the Company shall cooperate and use their respective reasonable best efforts to prepare and file, or in the case of Parent cause to be filed, all documentation to effect all necessary notices, reports and other filings and to obtain all permits, consents, approvals and authorizations necessary or advisable to be obtained from any third parties and/or Governmental Authorities in order to consummate the Merger, the Bank Merger or any of the other transactions contemplated hereby; and any initial filings with Governmental Authorities shall be made by Parent as soon as reasonably practicable after the execution hereof and in any event within forty-five (45) calendar days of the date hereof. Subject to applicable Laws relating to the exchange of information, each of Parent and the Company shall have the right to review in advance, and to the extent practicable, each shall consult with the other on, all written information submitted to any third party and/or any Governmental Authority in connection with the Merger, the Bank Merger and the other transactions contemplated by this Agreement. In exercising the foregoing right, each of such Parties agrees to act reasonably and as promptly as practicable. Each Party hereto agrees that it shall consult with the other Party hereto with respect to the obtaining of all permits, consents, approvals and authorizations of all third parties and/or Governmental Authorities necessary or advisable to consummate the

transactions contemplated by this Agreement, and each Party shall keep the other Party apprised of the status of matters relating to completion of the transactions contemplated hereby (including promptly furnishing the other with copies of the non-confidential portions of notices or other communications received by Parent or the Company, as the case may be, from any third party and/or Governmental Authority with respect to the Merger, the Bank Merger and the other transactions contemplated by this Agreement, and, to the extent permitted by Law, providing descriptions of any oral communications from such Persons). Notwithstanding the foregoing, nothing contained herein shall be deemed to require Parent or any of its Subsidiaries to take any action, or commit to take any action, or agree to any condition or restriction, in connection with obtaining the foregoing permits, consents, approvals and authorizations of Governmental Authorities that would reasonably be likely, in each case following the Effective Time (but regardless when the action, condition or restriction is to be taken or implemented), to (i) have a Parent Material Adverse Effect (measured on a scale relative to the Company) or a Company Material Adverse Effect; or (ii) require Parent, BoC Bank or the Surviving Corporation or the surviving bank in the Bank Merger to raise additional capital in an amount that would materially reduce the economic benefits of the Merger to Parent or the holders of Parent Common Stock (including the Company shareholders in respect of shares of Parent Common Stock received by them in the Merger) (a “*Materially Burdensome Regulatory Condition*”).

(b) Each Party agrees, upon request, to furnish the other Party with all information concerning itself, its Subsidiaries, directors, officers and stockholders, as applicable, and such other matters as may be reasonably necessary or advisable in connection with any filing, notice or application made by or on behalf of such other Party to any third party and/or Governmental Authority.

5.11 *Indemnification; Director’s and Officer’s Insurance.*

(a) Parent agrees that from and after the Effective Time, Parent and the Surviving Corporation will indemnify and hold harmless each present and former director and officer of the Company (each, an “*Indemnified Party*” and, collectively, the “*Indemnified Parties*”) against all costs or expenses (including reasonable attorneys’ fees), judgments, fines, losses, claims, damages or liabilities incurred in connection with any claim, action, suit, proceeding or investigation, whether civil, criminal, administrative or investigative, arising out of actions or omissions occurring at or prior to the Effective Time (including the transactions contemplated by this Agreement) (each a “*Claim*”), whether asserted or claimed prior to, at or after the Effective Time, to the fullest extent permitted under applicable Law (and Parent or the Surviving Corporation shall also advance expenses as incurred to the fullest extent permitted under applicable Law; *provided, however*, the Person to whom expenses are advanced provides an undertaking to repay such advances if it is ultimately determined that such Person is not entitled to indemnification). Further, the Surviving Corporation shall assume, perform and observe the obligations of the Company under any agreements in effect as of the date of this Agreement to indemnify those Persons who are or have at any time been directors and officers of the Company for their acts and omissions occurring at or prior to the Effective Time in their capacity as officers or directors.

(b) Any Indemnified Party wishing to claim indemnification under paragraph (a) of this Section 5.11, upon learning of any such claim, action, suit, proceeding or

investigation, shall promptly notify Parent or the Surviving Corporation thereof, but the failure to so notify shall not relieve Parent or the Surviving Corporation of any liability it may have to such Indemnified Party if such failure does not materially prejudice Parent or the Surviving Corporation. In the event of any such claim, action, suit, proceeding or investigation (whether arising before or after the Effective Time), (i) Parent or the Surviving Corporation shall have the right to assume the defense thereof and Parent and the Surviving Corporation shall not be liable to such Indemnified Party for any legal expenses or other counsel or any other expenses subsequently incurred by such Indemnified Party in connection with the defense thereof; *provided, however*, that none of Parent or the Surviving Corporation shall settle, compromise or consent to the entry of any judgment in any Claim for which indemnification has been sought by an Indemnified Party hereunder, unless such settlement, compromise or consent includes an unconditional release of such Indemnified Party from all liability arising out of such Claim or such Indemnified Party otherwise consents in writing to such settlement, compromise or consent, (ii) the Indemnified Party will cooperate in the defense of any such matter and (iii) Parent and the Surviving Corporation shall not be liable for any settlement effected without its prior written consent; *provided, however*, that Parent and the Surviving Corporation shall not have any obligation hereunder to any Indemnified Party if and when a court of competent jurisdiction shall ultimately determine, and such determination shall have become final, that the indemnification of such Indemnified Party in the manner contemplated hereby is prohibited by applicable Law.

(c) Parent shall or, with the prior written consent of Parent, the Company may, purchase, at or prior to the Effective Time, a six (6)-year prepaid “tail” policy on terms and conditions providing substantially equivalent benefits as the current policies of the directors’ and officers’ liability insurance maintained by the Company and its Subsidiaries with respect to matters arising at or prior to the Effective Time, covering without limitation the Merger and the other transactions contemplated hereby, at an aggregate cost up to but not exceeding 250% of the current annual premium for such insurance. If such prepaid “tail” policy has been obtained prior to the Effective Time, Parent shall cause such policy to be maintained in full force and effect, for its full term, and cause all obligations thereunder to be honored by the Surviving Corporation, and no other party shall have any further obligation to purchase or pay for insurance pursuant to this Section 5.11.

(d) If the Surviving Corporation or any of its successors or assigns shall (i) consolidate with or merge into any other corporation or entity and shall not be the continuing or surviving corporation or entity of such consolidation or merger or (ii) transfer all or substantially all of its properties and assets to any other Person, then, and in each case, proper provision shall be made so that the successors and assigns of the Surviving Corporation shall assume the obligations set forth in this Section 5.11.

5.12 *Benefit Plans.*

(a) From the Effective Time through the first anniversary thereof, Parent shall provide, or cause to be provided, to each of the employees of the Company and its Subsidiaries as of immediately prior to the Effective Time who continue employment with Parent or any of its Subsidiaries following the Effective Time (such employees “*Continuing Employees*”) with a base salary or base wage, cash incentive opportunities and pension and welfare opportunities (excluding equity and long term incentive compensation) that are substantially comparable in the

aggregate to those that are generally made available to similarly situated employees of Parent and its Subsidiaries, and severance benefits that are the greater of the severance benefits as set forth in Schedule 5.12(a) and any severance benefits that are generally made available to similarly situated employees of Parent and its Subsidiaries.

(b) Parent will use commercially reasonable efforts to cause each of its employee benefit and compensation plans to take into account, for purposes of eligibility, vesting, levels of benefits and benefit accrual thereunder, the service of the Continuing Employees with the Company and its Subsidiaries (including any predecessor entities) as if such service were with Parent, to the same extent that such service was credited under a comparable plan of the Company or any of its Subsidiaries (except to the extent it would result in a duplication of benefits for the same period of service and other than for benefit accrual purposes under any defined benefit pension plan of Parent or its Subsidiaries and for purposes of qualifying for subsidized early retirement benefits).

(c) From and after the Effective Time, without limiting the generality of Section 5.12(a), with respect to each Continuing Employee (and their beneficiaries) Parent shall use commercially reasonable efforts to cause each life, disability, medical, dental or health plan of Parent or its Subsidiaries in which each such Continuing Employee becomes eligible to participate to (i) waive any preexisting condition limitations to the extent such conditions were covered under the applicable life, disability, medical, dental or health plans of the Company or any of its Subsidiaries, (ii) provide full credit under medical, dental and health plans for any deductibles, co-payment and out-of-pocket expenses incurred by the Continuing Employees (and their beneficiaries) under analogous plans of the Company or any of its Subsidiaries prior to the Effective Time during the portion of the applicable plan year prior to participation, and (iii) waive any waiting period limitation, actively-at-work requirement or evidence of insurability requirement that would otherwise be applicable to such Continuing Employees and their beneficiaries on or after the Effective Time to the extent such employee or beneficiary had satisfied any similar limitation or requirement under an analogous plan prior to the Effective Time.

(d) Prior to the Effective Time, if requested by Parent in writing no later than ten (10) days prior to the Effective Time, to the extent permitted by applicable Law and the terms of the applicable plan or arrangement, the Company shall cause the Company's 401(k) plan (the "*Company 401(k) Plan*") to be terminated effective immediately prior to the Effective Time. In the event that Parent requests that the Company 401(k) Plan be terminated, the Company shall provide Parent with evidence that such Company 401(k) Plan has been terminated (the form and substance of which shall be subject to review and approval by Parent, such approval not to be unreasonably withheld) not later than the day immediately preceding the Effective Time; *provided, however*, that the effectiveness of such termination may be conditioned on the consummation of the Merger. As soon as administratively practicable following the Effective Time and consistent with the Company 401(k) Plan's normal distribution procedures, all Continuing Employees shall be eligible to receive, at their election, a distribution of their entire account balance from the Company 401(k) Plan. Following the Effective Time, Parent shall use commercially reasonable efforts to provide that a defined contribution qualified retirement plan with a cash or deferred arrangement established and maintained by Parent or its Affiliates shall accept rollovers of such distributions and participant loans by the Continuing Employees that

elect such rollovers from the Company 401(k) Plan. The Parties agree to cooperate as reasonably necessary so as not to place any participant 401(k) loan with respect to a Continuing Employee's rollover account into default during the period from the Effective Time until the rollover is completed; provided, that such employee continues making loan repayments on a timely basis during such period as may be required to prevent a loan default.

(e) To the extent any Benefit Plan limits the amount paid or payable (whether in cash, in property, or in the form of benefits) by the Company or any of its Subsidiaries in connection with the transactions contemplated hereby (either solely as a result thereof or as a result of such transactions in conjunction with any other event) in order to preclude such amount from being considered an "excess parachute payment" within the meaning of Section 280G of the Code, the Company shall not waive any such limitation or amend any such Benefit Plan to eliminate or materially alter such limitation.

(f) Prior to making any written or oral communications to a broad-based group of the officers or employees of the Company or any of its Subsidiaries pertaining to compensation or benefits matters that are materially affected by the transactions contemplated by this Agreement, the Company shall provide Parent with a copy of the intended communication, Parent shall have a reasonable period of time to review and comment on the communication, and the Company shall consider any such comments in good faith.

(g) Notwithstanding any other provision of this Agreement, nothing contained in this Section 5.12 shall (i) be deemed to be the adoption of, or an amendment to, any employee benefit plan, program, arrangement, contract or practice, or otherwise limit the right of the Company, Parent or their respective Affiliates, to amend, modify or terminate any employee benefit plan, program, arrangement, contract or practice or (ii) give any third party any right to enforce the provisions of this Section 5.12.

5.13 *Notification of Certain Matters.* Each of the Company and Parent shall give prompt notice to the other of any fact, event or circumstance known to it that (i) is reasonably likely, individually or taken together with all other facts, events and circumstances known to it, to result in a Company Material Adverse Effect or Parent Material Adverse Effect, as the case may be, or to prevent, materially delay or materially impair the ability of the Company or Parent, as the case may be, to consummate the transactions contemplated by this Agreement or (ii) would cause or constitute a material breach of any of its representations, warranties, covenants or agreements contained herein. Additionally, the Company shall promptly notify Parent in the event that (i) any Loan not otherwise listed on Schedule 4.02(t)(v) of the Company Disclosure Schedule and which has an aggregate principal balance in excess of \$1,000,000 becomes a Criticized Loan or (ii) it charges off any amounts outstanding in respect of any Loan in an aggregate amount of \$500,000 or greater.

5.14 *Third-Party Agreements.*

(a) The Parties shall use their reasonable best efforts to obtain (i) the consents or waivers required to be obtained from any third parties in connection with the Merger, the Bank Merger and the other transactions contemplated hereby (in such form and content as mutually agreed by the Parties) promptly after the date of this Agreement and (ii) the cooperation

of such third parties (including at Parent's request, with respect to the termination of Contracts following the Effective Time) to effect a smooth transition in accordance with the Parties' timetable at or after the Effective Time.

(b) Without limiting the generality of Section 5.14(a), each of the Parties shall use all reasonable efforts to provide data processing, item processing and other processing support or outside contractors to assist in performing all tasks reasonably required to result in a successful conversion of the data and other files and records of the Company and its Subsidiaries to Parent's production environment, in such a manner sufficient to ensure that a successful conversion will occur at the time (on or after the Effective Time) mutually agreed by the Parties, subject to any applicable Laws, including Laws regarding the exchange of information and other Laws regarding competition. Among other things, the Company shall:

(i) reasonably cooperate with Parent to establish a mutually agreeable project plan to effectuate the conversion;

(ii) use its commercially reasonable efforts to have the Company's outside contractors continue to support both the conversion effort and its ongoing needs until the conversion can be established;

(iii) provide, or use its commercially reasonable efforts to obtain from any outside contractors, all data or other files and layouts reasonably requested by Parent for use in planning the conversion, as soon as reasonably practicable;

(iv) provide reasonable access to the Company's personnel and facilities and, with the consent of its outside contractors, its outside contractors' personnel and facilities, to enable the conversion effort to be completed on schedule; and

(v) give notice of termination, conditioned upon the completion of the transactions contemplated by this Agreement, of the Contracts of outside data, item and other processing contractors or other third-party vendors to which the Company or any of its Subsidiaries are bound when directed to do so by Parent.

(c) Parent agrees that all actions taken pursuant to this Section 5.14 shall be taken in a manner intended to minimize disruption to the customary business activities of the Company and its Subsidiaries.

5.15 *Closing Financial Statements.* At least eight (8) Business Days prior to the Effective Time of the Merger, the Company shall provide Parent with the Company's consolidated financial statements presenting the financial condition of the Company and its Subsidiaries as of the close of business on the last day of the last month ended prior to the Effective Time of the Merger and the Company's consolidated results of operations for the period from January 1, 2021 through the close of business on the last day of the last month ended prior to the Effective Time of the Merger (the "*Closing Financial Statements*"); *provided, however,* that if the Effective Time of the Merger occurs on or before the fifteenth (15th) Business Day of the month, the Company shall have provided consolidated financial statements as of and through the second month preceding the Effective Time of the Merger. Such financial statements shall have been prepared in accordance with GAAP and regulatory accounting

principles and other applicable legal and accounting requirements, and reflect all period-end accruals and other adjustments. Such financial statements shall be accompanied by a certificate of the Company's chief financial officer, dated as of the Effective Time, to the effect that such financial statements continue to reflect accurately, as of the date of the certificate, the financial condition of the Company in all material respects. Such Closing Financial Statements shall also reflect accruals for all Professional Fees incurred or expected to be incurred (whether or not doing so is in accordance with GAAP) and shall be accompanied by a certificate of the Company's chief financial officer, dated as of the Effective Time, to the effect that such financial statements meet the requirements of this Section 5.15.

5.16 *NASDAQ and NYSE Matters.* Prior to the Closing Date, the Company shall cooperate with Parent and use reasonable efforts to take, or cause to be taken, all actions, and do or cause to be done all things, reasonably necessary, proper or advisable on its part under applicable Laws and rules and policies of NASDAQ to enable the delisting of the shares of Company Common Stock from NASDAQ and the deregistration of the shares of Company Common Stock under the Exchange Act as promptly as practicable after the Effective Time. Prior to the Closing Date, Parent shall file with the NYSE any required notices or forms with respect to the shares of Parent Common Stock to be issued in the Merger.

5.17 *Section 16 Matters.* Each of the Company Board and the Parent Board shall, prior to the Effective Time, take all such actions as may be necessary or appropriate pursuant to Rule 16b-3(d) and Rule 16b-3(e) under the Exchange Act to exempt the conversion of shares of Company Common Stock into shares of Parent Common Stock pursuant to the terms of this Agreement by officers and directors of the Company subject to the reporting requirements of Section 16(a) of the Exchange Act or by employees of the Company who may become an officer or director of Parent subject to the reporting requirements of Section 16(a) of the Exchange Act. In furtherance of the foregoing, prior to the Effective Time, (i) the Company Board shall adopt resolutions that specify (A) the name of each individual whose disposition of shares of Company Common Stock (including Company Equity Awards) is to be exempted, (B) the number of shares of Company Common Stock (including Company Equity Awards) to be disposed of by each such individual and (C) that the approval is granted for purposes of exempting the disposition from Section 16(b) of the Exchange Act under Rule 16b-3(e) of the Exchange Act and (ii) the Parent Board shall adopt resolutions that specify (A) the name of each individual whose acquisition of shares of Parent Common Stock is to be exempted, (B) the number of shares of Parent Common Stock to be acquired by each such individual and (C) that the approval is granted for purposes of exempting the acquisition from Section 16(b) of the Exchange Act under Rule 16b-3(d) of the Exchange Act. Each Party shall provide to counsel of the other Party for its review (x) copies of such resolutions to be adopted by the respective boards of directors prior to such adoption and (y) copies of such resolutions as adopted, and each Party shall provide the other Party with such information as shall be reasonably necessary for the other Party's board of directors to set forth the information required in the resolutions of such board of directors.

5.18 *Takeover Statute.* At all times prior to the Effective Time, the Company shall: (a) take all reasonable action necessary to ensure that no Takeover Statute is or becomes applicable to this Agreement or the transactions contemplated hereby and thereby, including the Merger; and (b) if any Takeover Statute becomes applicable to this Agreement or the

transactions contemplated hereby or thereby, including the Merger, take all reasonable action necessary to ensure that the transactions contemplated by this Agreement, including the Merger, may be consummated as promptly as practicable on the terms contemplated hereby and otherwise to minimize the effect of such Takeover Statute on this Agreement or the transactions contemplated hereby, including the Merger.

5.19 *Bank Merger.* Promptly after the Merger, the Bank Merger will occur, with BoC Bank as the surviving bank. The Parties agree that the Bank Merger will become effective immediately after the Effective Time. In furtherance of the foregoing, the Parties shall execute and cause to be filed applicable articles or certificates of merger and such other documents as are necessary to make the Bank Merger effective (the “*Bank Merger Certificates*”) immediately following the Effective Time. The effect of the Bank Merger shall be as provided in the National Bank Act and the rules and regulations of the OCC and § 4887 of the CFC, including any regulations or rules promulgated thereunder.

5.20 *Trust Preferred Securities.* Upon the Effective Time, Parent shall assume the due and punctual performance and observance of the covenants to be performed by the Company under the indentures and guarantee agreements listed on Section 5.20 of the Company Disclosure Schedule relating to the trust capital securities issued by various trust business subsidiaries of the Company and assumed by the Company (collectively, the “*Trust Preferred Securities*”) and the due and punctual payment of the principal of and premium, if any, and interest on the Trust Preferred Securities. In connection therewith, Parent and the Company shall execute and deliver any supplemental indentures or other documents required to make such assumptions effective and shall provide any opinion of counsel to the trustee thereof if requested.

5.21 *Parent’s Board of Directors.* Prior to the Effective Time, Parent’s Nominating and Governance Committee shall recommend to the Parent Board two (2) Persons from the Company Board to serve on the Parent Board effective at the Effective Time. Each such Person shall have been an active member of the Company Board as of September 30, 2020 through the Effective Time and shall be qualified as an “independent” director of Parent under applicable NYSE rules and otherwise meet any qualifications under the Parent Bylaws and applicable Laws. Upon approval of such Persons by the Parent Board (such approval not to be unreasonably withheld), such directors shall be invited to join the Parent Board and the board of directors of BoC Bank effective as of the Effective Time, and Parent, through the Parent Board and subject to the Parent Board’s fiduciary duties to the stockholders of Parent, shall take all necessary action to nominate such directors for election to the Parent Board in the proxy statement relating to the first annual meeting of the stockholders of Parent following the Effective Time.

5.22 *Tax Matters.* It is intended that the Merger shall constitute a reorganization pursuant to Section 368(a) of the Code, and that this Agreement shall constitute a “plan of reorganization” as that term is used in Sections 354 and 361 of the Code and Treasury Regulation Section 1.368-2(g). From and after the date of this Agreement and until the Effective Time, each Party hereto shall use commercially reasonable efforts to cause the Merger to qualify as a reorganization pursuant to Section 368(a) of the Code, and each of the Parties shall use its commercially reasonable efforts to obtain the opinions referred to in Sections 6.02(e) and 6.03(f). Each of the Parties agrees to prepare and file all U.S. federal income Tax Returns in accordance

with this Section 5.22 and shall not take any position inconsistent therewith in the course of any audit, litigation, or other legal proceeding with respect to U.S. federal income Taxes; provided that nothing contained in this Section 5.22 shall prevent any Party from settling any proposed deficiency or adjustment by any Governmental Authority based upon or arising out of such treatment, and no Party shall be required to litigate before any court any proposed deficiency or adjustment by any Governmental Authority challenging such treatment.

ARTICLE 6

CONDITIONS TO CONSUMMATION OF THE MERGER

6.01 *Conditions to Each Party's Obligation to Effect the Merger.* The respective obligation of each Party to effect the Merger is subject to the satisfaction or written waiver at or prior to the Effective Time of each of the following conditions:

(a) Shareholder Approval. The Company shall have obtained the Company Shareholder Approval and Parent shall have obtained the Parent Stockholder Approval.

(b) No Injunction. No Governmental Authority of competent jurisdiction shall have enacted, issued, promulgated, enforced or entered any Law (whether temporary, preliminary or permanent) that is in effect and restrains, enjoins or otherwise prohibits consummation of the Merger, the Bank Merger or the other transactions contemplated by this Agreement (collectively, an "*Order*").

(c) Registration Statement. The Registration Statement shall have become effective under the Securities Act. No stop order suspending the effectiveness of the Registration Statement shall have been issued, and no proceedings for that purpose shall have been initiated or be threatened, by the SEC.

6.02 *Conditions to Obligation of the Company.* The obligation of the Company to consummate the Merger is also subject to the fulfillment or written waiver prior to the Effective Time of each of the following additional conditions:

(a) Representations and Warranties. (i) The representations and warranties of Parent set forth in Section 4.03, after giving effect to Section 4.01 and the lead-in to Section 4.03, shall be true and correct as of the date of this Agreement and as of the Closing Date as though made at and as of the Closing Date (except that representations and warranties that by their terms speak as of the date of this Agreement or some other date shall be true and correct as of such date) and (ii) the Company shall have received a certificate signed on behalf of Parent by an executive officer of Parent, dated as of the Closing Date, to such effect.

(b) Performance of Obligations of Parent. Parent shall have performed in all material respects all obligations required to be performed by it under this Agreement at or prior to the Effective Time, and the Company shall have received a certificate signed by an executive officer of Parent, dated as of the Closing Date, to such effect.

(c) Regulatory Approvals. (i) All consents, registrations, approvals, permits and authorizations required to be obtained prior to the Effective Time by the Company or Parent or any of their respective Subsidiaries from the Federal Reserve Board and the OCC which are necessary to consummate the Merger and the Bank Merger, and (ii) any other consents, registrations, approvals, permits and authorizations from any Governmental Authority the failure of which to be obtained is reasonably likely to have, individually or in the aggregate, a Parent Material Adverse Effect (measured on a scale relative to the Company) or a Company Material Adverse Effect shall have been made or obtained (as the case may be) and shall remain in full force and effect and all statutory waiting periods in respect thereof shall have expired.

(d) No Material Adverse Effect. Since the date hereof, no event shall have occurred or circumstance arisen that, individually or taken together with all other facts, circumstances or events, has had or is reasonably likely to have a Parent Material Adverse Effect.

(e) Tax Opinion. The Company shall have received the opinion of Sheppard, Mullin, Richter & Hampton LLP, counsel to the Company, dated the Closing Date, to the effect that, on the basis of facts, representations and assumptions set forth or referred to in such opinion, the Merger will qualify for United States federal income Tax purposes as a reorganization within the meaning of Section 368(a) of the Code. In rendering its opinion, Sheppard, Mullin, Richter & Hampton LLP may require and rely upon representations contained in letters from each of the Company and Parent.

6.03 *Conditions to Obligation of Parent.* The obligation of Parent to consummate the Merger is also subject to the fulfillment or written waiver by Parent prior to the Effective Time of each of the following conditions:

(a) Representations and Warranties. (i) The representations and warranties of the Company set forth in Section 4.02, after giving effect to Section 4.01 and the lead-in to Section 4.02, shall be true and correct as of the date of this Agreement and as of the Closing Date as though made at and as of the Closing Date (except that representations and warranties that by their terms speak as of the date of this Agreement or some other date shall be true and correct as of such date) and (ii) Parent shall have received a certificate signed on behalf of the Company by an executive officer of the Company, dated as of the Closing Date, to such effect.

(b) Performance of Obligations of the Company. The Company shall have performed in all material respects all obligations required to be performed by it under this Agreement at or prior to the Effective Time, and Parent shall have received a certificate signed on behalf of the Company by an executive officer of the Company, dated as of the Closing Date, to such effect.

(c) Regulatory Approvals. (i) All consents, registrations, approvals, permits and authorizations required to be obtained prior to the Effective Time by the Company or Parent or any of their respective Subsidiaries from the Federal Reserve Board and the OCC which are necessary to consummate the Merger and the Bank Merger and (ii) any other consents, registrations, approvals, permits and authorizations from any Governmental Authority the failure of which to be obtained is reasonably likely to have, individually or in the aggregate, a Parent

Material Adverse Effect (measured on a scale relative to the Company) or a Company Material Adverse Effect shall have been made or obtained (as the case may be) and shall remain in full force and effect and all statutory waiting periods in respect thereof shall have expired, and none of such consents, registrations, approvals, permits and authorizations shall contain any Materially Burdensome Regulatory Condition.

(d) Shareholders' Equity. As of the last business day of the month reflected in the Closing Financial Statements (the "*Shareholders' Equity Measuring Date*"), the sum of the Adjusted Shareholders' Equity and the Company's ALLL shall not be less than the sum of (i) the Company's ALLL as of December 31, 2020, (ii) the greater of (A) Adjusted Shareholders' Equity as of December 31, 2020 or (B) Adjusted Shareholders' Equity as of March 31, 2021 less \$1,525,000 and (iii) any recoveries collected by the Company between the date of this Agreement and the Shareholders' Equity Measuring Date, in each case as determined in accordance with GAAP. For purposes of this Section 6.03(d), "*Adjusted Shareholders' Equity*" means the consolidated equity of the Company as set forth in the Company's Annual Report on Form 10-K for the year ended December 31, 2020, the Company's Quarterly Report on Form 10-Q for the quarter ended March 31, 2021 or the Closing Financial Statements, as applicable, minus any unrealized gains or plus any unrealized losses (as the case may be) in the Company's securities portfolio due to mark-to-market adjustments as of applicable date of such financial statements, and adding the sum of (w) all amounts paid or accrued in connection with any actions taken pursuant to Section 5.09 to the extent that such actions were not necessary to bring the Company into conformity with GAAP or any applicable Law of any Governmental Authority, (x) all fees and expenses of all attorneys, accountants, investment bankers and other advisors and agents ("*Advisors*") for the Company for services rendered solely in connection with the transactions contemplated by this Agreement (collectively, "*Professional Fees*") paid by the Company prior to the Effective Time and which do not exceed in the aggregate \$3,700,000 (exclusive of reasonable costs incurred or advanced by such Advisors); (y) attorneys' fees arising directly and exclusively from any actions, claims, suits or hearings brought by the Company's shareholders with respect to this Agreement or the transactions contemplated hereby; and (z) any amounts payable by the Company in connection with the cancellation of Company Equity Awards pursuant to Section 3.04, and any costs associated with the termination of employee benefit plans or programs (inclusive of any severance compensation paid or to be paid as provided herein) or any retention bonuses paid in accordance with this Agreement, and any costs incurred in connection with the termination of Contracts pursuant to Section 5.14.

(e) No Material Adverse Effect. Since the date hereof, no event shall have occurred or circumstance arisen that, individually or taken together with all other facts, circumstances or events, has had or is reasonably likely to have a Company Material Adverse Effect.

(f) Tax Opinion. Parent shall have received the opinion of Sullivan & Cromwell LLP, counsel to Parent, dated the Closing Date, to the effect that, on the basis of facts, representations and assumptions set forth or referred to in such opinion, the Merger will qualify for United States federal income Tax purposes as a reorganization within the meaning of Section 368(a) of the Code. In rendering its opinion, Sullivan & Cromwell LLP may require and rely upon representations contained in letters from each of the Company and Parent.

ARTICLE 7

TERMINATION

7.01 *Termination.* This Agreement may be terminated and the Merger may be abandoned:

(a) at any time prior to the Effective Time, whether before or after the Company Shareholder Approval or Parent Stockholder Approval, by action of the board of directors of either Parent or the Company, in the event that both Parties mutually consent in writing to terminate the Agreement;

(b) at any time prior to the Effective Time, whether before or after the Company Shareholder Approval or Parent Stockholder Approval, by action of the board of directors of either Parent or the Company, in the event that the Merger is not consummated by December 31, 2021 (the “*End Date*”); *provided* that the End Date may be extended to March 31, 2022 by either Parent or the Company by written notice to the other party if the Closing shall not have occurred by such date, and on such date the conditions set forth in Section 6.02(c) and Section 6.03(c) have not been satisfied or waived and each of the other conditions to consummation of the Merger set forth in ARTICLE 6 has been satisfied, waived or remains capable of being satisfied, except to the extent that the failure of the Merger then to be consummated arises out of or results from the knowing action or inaction of the Party seeking to terminate pursuant to this Section 7.01(b) which action or inaction is in violation of its obligations under this Agreement;

(c) at any time prior to the Effective Time, whether before or after the Company Shareholder Approval or Parent Stockholder Approval, by action of the board of directors of either Parent or the Company if (i) the approval of any Governmental Authority required for consummation of the Merger, the Bank Merger or the other transactions contemplated by this Agreement shall have been denied by final and nonappealable action of such Governmental Authority, or an application thereof shall have been permanently withdrawn by mutual agreement of Parent and the Company at the request or suggestion of a Governmental Authority, or (ii) either the Company Shareholder Approval or the Parent Stockholder Approval is not obtained at the duly convened Company Meeting or Parent Meeting (including any adjournments or postponements of such meetings), as applicable;

(d) at any time prior to the Effective Time, whether before or after the Company Shareholder Approval or the Parent Stockholder Approval, by action of the Company Board if there has been a breach of any representation, warranty, covenant or agreement made by Parent, such that if continuing on the Closing Date, one of Sections 6.02(a) or 6.02(b) would not be satisfied and such breach or condition is not curable or, if curable, is not cured within thirty (30) calendar days after written notice thereof is given by the Company (or such shorter period as remaining prior to the End Date); *provided* that the Company is not then in material breach of any representation, warranty, covenant or agreement;

(e) at any time prior to the Effective Time, whether before or after the Company Shareholder Approval or the Parent Stockholder Approval, by action of the Parent

Board if there has been a breach of any representation, warranty, covenant or agreement made by the Company, such that if continuing on the Closing Date, one of Section 6.03(a) or 6.03(b) would not be satisfied and such breach or condition is not curable or, if curable, is not cured within thirty (30) calendar days after written notice thereof is given by Parent (or such shorter period as remaining prior to the End Date); *provided* that Parent is not then in material breach of any representation warranty, covenant or agreement; and

(f) at any time prior to the Company Shareholder Approval, by action of the Parent Board, in the event (A) the Company shall have breached in any material respect Section 5.08; (B) the Company Board shall have effected a Company Change of Recommendation; (C) at any time after the end of ten (10) Business Days following receipt of an Acquisition Proposal, the Company Board shall have failed to reaffirm its Company Board Recommendation as promptly as practicable (but in any event within five (5) Business Days) after receipt of any written request to do so by Parent; or (D) a tender offer or exchange offer for outstanding shares of Company Common Stock shall have been publicly disclosed (other than by Parent or an Affiliate of Parent) and the Company Board recommends that its shareholders tender their shares in such tender or exchange offer or, within ten (10) Business Days after the commencement of such tender or exchange offer, the Company Board fails to recommend unequivocally against acceptance of such offer.

7.02 *Effect of Termination and Abandonment.*

(a) In the event of termination of this Agreement and the abandonment of the Merger pursuant to this Article VII, this Agreement shall become void and of no effect with no liability or further obligation of any kind on the part of any Party (or of any of its directors, officers, employees, agents, legal and financial advisors or other representatives), except (i) as provided in Section 7.02(b) and (ii) that no such termination shall relieve any party hereto of any liability or damages resulting from any willful and intentional breach of this Agreement.

(b) (i) The Company shall pay a termination fee of \$8,500,000 (the “*Termination Fee*”) to Parent payable by wire transfer of immediately available funds to an account specified by Parent in the event of any of the following:

(A) in the event that (1) a bona fide Acquisition Proposal shall have been made to the Company or its shareholders generally or any Person shall have publicly announced an intention (whether or not conditional) to make an Acquisition Proposal with respect to the Company; (2) thereafter this Agreement is terminated by either Parent or the Company pursuant to (x) Section 7.01(b) for failure of the Merger to be consummated by the End Date or (y) Section 7.01(c)(ii), and, in either case, the Company Shareholder Approval has not been obtained; and (3) within twelve (12) months of the termination of this Agreement, the Company enters into a definitive agreement with respect to or consummates an Acquisition Proposal; *provided*, that for purposes of this Section 7.02(b)(i)(A), the references to “15%” in the definition of “Acquisition Proposal” shall instead refer to “50%”; or

(B) this Agreement is terminated by Parent pursuant to Section 7.01(f).

(ii) Any Termination Fee required by this Section 7.02 shall be paid promptly, but in no event later than two (2) Business Days after the date of termination; *provided* that with respect to clause (A) above, the Termination Fee shall be paid immediately prior to the Company's entering into a definitive agreement with respect to, or consummation of, an Acquisition Proposal.

(c) The Company acknowledges that the agreements contained in paragraph (b) above are an integral part of the transactions contemplated by this Agreement, and that without such agreements Parent would not have entered into this Agreement, and that such amounts do not constitute a penalty. If the Company fails to promptly pay Parent any amounts due under paragraph (b) above within the time period specified therein, the Company shall pay all costs and expenses (including attorneys' fees) incurred by Parent from the date such amounts were required to be paid in connection with any action, including the filing of any lawsuit, taken to collect payment of such amounts, together with interest on the amount of any such unpaid amounts at the publicly announced prime rate of interest printed in *The Wall Street Journal* on the date such payment was required to be made.

ARTICLE 8

MISCELLANEOUS

8.01 *Survival.* This Article VIII and the agreements of the Company and Parent contained in Sections 5.11, 5.12 and 5.21 shall survive the consummation of the Merger. This Article VIII, the agreements of the Company and Parent contained in Sections 5.07(c) and 7.02 shall survive the termination of this Agreement. All other representations, warranties, covenants and agreements in this Agreement shall not survive the consummation of the Merger or the termination of this Agreement.

8.02 *Waiver; Amendment.* Prior to the Effective Time, any provision of this Agreement may be (i) waived in whole or in part by the Party benefited by the provision or by both Parties or (ii) amended or modified at any time, by an agreement in writing between the Parties hereto executed in the same manner as this Agreement, except that after the Company Shareholder Approval is obtained, this Agreement may not be amended if it would reduce the aggregate value of the consideration to be received by the Company shareholders in the Merger without any subsequent approval by such shareholders or be in violation of applicable Law.

8.03 *Counterparts.* This Agreement may be executed in one or more counterparts (including by facsimile), each of which shall be deemed to constitute an original, but all of which together shall constitute one and the same instrument.

8.04 *Governing Law and Venue.* Except to the extent the Laws of the State of Maryland or the Laws of the State of California are mandatorily applicable to the Merger, in which case the Laws of the State of Maryland or of the State of California, as applicable, shall govern, this Agreement shall be deemed to be made in and in all respects shall be interpreted, construed and governed by and in accordance with the Laws of the State of New York, without regard to the conflict of law principles thereof. The Parties hereby irrevocably submit to the jurisdiction of the federal courts of the United States of America located in the Borough of

Manhattan of The City of New York (provided, however, that if such federal court does not have jurisdiction over any action, such action shall be heard and determined exclusively in any New York state court located in New York County), solely in respect of the interpretation and enforcement of the provisions of this Agreement and the other documents referred to in this Agreement, and in respect of the transactions contemplated hereby and thereby, and hereby waive, and agree not to assert, as a defense in any action, suit or proceeding for the interpretation or enforcement hereof or of any such documents, that it is not subject thereto or that such action, suit or proceeding may not be brought or is not maintainable in said courts or that the venue thereof may not be appropriate or that this Agreement and any such document may not be enforced in or by such courts, and the Parties hereto irrevocably agree that all claims with respect to such action or proceeding shall be heard and determined in such New York state or federal court. The Parties hereby consent to and grant any such court jurisdiction over the person of such Parties and over the subject matter of such dispute and agree that mailing of process or other papers in connection with any such action or proceeding in the manner provided in Section 8.07 or in such other manner as may be permitted by Law, shall be valid and sufficient service thereof.

8.05 *Waiver of Jury Trial.* The Parties acknowledge and agree that any controversy which may arise under this Agreement and the other documents referred to in this Agreement, and in respect of the transactions contemplated hereby and thereby, is likely to involve complicated and difficult issues and, therefore, to the extent permitted under applicable Law, each such Party irrevocably and unconditionally waives any right it may have to a trial by jury in respect of any legal action arising out of or relating to this Agreement and the other documents referred to in this Agreement, and in respect of the transactions contemplated hereby and thereby. The Parties to this Agreement certify and acknowledge that (a) no representative of any other Party has represented, expressly or otherwise, that such other Party would not seek to enforce the foregoing waiver in the event of a legal action, (b) such Party has considered the implications of this waiver, (c) such Party makes this waiver voluntarily and (d) such Party has been induced to enter into this Agreement by, among other things, the mutual waivers and certifications in this Section 8.05.

8.06 *Expenses.* All costs and expenses incurred in connection with this Agreement and the Merger, the Bank Merger and the other transactions contemplated by this Agreement shall be paid by the Party incurring such expense.

8.07 *Notices.* All notices, requests, instructions and other communications to be given hereunder by any Party to the other shall be in writing and shall be deemed given if personally delivered, telecopied (with confirmation), mailed by registered or certified mail, postage prepaid (return receipt requested) or emailed (with confirmation) to such Party at its address set forth below or such other address as such Party may specify by notice to the other Party; *provided*, that if given by email, such notice, request, instructions and other communication shall be confirmed within one Business Day by dispatch pursuant to one of the other methods described herein.

If to the Company to:

Pacific Mercantile Bancorp

949 South Coast Drive, Third Floor
Costa Mesa, California 92626
Attention: Curt A. Christianssen, Chief Financial Officer
Facsimile: (855) 436-2416
Email: curt.christianssen@pmbank.com

With a copy to:

Sheppard, Mullin, Richter & Hampton LLP
650 Town Center Drive, 10th Floor
Costa Mesa, CA 92626
Attention: Josh Dean
Facsimile: (714) 428-5991
Email: jdean@sheppardmullin.com

If to Parent to:

Banc of California, Inc.
3 MacArthur Place
Santa Ana, California 92707
Attention: Chief Executive Officer
With a copy to: General Counsel
Facsimile: (877) 788-8061
Email: jared.wolff@bancofcal.com;
With a copy to: ido.dotan@bancofcal.com

With a copy to:

Sullivan & Cromwell LLP
1888 Century Park East
Los Angeles, California 90067
Attention: Patrick S. Brown
Facsimile: (310) 712-8800
Email: brownp@sullcrom.com

8.08 *Entire Understanding; No Third Party Beneficiaries.* This Agreement (including the Company Disclosure Schedule and Parent Disclosure Schedule attached hereto and incorporated herein), the Voting Agreements and the Confidentiality Agreement constitute the entire agreement of the Parties hereto and thereto with reference to the transactions contemplated hereby and thereby and supersede all other prior agreements, understandings, representations and warranties, both written and oral, between the Parties or their officers, directors, agents, employees or representatives, with respect to the subject matter hereof. Except for Section 5.11, nothing in this Agreement, expressed or implied, is intended to confer upon any Person, other than the Parties hereto or their respective successors, any rights, remedies, obligations or liabilities under or by reason of this Agreement.

8.09 *Effect.* No provision of this Agreement shall be construed to require the Company or Parent or any Affiliates or directors of any of them to take any action or omit to take any action which action or omission would violate any applicable Law (whether statutory or common Law), rule or regulation.

8.10 *Severability.* Except to the extent that application of this Section 8.10 would have a Company Material Adverse Effect or a Parent Company Material Adverse Effect or would prevent, materially delay or materially impair the ability of the Company or Parent to consummate the transactions contemplated by this Agreement, any term or provision of this Agreement which is invalid or unenforceable in any jurisdiction shall, as to that jurisdiction, be ineffective to the extent of such invalidity or unenforceability without rendering invalid or unenforceable the remaining terms and provisions of this Agreement or affecting the validity or enforceability of any of the terms or provisions of this Agreement in any other jurisdiction. If any provision of this Agreement is so broad as to be unenforceable, the provision shall be interpreted to be only so broad as is enforceable.


8.11 *Enforcement of the Agreement.* The Parties hereto agree that irreparable damage would occur in the event that any of the provisions of this Agreement were not performed in accordance with its specific terms or were otherwise breached. It is accordingly agreed that the Parties shall be entitled to seek an injunction or injunctions to prevent breaches of this Agreement and to enforce specifically the terms and provisions hereof in any court of the United States or any state having jurisdiction, this being in addition to any other remedy to which they are entitled at law or in equity.

8.12 *Interpretation.* When a reference is made in this Agreement to Sections or Schedules, such reference shall be to a Section of, or Schedule to, this Agreement unless otherwise indicated. The table of contents and headings contained in this Agreement are for convenience of reference only, do not constitute part of this Agreement and shall not be deemed to limit or otherwise affect any of the provisions hereof. Whenever the words “include”, “includes” or “including” are used in this Agreement, they shall be deemed to be followed by the words “without limitation”.

8.13 *Assignment.* This Agreement shall not be assignable by operation of law or otherwise.

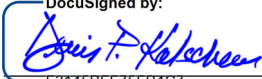
IN WITNESS WHEREOF, the Parties hereto have caused this Agreement to be executed in counterparts by their duly authorized officers, all as of the day and year first above written.

BANC OF CALIFORNIA, INC.

By: 
Name: Jared Wolff
Title: President and Chief Executive Officer

IN WITNESS WHEREOF, the Parties hereto have caused this Agreement to be executed in counterparts by their duly authorized officers, all as of the day and year first above written.

PACIFIC MERCANTILE BANCORP

DocuSigned by:
By: 
Name: Denis Kalscheur
Title: Chairman

PUBLIC EXHIBIT 2

Federal Financial Institutions Examination Council



Consolidated Reports of Condition and Income for A Bank With Domestic Offices Only - FFIEC 041

Institution Name	BANC OF CALIFORNIA, NATIONAL ASSOCIATION
City	SANTA ANA
State	CA
Zip Code	92707
Call Report Report Date	3/31/2021
Report Type	041
RSSD-ID	200378
FDIC Certificate Number	35498
OCC Charter Number	25080
ABA Routing Number	322274527
Last updated on	4/30/2021

Federal Financial Institutions Examination Council



Consolidated Reports of Condition and Income for A Bank With Domestic Offices Only - FFIEC 041

Report at the close of business March 31, 2021

This report is required by law: 12 U.S.C. §324 (State member banks); 12 U.S.C. §1817 (State non member banks); 12 U.S.C. §161 (National banks); and 12 U.S.C. §1464 (Savings associations).

Unless the context indicates otherwise, the term "bank" in this report form refers to both banks and savings associations.

NOTE: Each bank's board of directors and senior management are responsible for establishing and maintaining an effective system of internal control, including controls over the Reports of Condition and Income. The Reports of Condition and Income are to be prepared in accordance with federal regulatory authority instructions. The Reports of Condition and Income must be signed by the Chief Financial Officer (CFO) of the reporting bank (or by the individual performing an equivalent function) and attested to by not less than two directors (trustees) for state non member banks and three directors for state member banks, national banks, and savings associations.

I, the undersigned CFO (or equivalent) of the named bank, attest that the Reports of Condition and Income (including the supporting

Signature of Chief Financial Officer (or Equivalent)

Date of Signature

(20210331)

(RCON 9999)

This report form is to be filed by banks with domestic offices only and total consolidated assets of less than \$100 billion, except those banks that file the FFIEC 051, and those banks that are advanced approaches institutions for regulatory capital purposes that are required to file the FFIEC 031.

schedules) for this report date have been prepared in conformance with the instructions issued by the appropriate Federal regulatory authority and are true and correct to the best of my knowledge and belief.

We, the undersigned directors (trustees), attest to the correctness of the Reports of Condition and Income (including the supporting schedules) for this report date and declare that the Reports of Condition and Income have been examined by us and to the best of our knowledge and belief have been prepared in conformance with the instructions issued by the appropriate Federal regulatory authority and are true and correct.

Director (Trustee)

Director (Trustee)

Director (Trustee)

Submission of Reports

Each bank must file its Reports of Condition and Income (Call Report) data by either:

- Using computer software to prepare its Call Report and then submitting the report data directly to the FFIEC's Central Data Repository (CDR), an Internet-based system for data collection (<https://cdr.ffiec.gov/cdr/>), or
- Completing its Call Report in paper form and arranging with a software vendor or another party to convert the data in to the electronic format that can be processed by the CDR. The software vendor or other party then must electronically submit the bank's data file to the CDR.

For technical assistance with submissions to the CDR, please contact the CDR Help Desk by telephone at (888) CDR-3111, by fax at (703) 774-3946, or by e-mail at CDR.Help@cdr.ffiec.gov.

FDIC Certificate Number **35498** (RSSD 9050)

To fulfill the signature and attestation requirement for the Reports of Condition and Income for this report date, attach your bank's completed signature page (or a photocopy or a computer generated version of this page) to the hard-copy record of the data file submitted to the CDR that your bank must place in its files.

The appearance of your bank's hard-copy record of the submitted data file need not match exactly the appearance of the FFIEC's sample report forms, but should show at least the caption of each Call Report item and the reported amount.

BANC OF CALIFORNIA, NATIONAL ASSOCIATION

Legal Title of Bank (RSSD 9017)

SANTA ANA

City (RSSD 9130)

CA

State Abbreviation (RSSD 9200)

92707

Zip Code (RSSD 9220)

Legal Entity Identifier (LEI)

549300IBHVRZNE4YFN80 (RCON 9224)

The estimated average burden associated with this information collection is 50.4 hours per respondent and is estimated to vary from 20 to 775 hours per response, depending on individual circumstances. Burden estimates include the time for reviewing instructions, gathering and maintaining data in the required form, and completing the information collection, but exclude the time for compiling and maintaining business records in the normal course of a respondent's activities. A Federal agency may not conduct or sponsor, and an organization (or a person) is not required to respond to a collection of information, unless it displays a currently valid OMB control number. Comments concerning the accuracy of this burden estimate and suggestions for reducing this burden should be directed to the Office of Information and Regulatory Affairs, Office of Management and Budget, Washington, DC 20503, and to one of the following: Secretary, Board of Governors of the Federal Reserve System, 20th and C Streets, NW, Washington, DC 20551; Legislative and Regulatory Analysis Division, Office of the Comptroller of the Currency, Washington, DC 20219; Assistant Executive Secretary, Federal Deposit Insurance Corporation, Washington, DC 20429.

Consolidated Reports of Condition and Income for A Bank With Domestic Offices Only - FFIEC 041

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For information or assistance, national banks, state nonmember banks, and savings associations should contact the FDIC's Data Collection and Analysis Section, 550 17th Street, NW, Washington, DC 20429, toll free on (800) 688-FDIC(3342), Monday through Friday between 8:00 a.m. and 5:00 p.m., Eastern Time. State member banks should contact their Federal Reserve District Bank.

Board of Governors of the Federal Reserve System, Federal Deposit Insurance Corporation, Office of the Comptroller of the Currency

Legend: NR - Not Reported, CONF - Confidential, Accessible

Primary Contact

CONF

Name (TEXT C366)

CONF

Title (TEXT C367)

CONF

E-mail Address (TEXT C368)

CONF

Area Code / Phone Number / Extension (TEXT C369)

CONF

Area Code / FAX Number (TEXT C370)

Secondary Contact

CONF

Name (TEXT C371)

CONF

Title (TEXT C372)

CONF

E-mail Address (TEXT C373)

CONF

Area Code / Phone Number / Extension (TEXT C374)

CONF

Area Code / FAX Number (TEXT C375)

USA PATRIOT Act Section 314(a) Anti-Money Laundering

Contact Information

This information is being requested to identify points-of-contact who are in charge of your bank's USA PATRIOT Act Section 314(a) information requests. Bank personnel listed could be contacted by law enforcement officers or the Financial Crimes Enforcement Network (FinCEN) for additional information related to specific Section 314(a) search requests or other anti-terrorist financing and anti- money laundering matters. Communications sent by FinCEN to the bank for purposes other than Section 314(a) notifications will state the intended purpose and should be directed to the appropriate bank personnel for review. Any disclosure of customer records to law enforcement officers or FinCEN must be done in compliance with applicable law, including the Right to Financial Privacy Act (12 U.S.C. 3401 et seq.).

Please provide information for a primary and secondary contact. Information for a third and fourth contact may be provided at the bank's option. Enter "none" for the contact's e-mail address if not available. This contact information is for the confidential use of the Agencies, FinCEN, and law enforcement officers and will not be released to the public.

Primary Contact

CONF
Name (TEXT C437)

CONF
Title (TEXT C438)

CONF
E-mail Address (TEXT C439)

CONF
Area Code / Phone Number / Extension (TEXT C440)

Secondary Contact

CONF
Name (TEXT C442)

CONF
Title (TEXT C443)

CONF
E-mail Address (TEXT C444)

CONF
Area Code / Phone Number / Extension (TEXT 8902)

Third Contact

CONF
Name (TEXT C870)

CONF
Title (TEXT C871)

CONF
E-mail Address (TEXT C368)

CONF
Area Code / Phone Number / Extension (TEXT C873)

Fourth Contact

CONF
Name (TEXT C875)

CONF
Title (TEXT C876)

CONF
E-mail Address (TEXT C877)

CONF
Area Code / Phone Number / Extension (TEXT C878)

Schedule RI - Income Statement(Form Type - 041)

Dollar amounts in thousands

1. Interest income:			1.
a. Interest and fee income on loans:			1.a.
1. Loans secured by real estate:			1.a.1.
a. Loans secured by 1-4 family residential properties.....	RIAD4435	11,998	1.a.1.a.
b. All other loans secured by real estate.....	RIAD4436	30,027	1.a.1.b.
2. Commercial and industrial loans.....	RIAD4012	7,028	1.a.2.
3. Loans to individuals for household, family, and other personal expenditures:			1.a.3.
a. Credit cards.....	RIADB485	0	1.a.3.a.
b. Other (includes revolving credit plans other than credit cards, automobile loans, and other consumer loans).....	RIADB486	61	1.a.3.b.
4. Not applicable			1.a.4.
5. All other loans ¹	RIAD4058	12,231	1.a.5.
6. Total interest and fee income on loans (sum of items 1.a.(1)(a) through 1.a.(5)).....	RIAD4010	61,345	1.a.6.
b. Income from lease financing receivables.....	RIAD4065	0	1.b.
c. Interest income on balances due from depository institutions ²	RIAD4115	94	1.c.
d. Interest and dividend income on securities:			1.d.
1. U.S. Treasury securities and U.S. Government agency obligations (excluding mortgage-backed securities).....	RIADB488	55	1.d.1.
2. Mortgage-backed securities.....	RIADB489	997	1.d.2.
3. All other securities (includes securities issued by states and political subdivisions in the U.S.).....	RIAD4060	5,448	1.d.3.
e. Not applicable			1.e.
f. Interest income on federal funds sold and securities purchased under agreements to resell.....	RIAD4020	0	1.f.
g. Other interest income.....	RIAD4518	627	1.g.
h. Total interest income (sum of items 1.a.(6) through 1.g.).....	RIAD4107	68,566	1.h.
2. Interest expense:			2.
a. Interest on deposits:			2.a.
1. Transaction accounts (interest-bearing demand deposits, NOW accounts, ATS accounts, and telephone and preauthorized transfer accounts).....	RIAD4508	901	2.a.1.
2. Nontransaction accounts:			2.a.2.
a. Savings deposits (includes MMDAs).....	RIAD0093	2,390	2.a.2.a.
b. Time deposits of \$250,000 or less.....	RIADHK03	547	2.a.2.b.
c. Time deposits of more than \$250,000.....	RIADHK04	448	2.a.2.c.
b. Expense of federal funds purchased and securities sold under agreements to repurchase.....	RIAD4180	1	2.b.
c. Interest on trading liabilities and other borrowed money.....	RIAD4185	3,113	2.c.
d. Interest on subordinated notes and debentures.....	RIAD4200	0	2.d.
e. Total interest expense (sum of items 2.a through 2.d.).....	RIAD4073	7,400	2.e.
3. Net interest income (item 1.h minus 2.e.).....	RIAD4074	61,166	3.
4. Provision for loan and lease losses ³	RIADJJ33	-1,107	4.
5. Noninterest income:			5.
a. Income from fiduciary activities ²	RIAD4070	0	5.a.
b. Service charges on deposit accounts.....	RIAD4080	514	5.b.
c. Trading revenue ³	RIADA220	0	5.c.
d. Income from securities-related and insurance activities:			5.d.
1. Fees and commissions from securities brokerage.....	RIADC886	0	5.d.1.
2. Investment banking, advisory, and underwriting fees and commissions.....	RIADC888	0	5.d.2.

1. Includes interest and fee income on "Loans to depository institutions and acceptances of other banks," "Loans to finance agricultural production and other loans to farmers," "Obligations (other than securities and leases) of states and political subdivisions in the U.S.," and "Other loans."
 2. Includes interest income on time certificates of deposit not held for trading.
 3. Institutions that have adopted ASU 2016-13 should report in item 4 the provisions for credit losses for all financial assets and off-balance-sheet credit exposures that fall within the scope of the standard.
 2. For banks required to complete Schedule RC-T, items 14 through 22, income from fiduciary activities reported in Schedule RI, item 5.a, must equal the amount reported in Schedule RC-T, item 22.
 3. For banks required to complete Schedule RI, Memorandum item 8, trading revenue reported in Schedule RI, item 5.c, must equal the sum of Memorandum items 8.a through 8.e.

Dollar amounts in thousands

3. Fees and commissions from annuity sales.....	RIADC887	0	5.d.3.
4. Underwriting income from insurance and reinsurance activities.....	RIADC386	0	5.d.4.
5. Income from other insurance activities.....	RIADC387	0	5.d.5.
e. Venture capital revenue.....	RIADB491	0	5.e.
f. Net servicing fees.....	RIADB492	268	5.f.
g. Net securitization income.....	RIADB493	0	5.g.
h. Not applicable			5.h.
i. Net gains (losses) on sales of loans and leases.....	RIAD5416	1	5.i.
j. Net gains (losses) on sales of other real estate owned.....	RIAD5415	0	5.j.
k. Net gains (losses) on sales of other assets ³	RIADB496	0	5.k.
l. Other noninterest income [*]	RIADB497	3,299	5.l.
m. Total noninterest income (sum of items 5.a through 5.l.).....	RIAD4079	4,082	5.m.
6. Not available			6.
a. Realized gains (losses) on held-to-maturity securities.....	RIAD3521	0	6.a.
b. Realized gains (losses) on available-for-sale debt securities.....	RIAD3196	0	6.b.
7. Noninterest expense:			7.
a. Salaries and employee benefits.....	RIAD4135	25,343	7.a.
b. Expenses of premises and fixed assets (net of rental income) (excluding salaries and employee benefits and mortgage interest).....	RIAD4217	4,450	7.b.
c. Not available			7.c.
1. Goodwill impairment losses.....	RIADC216	0	7.c.1.
2. Amortization expense and impairment losses for other intangible assets.....	RIADC232	282	7.c.2.
d. Other noninterest expense [*]	RIAD4092	14,675	7.d.
e. Total noninterest expense (sum of items 7.a through 7.d.).....	RIAD4093	44,750	7.e.
8. Not available			8.
a. Income (loss) before change in net unrealized holding gains (losses) on equity securities not held for trading, applicable income taxes, and discontinued operations (item 3 plus or minus items 4, 5.m, 6.a, 6.b, and 7.e.).....	RIADHT69	21,605	8.a.
b. Change in net unrealized holding gains (losses) on equity securities not held for trading ⁴	RIADHT70	0	8.b.
c. Income (loss) before applicable income taxes and discontinued operations (sum of items 8.a and 8.b.).....	RIAD4301	21,605	8.c.
9. Applicable income taxes (on item 8.c.).....	RIAD4302	5,750	9.
10. Income (loss) before discontinued operations (item 8.c minus item 9).....	RIAD4300	15,855	10.
11. Discontinued operations, net of applicable income taxes (Describe on Schedule RI-E - Explanations) [*]	RIADFT28	0	11.
12. Net income (loss) attributable to bank and noncontrolling (minority) interests (sum of items 10 and 11).....	RIADG104	15,855	12.
13. LESS: Net income (loss) attributable to noncontrolling (minority) interests (if net income, report as a positive value; if net loss, report as a negative value).....	RIADG103	0	13.
14. Net income (loss) attributable to bank (item 12 minus item 13).....	RIAD4340	15,855	14.
1. Interest expense incurred to carry tax-exempt securities, loans, and leases acquired after August 7, 1986, that is not deductible for federal income tax purposes.....	RIAD4513	0	M.1.
<i>Memorandum item 2 is to be completed by banks with \$1 billion or more in total assets</i>			
2. Income from the sale and servicing of mutual funds and annuities (included in Schedule RI, item 8) ¹	RIAD8431	0	M.2.
3. Income on tax-exempt loans and leases to states and political subdivisions in the U.S. (included in Schedule RI, items 1.a and 1.b.).....	RIAD4313	0	M.3.
4. Income on tax-exempt securities issued by states and political subdivisions in the U.S. (included in Schedule RI, item 1.d.(3)).....	RIAD4507	440	M.4.
5. Number of full-time equivalent employees at end of current period (round to nearest whole number).....	RIAD4150	602	M.5.
<i>Memorandum item 6 is to be completed by:</i> <i>* banks with \$300 million or more in total assets, and</i> <i>* banks with less than \$300 million in total assets that have loans to finance agricultural product and other loans to farmers (Schedule RC-C, Part I, item 3) exceeding 5 percent of total loans</i>			
6. Interest and fee income on loans to finance agricultural production and other loans to farmers (included in Schedule RI, item 1.a.(5)) ¹	RIAD4024	0	M.6.

3. Exclude net gains (losses) on sales of trading assets and held-to-maturity and available-for-sale debt securities.

*. Describe on Schedule RI-E-Explanations

*. Describe on Schedule RI-E - Explanations.

4. Item 8.b is to be completed by all institutions. See the instructions for this item and the Glossary entry for "Securities Activities" for further detail on accounting for investments in equity securities.

1. The asset size tests and the 5 percent of total loans test are based on the total assets and total loans reported in the June 30, 2018, Report of Condition.

1. The asset size tests and the 5 percent of total loans test are based on the total assets and total loans reported in the June 30, 2018, Report of Condition.

Dollar amounts in thousands

7. If the reporting institution has applied pushdown accounting this calendar year, report the date of the institution's acquisition (see instructions) ²	RIAD9106	0	M.7.
8. Not applicable			M.8.
<i>Memorandum items 9.a and 9.b are to be completed by banks with \$10 billion or more in total assets.</i>			
9. Net gains (losses) recognized in earnings on credit derivatives that economically hedge credit exposures held outside the trading account: ¹			M.9.
a. Net gains (losses) on credit derivatives held for trading.....	RIADC889	NR	M.9.a.
b. Net gains (losses) on credit derivatives held for purposes other than trading.....	RIADC890	NR	M.9.b.
<i>Memorandum item 10 is to be completed by banks with \$300 million or more in total assets.</i>			
10. Credit losses on derivatives (see instructions) ¹	RIADA251	0	M.10.
11. Does the reporting bank have a Subchapter S election in effect for federal income tax purposes for the current tax year?.....	RIADA530	No	M.11.
<i>Memorandum item 12 is to be completed by banks that are required to complete Schedule RC-C, Part I, Memorandum items 8.b and 8.c and is to be completed semiannually in the June and December reports only.</i>			
12. Noncash income from negative amortization on closed-end loans secured by 1-4 family residential properties (included in Schedule RI, item 1.a.(1)(a)).....	RIADF228	NR	M.12.
<i>Memorandum item 13 is to be completed by banks that have elected to account for assets and liabilities under a fair value option.</i>			
13. Net gains (losses) recognized in earnings on assets and liabilities that are reported at fair value under a fair value option:			M.13.
a. Net gains (losses) on assets.....	RIADF551	69	M.13.a.
1. Estimated net gains (losses) on loans attributable to changes in instrument-specific credit risk.....	RIADF552	0	M.13.a.1.
b. Net gains (losses) on liabilities.....	RIADF553	0	M.13.b.
1. Estimated net gains (losses) on liabilities attributable to changes in instrument-specific credit risk.....	RIADF554	0	M.13.b.1.
14. Other-than-temporary impairment losses on held-to-maturity and available-for-sale debt securities recognized in earnings (included in Schedule RI, items 6.a and 6.b) ²	RIADJ321	NR	M.14.
<i>Memorandum item 15 is to be completed by institutions with \$1 billion or more in total assets that answered "Yes" to Schedule RC-E, Memorandum item 5.</i>			
15. Components of service charges on deposit accounts in domestic offices (sum of Memorandum items 15.a through 15.d must equal Schedule RI, item 5.b): ¹			M.15.
a. Consumer overdraft-related service charges levied on those transaction account and nontransaction savings account deposit products intended primarily for individuals for personal, household, or family use.....	RIADH032	145	M.15.a.
b. Consumer account periodic maintenance charges levied on those transaction account and nontransaction savings account deposit products intended primarily for individuals for personal, household, or family use.....	RIADH033	0	M.15.b.
c. Consumer customer automated teller machine (ATM) fees levied on those transaction account and nontransaction savings account deposit products intended primarily for individuals for personal, household, or family use.....	RIADH034	4	M.15.c.
d. All other service charges on deposit accounts.....	RIADH035	365	M.15.d.

2. Report the date in YYYYMMDD format. For example, a bank acquired on March 1, 2020, would report 20200301.
 1. The asset size tests and the 5 percent of total loans test are based on the total assets and total loans reported in the June 30, 2018, Report of Condition.
 1. The asset size tests and the 5 percent of total loans test are based on the total assets and total loans reported in the June 30, 2018, Report of Condition.
 2. Memorandum item 14 is to be completed only by institutions that have not adopted ASU 2016-13.
 1. The \$1 billion asset-size test is based on the total assets reported on the June 30, 2018, Report of Condition.

Schedule RI-A - Changes in Bank Equity Capital(Form Type - 041)

Dollar amounts in thousands

1. Total bank equity capital most recently reported for the December 31, 2020, Reports of Condition and Income (i.e., after adjustments from amended Reports of Income).....	RIAD3217	996,578	1.
2. Cumulative effect of changes in accounting principles and corrections of material accounting errors *	RIADB507	0	2.
3. Balance end of previous calendar year as restated (sum of items 1 and 2).....	RIADB508	996,578	3.
4. Net income (loss) attributable to bank (must equal Schedule RI, item 14).....	RIAD4340	15,855	4.
5. Sale, conversion, acquisition, or retirement of capital stock, net (excluding treasury stock transactions).....	RIADB509	1,346	5.
6. Treasury stock transactions, net.....	RIADB510	0	6.
7. Changes incident to business combinations, net.....	RIAD4356	0	7.
8. LESS: Cash dividends declared on preferred stock.....	RIAD4470	0	8.
9. LESS: Cash dividends declared on common stock.....	RIAD4460	12,000	9.
10. Other comprehensive income ¹	RIADB511	-2,563	10.
11. Other transactions with stockholders (including a parent holding company) (not included in items 5, 6, 8, or 9 above) *	RIAD4415	0	11.
12. Total bank equity capital end of current period (sum of items 3 through 11) (must equal Schedule RC, item 27.a)..	RIAD3210	999,216	12.

*. Describe on Schedule RI-E -- Explanations.

1. Includes, but is not limited to, changes in net unrealized holding gains (losses) on available-for-sale debt securities, changes in accumulated net gains (losses) on cash flow hedges, and pension and other postretirement plan-related changes other than net periodic benefit cost.

Schedule RI-B Part I - Charge-offs and Recoveries on Loans and Leases (Form Type - 041)

Part I includes charge-offs and recoveries through the allocated transfer risk reserve.

Dollar amounts in thousands		(Column A) Charge-offs Calendar year-to-date		(Column B) Recoveries Calendar year-to-date		
1. Loans secured by real estate:						1.
a. Construction, land development, and other land loans:						1.a.
1. 1-4 family residential construction loans.....	RIADC891	0	RIADC892	0		1.a.1.
2. Other construction loans and all land development and other land loans.....	RIADC893	0	RIADC894	0		1.a.2.
b. Secured by farmland.....	RIAD3584	0	RIAD3585	0		1.b.
c. Secured by 1-4 family residential properties:						1.c.
1. Revolving, open-end loans secured by 1-4 family residential properties and extended under lines of credit.....	RIAD5411	0	RIAD5412	0		1.c.1.
2. Closed-end loans secured by 1-4 family residential properties:						1.c.2.
a. Secured by first liens.....	RIADC234	0	RIADC217	0		1.c.2.a.
b. Secured by junior liens.....	RIADC235	0	RIADC218	0		1.c.2.b.
d. Secured by multifamily (5 or more) residential properties.....	RIAD3588	0	RIAD3589	0		1.d.
e. Secured by nonfarm nonresidential properties:						1.e.
1. Loans secured by owner-occupied nonfarm nonresidential properties.....	RIADC895	0	RIADC896	0		1.e.1.
2. Loans secured by other nonfarm nonresidential properties.....	RIADC897	0	RIADC898	0		1.e.2.
2. Not applicable						2.
3. Not applicable						3.
4. Commercial and industrial loans.....	RIAD4638	566	RIAD4608	172		4.
5. Loans to individuals for household, family, and other personal expenditures:						5.
a. Credit cards.....	RIADB514	0	RIADB515	0		5.a.
b. Automobile loans.....	RIADK129	0	RIADK133	0		5.b.
c. Other (includes revolving credit plans other than credit cards and other consumer loans).....	RIADK205	0	RIADK206	0		5.c.
6. Not applicable						6.
7. All other loans ²	RIAD4644	0	RIAD4628	0		7.
8. Lease financing receivables.....	RIAD4266	0	RIAD4267	1		8.
9. Total (sum of items 1 through 8).....	RIAD4635	566	RIAD4605	173		9.
1. Loans to finance commercial real estate, construction, and land development activities (not secured by real estate) included in Schedule RI-B, part I, items 4 and 7, above.....	RIAD5409	0	RIAD5410	0		M.1.
2. Not available						M.2.
<i>Memorandum items 2.a. through 2.d. are to be completed by banks with \$300 million or more in total assets:</i>						
a. Loans secured by real estate to non-U.S. addressees (domicile) (included in Schedule RI-B, part I, item 1, above) ²	RIAD4652	0	RIAD4662	0		M.2.a.
b. Not applicable						M.2.b.
c. Commercial and industrial loans to non-U.S. addressees (domicile) (included in Schedule RI-B, part I, item 4, above).....	RIAD4646	0	RIAD4618	0		M.2.c.
d. Leases to individuals for household, family, and other personal expenditures (included in Schedule RI-B, part I, item 8, above).....	RIADF185	0	RIADF187	0		M.2.d.
<i>Memorandum item 3 are to be completed by:</i> * banks with \$300 million or more in total assets, and * banks with less than \$300 million in total assets that have loans to finance agricultural production and other loans to farmers (Schedule RC-C, Part I, item 3) exceeding 5 percent of total loans:						
3. Loans to finance agricultural production and other loans to farmers (included in Schedule RI-B, part I, item 7, above) ²	RIAD4655	0	RIAD4665	0		M.3.

Dollar amounts in thousands

Memorandum item 4 is to be completed by banks that (1) together with affiliated institutions, have outstanding credit card receivables (as defined in the instructions) that exceed \$500 million as of the report date, or (2) are credit card specialty banks as defined for Uniform Bank Performance Report purposes.

4. Uncollectible retail credit card fees and finance charges reversed against income (i.e., not included in charge-offs against the allowance for loan and lease losses)³.....

RIADC388	NR	M.4.
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Schedule RI-B Part II - Changes in Allowances for Credit Losses(Form Type - 041)

Dollar amounts in thousands	(Column A) Loans and Leases Held for Investment		(Column B) Held-to-maturity Debt Securities		(Column C) Available-for-sale Debt Securities	
1. Balance most recently reported for the December 31, 2020, Reports of Condition and Income (i.e., after adjustments from amended Reports of Income).....	RIADB522	81,030	RIADJH88	0	RIADJH94	0
2. Recoveries (column A must equal Part I, item 9, column B, above).....	RIAD4605	173	RIADJH89	0	RIADJH95	0
3. LESS: Charge-offs (column A must equal Part I, item 9, column A, above less Schedule RI-B, Part II, item 4, column A).....	RIADC079	566	RIADJH92	0	RIADJH98	0
4. LESS: Write-downs arising from transfers of financial assets ³	RIAD5523	0	RIADJJ00	0	RIADJJ01	0
5. Provisions for credit losses ⁴	RIAD4230	-1,284	RIADJH90	0	RIADJH96	0
6. Adjustments (see instructions for this schedule)*.....	RIADC233	0	RIADJH91	0	RIADJH97	0
7. Balance end of current period (sum of items 1, 2, 5, and 6, less items 3 and 4) (column A must equal Schedule RC, item 4.c).....	RIAD3123	79,353	RIADJH93	0	RIADJH99	0

Dollar amounts in thousands		
1. Allocated transfer risk reserve included in Schedule RI-8, Part II, item 7, column A, above.....	RIADC435	NR
<i>Memorandum items 2 and 3 are to be completed by banks that (1) together with affiliated institutions, have outstanding credit card receivables (as defined in the instructions) that exceed \$500 million as of the report date, or (2) are credit card specialty banks as defined for Uniform Bank Performance Report purposes.</i>	RIADC389	NR
2. Separate valuation allowance for uncollectible retail credit card fees and finance charges.....	RIADC390	NR
3. Amount of allowance for loan and lease losses attributable to retail credit card fees and finance charges ¹	RIADC781	NR
4. Amount of allowance for post-acquisition credit losses on purchased credit-impaired loans accounted for in accordance with FASB ASC 310-30 (former AICPA Statement of Position 03-3) (included in Schedule RI-B, Part II, item 7, column A, above) ²	RIADJJ02	0
5. Provisions for credit losses on other financial assets measured at amortized cost (not included in item 5, above) ³ ...	RCONJJ03	0
6. Allowance for credit losses on other financial assets measured at amortized cost (not included in item 7, above) ³ ...	RIADMG93	177
7. Provisions for credit losses on off-balance-sheet credit exposures ³	RIADMG94	0
8. Estimated amount of expected recoveries of amounts previously written off included within the allowance for credit losses on loans and leases held for investment (included in item 7, column A, "Balance end of current period," above) ³		

2. Includes charge-offs and recoveries on "Loans to finance agricultural production and other loans to farmers," "Obligations (other than securities and leases) of states and political subdivisions in the U.S.," and "Loans to nondepository financial institutions and other loans."

2. The \$300 million asset size test and the 5 percent of total loans test are based on the total assets and total loans reported on the June 30, 2018, Report of Condition.

2. The \$300 million asset size test and the 5 percent of total loans test are based on the total assets and total loans reported on the June 30, 2018, Report of Condition.

3. Institutions that have adopted ASU 2016-13 should report in Memorandum item 4 uncollectible retail credit card fees and finance charges reversed against income (i.e. not included in charge-offs against the allowance for credit losses on loans and leases).

3. Institutions that have not yet adopted ASU 2016-13 should report write-downs arising from transfers of loans to a held-for-sale account in item 4, column A.

4. Institutions that have not yet adopted ASU 2016-13 should report the provision for loan and lease losses in item 5, column A and the amount reported must equal Schedule RI, item 4.

*. Describe on Schedule RI-E - Explanations.

1. Institutions that have adopted ASU 2016-13 should report in Memorandum item 3 the amount of allowance for credit losses on loans and leases attributable to retail credit card fees and finance charges.

2. Memorandum item 4 is to be completed only by institutions that have not yet adopted ASU 2016-13.

3. Memorandum items 5, 6, 7, and 8 are to be completed only by institutions that have adopted ASU 2016-13.

3. Memorandum items 5, 6, 7, and 8 are to be completed only by institutions that have adopted ASU 2016-13.

3. Memorandum items 5, 6, 7, and 8 are to be completed only by institutions that have adopted ASU 2016-13.

3. Memorandum items 5, 6, 7, and 8 are to be completed only by institutions that have adopted ASU 2016-13.

Schedule RI-C Part I - Disaggregated Data on the Allowance for Loan and Lease Losses (Form Type - 041)

Schedule RI-C is to be completed by institutions with \$1 billion or more in total assets

	(Column A) Recorded Investment: Individually Evaluated for Impairment and Determined to be Impaired (ASC 310-10-35)	(Column B) Allowance Balance: Individually Evaluated for Impairment and Determined to be Impaired (ASC 310-10-35)	(Column C) Recorded Investment: Collectively Evaluated for Impairment (ASC 450-20)	(Column D) Allowance Balance: Collectively Evaluated for Impairment (ASC 450-20)	(Column E) Recorded Investment: Purchased Credit-Impaired Loans (ASC 310-30)	(Column F) Allowance Balance: Purchased Credit-Impaired Loans (ASC 310-30)
1. Real estate loans:						
a. Construction loans.....	RCONM708 NR	RCONM709 NR	RCONM710 NR	RCONM711 NR	RCONM712 NR	RCONM713 NR
b. Commercial real estate loans.....	RCONM714 NR	RCONM715 NR	RCONM716 NR	RCONM717 NR	RCONM719 NR	RCONM720 NR
c. Residential real estate loans.....	RCONM721 NR	RCONM722 NR	RCONM723 NR	RCONM724 NR	RCONM725 NR	RCONM726 NR
2. Commercial loans ³	RCONM727 NR	RCONM728 NR	RCONM729 NR	RCONM730 NR	RCONM731 NR	RCONM732 NR
3. Credit cards.....	RCONM733 NR	RCONM734 NR	RCONM735 NR	RCONM736 NR	RCONM737 NR	RCONM738 NR
4. Other consumer loans.....	RCONM739 NR	RCONM740 NR	RCONM741 NR	RCONM742 NR	RCONM743 NR	RCONM744 NR
5. Unallocated, if any.....				RCONM745 NR		
6. Total (for each column, sum of items 1.a through 5) ⁴	RCONM746 NR	RCONM747 NR	RCONM748 NR	RCONM749 NR	RCONM750 NR	RCONM751 NR

Dollar amounts in thousands

3. Include all loans and leases not reported as real estate loans, credit cards, or other consumer loans in items 1, 3, or 4 of Schedule RL-C.
 4. The sum of item 6, columns B, D, and F, must equal Schedule RC, item 4.c. Item 6, column E, must equal Schedule RC-C, Part I, Memorandum item 7.b. Item 6, column F, must equal Schedule RI-B, Part II, Memorandum item 4.

Schedule RI-C Part II - Disaggregated Data on the Allowances for Credit Losses (Form Type - 041)

Dollar amounts in thousands		(Column A) Amortized Cost	(Column B) Allowance Balance	
1. Real estate loans:				1.
a. Construction loans.....	RCONJJ04	169,121	RCONJJ12	5,552 1.a.
b. Commercial real estate loans.....	RCONJJ05	2,478,044	RCONJJ13	48,759 1.b.
c. Residential real estate loans.....	RCONJJ06	1,302,290	RCONJJ14	10,296 1.c.
2. Commercial loans ³	RCONJJ07	1,811,813	RCONJJ15	14,526 2.
3. Credit cards.....	RCONJJ08	0	RCONJJ16	0 3.
4. Other consumer loans.....	RCONJJ09	3,133	RCONJJ17	220 4.
5. Unallocated, if any.....			RCONJJ18	0 5.
6. Total (sum of items 1.a. through 5).....	RCONJJ11	5,764,401	RCONJJ19	79,353 6.

Dollar amounts in thousands				
7. Securities issued by states and political subdivisions in the U.S.....		RCONJJ20		0 7.
8. Mortgage-backed securities (MBS) (including CMOs, REMICs, and stripped MBS).....		RCONJJ21		0 8.
9. Asset-backed securities and structured financial products.....		RCONJJ23		0 9.
10. Other debt securities.....		RCONJJ24		0 10.
11. Total (sum of items 7 through 10) ⁵		RCONJJ25		0 11.

Schedule RI-E - Explanations (Form Type - 041)

Schedule RI-E is to be completed each quarter on a calendar year-to-date basis.

Detail all adjustments in Schedule RI-A and RI-B, all extraordinary items and other adjustments in Schedule RI, and all significant items of other noninterest income and other noninterest expense in Schedule RI. (See instructions for details.)

Dollar amounts in thousands				
1. Other noninterest income (from Schedule RI, item 5.i) Itemize and describe amounts greater than \$100,000 that exceed 7 percent of Schedule RI, item 5.i:				1.
a. Income and fees from the printing and sale of checks.....	RIADC013			5 1.a.
b. Earnings on/increase in value of cash surrender value of life insurance.....	RIADC014			672 1.b.
c. Income and fees from automated teller machines (ATMs).....	RIADC016			28 1.c.
d. Rent and other income from other real estate owned.....	RIAD4042			NR 1.d.
e. Safe deposit box rent.....	RIADC015			12 1.e.
f. Bank card and credit card interchange fees.....	RIADF555			387 1.f.
g. Income and fees from wire transfers.....	RIADT047			250 1.g.
h. Disclose component and the dollar amount of that component:				1.h.
(TEXT4461) PROCESSING FEE	RIAD4461			738 1.h.1.
i. Disclose component and the dollar amount of that component:				1.i.
(TEXT4462) LOAN FEES	RIAD4462			504 1.i.1.
j. Disclose component and the dollar amount of that component:				1.j.
(TEXT4463) MISC INCOME	RIAD4463			338 1.j.1.
2. Other noninterest expense (from Schedule RI, item 7.d) Itemize and describe amounts greater than \$100,000 that exceed 7 percent of Schedule RI, item 7.d:				2.
a. Data processing expenses.....	RIADC017			1,655 2.a.
b. Advertising and marketing expenses.....	RIAD0497			118 2.b.
c. Directors' fees.....	RIAD4136			92 2.c.
d. Printing, stationery, and supplies.....	RIADC018			134 2.d.
e. Postage.....	RIAD8403			38 2.e.

3. Include all loans and leases not reported as real estate loans, credit cards, or other consumer loans in items 1, 3, or 4 of Schedule RI-C, Part II.

5. Item 11 must equal Schedule RI-B, Part II, item 7, column B.

Dollar amounts in thousands

f. Legal fees and expenses.....	RIAD4141	732	2.f.
g. FDIC deposit insurance assessments.....	RIAD4146	CONF	2.g.
h. Accounting and auditing expenses.....	RIADF556	908	2.h.
i. Consulting and advisory expenses.....	RIADF557	1,714	2.i.
j. Automated teller machine (ATM) and interchange expenses.....	RIADF558	NR	2.j.
k. Telecommunications expenses.....	RIADF559	338	2.k.
l. Other real estate owned expenses.....	RIADY923	3	2.l.
m. Insurance expenses (not included in employee expenses, premises and fixed asset expenses, and other real estate owned expenses).....	RIADY924	458	2.m.
n. Disclose component and the dollar amount of that component:			2.n.
(TEXT4464) Merger related expenses	RIAD4464	700	2.n.1.
o. Disclose component and the dollar amount of that component:			2.o.
(TEXT4467) Software maintenance and support	RIAD4467	1,270	2.o.1.
p. Disclose component and the dollar amount of that component:			2.p.
(TEXT4468) Gain (loss) on investments in alternative energy partnerships	RIAD4468	3,630	2.p.1.
3. Discontinued operations and applicable income tax effect (from Schedule RI, item 11) (itemize and describe each discontinued operation):			3.
a. Disclose component, the gross dollar amount of that component, and its related income tax:			3.a.
(TEXTFT29) NR	RIADFT29	0	3.a.1.
3. Applicable income tax effect.....	RIADFT30	0	3.a.3.
b. Disclose component, the gross dollar amount of that component, and its related income tax:			3.b.
(TEXTFT31) NR	RIADFT31	0	3.b.1.
3. Applicable income tax effect.....	RIADFT32	0	3.b.3.
4. Cumulative effect of changes in accounting principles and corrections of material accounting errors (from Schedule RI-A, item 2) (itemize and describe all such effects):			4.
a. Effect of adoption of Current Expected Credit Losses Methodology - ASU 2016-13 ¹	RIADJJ26	NR	4.a.
b. Effect of adoption of lease accounting standard - ASC Topic 842.....	RIADKW17	NR	4.b.
c. Disclose component and the dollar amount of that component:			4.c.
(TEXTB526) NR	RIADB526	0	4.c.1.
d. Disclose component and the dollar amount of that component:			4.d.
(TEXTB527) NR	RIADB527	0	4.d.1.
5. Other transactions with stockholders (including a parent holding company) (from Schedule RI-A, item 11) (itemize and describe all such transactions):			5.
a. Disclose component and the dollar amount of that component:			5.a.
(TEXT4498) NR	RIAD4498	0	5.a.1.
b. Disclose component and the dollar amount of that component:			5.b.
(TEXT4499) NR	RIAD4499	0	5.b.1.
6. Adjustments to allowance for loan and lease losses (from Schedule RI-B, part II, item 6) (itemize and describe all adjustments):			6.
a. Initial allowances for credit losses recognized upon the acquisition of purchased credit-deteriorated assets on or after the effective date of ASU 2016-13 ¹	RIADJJ27	NR	6.a.
b. Effect of adoption of current expected credit losses methodology on allowances for credit losses ¹	RIADJJ28	NR	6.b.
c. Disclose component and the dollar amount of that component:			6.c.
(TEXT4521) NR	RIAD4521	0	6.c.1.
d. Disclose component and the dollar amount of that component:			6.d.
(TEXT4522) NR	RIAD4522	0	6.d.1.
7. Other explanations (the space below is provided for the bank to briefly describe, at its option, any other significant items affecting the Report of Income):			7.
a. Comments?.....	RIAD4769	Yes	7.a.
b. Other explanations.....	TEXT4769	Click here for value	7.b.

1. Only institutions that have adopted ASU 2016-13 should report amounts in items 4.a, 6.a and 6.b, if applicable.
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 1. Only institutions that have adopted ASU 2016-13 should report amounts in items 4.a, 6.a and 6.b, if applicable.

(TEXT4769) RI E 1k. \$274 thousand mark to market loss on swaps

Schedule RC - Balance Sheet(Form Type - 041)

All schedules are to be reported in thousands of dollars. Unless otherwise indicated, report the amount outstanding as of the last business day of the quarter.

Dollar amounts in thousands

1. Cash and balances due from depository institutions (from Schedule RC-A):			1.
a. Noninterest-bearing balances and currency and coin ¹	RCON0081	32,384	1.a.
b. Interest-bearing balances ²	RCON0071	347,125	1.b.
2. Securities:			2.
a. Held-to-maturity securities (from Schedule RC-B, column A) ³	RCONJJ34	0	2.a.
b. Available-for-sale debt securities (from Schedule RC-B, column D)	RCON1773	1,270,830	2.b.
c. Equity securities with readily determinable fair values not held for trading ⁴	RCONJA22	0	2.c.
3. Federal funds sold and securities purchased under agreements to resell:			3.
a. Federal funds sold	RCONB987	0	3.a.
b. Securities purchased under agreements to resell ⁵	RCONB989	0	3.b.
4. Loans and lease financing receivables (from Schedule RC-C):			4.
a. Loans and leases held for sale	RCON5369	1,408	4.a.
b. Loans and leases held for investment	RCONB528	5,764,401	4.b.
c. LESS: Allowance for loan and lease losses	RCON3123	79,353	4.c.
d. Loans and leases held for investment, net of allowance (item 4.b minus 4.c) ⁷	RCONB529	5,685,048	4.d.
5. Trading assets (from Schedule RC-D)	RCON3545	0	5.
6. Premises and fixed assets (including capitalized leases)	RCON2145	134,458	6.
7. Other real estate owned (from Schedule RC-M)	RCON2150	0	7.
8. Investments in unconsolidated subsidiaries and associated companies	RCON2130	0	8.
9. Direct and indirect investments in real estate ventures	RCON3656	0	9.
10. Intangible assets (from Schedule RC-M)	RCON2143	40,903	10.
11. Other assets (from Schedule RC-F) ⁶	RCON2160	413,999	11.
12. Total assets (sum of items 1 through 11)	RCON2170	7,926,155	12.
13. Deposits:			13.
a. In domestic offices (sum of totals of columns A and C from Schedule RC-E):	RCON2200	6,188,100	13.a.
1. Noninterest-bearing ⁸	RCON6631	1,746,401	13.a.1.
2. Interest-bearing	RCON6636	4,441,699	13.a.2.
b. Not applicable			13.b.
14. Federal funds purchased and securities sold under agreements to repurchase:			14.
a. Federal funds purchased ⁹	RCONB993	0	14.a.
b. Securities sold under agreements to repurchase ¹⁰	RCONB995	0	14.b.
15. Trading liabilities (from Schedule RC-D)	RCON3548	0	15.
16. Other borrowed money (includes mortgage indebtedness and obligations under capitalized leases) (from Schedule RC-M)	RCON3190	635,411	16.
17. Not applicable			17.
18. Not applicable			18.
19. Subordinated notes and debentures ⁸	RCON3200	0	19.
20. Other liabilities (from Schedule RC-G)	RCON2930	103,428	20.
21. Total liabilities (sum of items 13 through 20)	RCON2948	6,926,939	21.

1. Includes cash items in process of collection and unposted debits.
 2. Includes time certificates of deposit not held for trading.
 3. Institutions that have adopted ASU 2016-13 should report in item 2.a, amounts net of any applicable allowance for credit losses, and should equal to Schedule RC-B, item 8, column A less Schedule RI-B, Part II, item 7, column B.
 4. Item 2.c is to be completed by all institutions. See the instructions for this item and the Glossary entry for "Securities Activities" for further detail on accounting for investments in equity securities.
 5. Includes all securities resale agreements, regardless of maturity.
 7. Institutions that have adopted ASU 2016-13 should report in item 4.c the allowance for credit losses on loans and leases.
 6. Institutions that have adopted ASU 2016-13 should report in items 3.b and 11 amounts net of any applicable allowance for credit losses.
 8. Includes noninterest-bearing demand, time, and savings deposits.
 9. Report overnight Federal Home Loan Bank advances in Schedule RC, item 16, "Other borrowed money."
 10. Includes all securities repurchase agreements, regardless of maturity.
 8. Includes limited-life preferred stock and related surplus.

Dollar amounts in thousands

22. Not applicable			22.
23. Perpetual preferred stock and related surplus.....	RCON3838	0	23.
24. Common stock.....	RCON3230	53	24.
25. Surplus (exclude all surplus related to preferred stock).....	RCON3839	908,904	25.
26. Not available			26.
a. Retained earnings.....	RCON3632	85,074	26.a.
b. Accumulated other comprehensive income ¹	RCONB530	5,185	26.b.
c. Other equity capital components ²	RCONA130	0	26.c.
27. Not available			27.
a. Total bank equity capital (sum of items 23 through 26.c).....	RCON3210	999,216	27.a.
b. Noncontrolling (minority) interests in consolidated subsidiaries.....	RCON3000	0	27.b.
28. Total equity capital (sum of items 27.a and 27.b).....	RCONG105	999,216	28.
29. Total liabilities and equity capital (sum of items 21 and 28).....	RCON3300	7,926,155	29.
1. Indicate in the box at the right the number of the statement below that best describes the most comprehensive level of auditing work performed for the bank by independent external auditors as of any date during 2020.....	RCON6724	1a	M.1.
2. Bank's fiscal year-end date (report the date in MMDD format).....	RCON8678	1231	M.2.

Schedule RC-A - Cash and Balances Due From Depository Institutions(Form Type - 041)

Schedule RC-A is to be completed only by banks with \$300 million or more in total assets.
 Exclude assets held for trading.

Dollar amounts in thousands

1. Cash items in process of collection, unposted debits, and currency and coin:			1.
a. Cash items in process of collection and unposted debits.....	RCON0020	10,630	1.a.
b. Currency and coin.....	RCON0080	15,429	1.b.
2. Balances due from depository institutions in the U.S.....	RCON0082	81,870	2.
3. Balances due from banks in foreign countries and foreign central banks.....	RCON0070	0	3.
4. Balances due from Federal Reserve Banks.....	RCON0090	271,579	4.
5. Total.....	RCON0010	379,508	5.

1. Includes, but is not limited to, net unrealized holding gains (losses) on available-for-sale securities, accumulated net gains (losses) on cash flow hedges, and accumulated defined benefit pension and other postretirement plan adjustments.
 2. Includes treasury stock and unearned Employee Stock Ownership Plan shares.

Schedule RC-B - Securities(Form Type - 041)

Exclude assets held for trading.

Dollar amounts in thousands		(Column A) Held-to-maturity Amortized Cost	(Column B) Held-to-maturity Fair Value	(Column C) Available-for-sale Amortized Cost	(Column D) Available-for-sale Fair Value				
1. U.S. Treasury securities.....	RCON0211	0	RCON0213	0	RCON1286	0	RCON1287	0	1.
2. U.S. Government agency and sponsored agency obligations (exclude mortgage-backed securities) ¹	RCONHT50	0	RCONHT51	0	RCONHT52	16,812	RCONHT53	16,733	2.
3. Securities issued by states and political subdivisions in the U.S.....	RCON8496	0	RCON8497	0	RCON8498	84,385	RCON8499	85,538	3.
4. Mortgage-backed securities (MBS):									4.
a. Residential mortgage pass-through securities:									4.a.
1. Guaranteed by GNMA.....	RCONG300	0	RCONG301	0	RCONG302	0	RCONG303	0	4.a.1.
2. Issued by FNMA and FHLMC.....	RCONG304	0	RCONG305	0	RCONG306	0	RCONG307	0	4.a.2.
3. Other pass-through securities.....	RCONG308	0	RCONG309	0	RCONG310	0	RCONG311	0	4.a.3.
b. Other residential mortgage-backed securities (include CMOs, REMICs, and stripped MBS):									4.b.
1. Issued or guaranteed by U.S. Government agencies or sponsored agencies ¹	RCONG312	0	RCONG313	0	RCONG314	45,127	RCONG315	45,594	4.b.1.
2. Collateralized by MBS issued or guaranteed by U.S. Government agencies or sponsored agencies ¹	RCONG316	0	RCONG317	0	RCONG318	0	RCONG319	0	4.b.2.
3. All other residential MBS.....	RCONG320	0	RCONG321	0	RCONG322	154	RCONG323	158	4.b.3.
c. Commercial MBS:									4.c.
1. Commercial mortgage pass-through securities:									4.c.1.
a. Issued or guaranteed by FNMA, FHLMC, or GNMA.....	RCONK142	0	RCONK143	0	RCONK144	122,300	RCONK145	123,300	4c1a
b. Other pass-through securities.....	RCONK146	0	RCONK147	0	RCONK148	0	RCONK149	0	4c1b
2. Other commercial MBS:									4.c.2.
a. Issued or guaranteed by U.S. Government agencies or sponsored agencies ¹	RCONK150	0	RCONK151	0	RCONK152	165,216	RCONK153	165,362	4c2a
b. All other commercial MBS.....	RCONK154	0	RCONK155	0	RCONK156	0	RCONK157	0	4c2b
5. Asset-backed securities and structured financial products:									5.
a. Asset-backed securities (ABS).....	RCONC026	0	RCONC988	0	RCONC989	0	RCONC027	0	5.a.
b. Structured financial products.....	RCONHT58	0	RCONHT59	0	RCONHT60	687,505	RCONHT61	683,873	5.b.
6. Other debt securities:									6.
a. Other domestic debt securities.....	RCON1737	0	RCON1738	0	RCON1739	141,982	RCON1741	150,272	6.a.
b. Other foreign debt securities.....	RCON1742	0	RCON1743	0	RCON1744	0	RCON1746	0	6.b.
7. Not applicable.									7.
8. Total (sum of items 1 through 6.b) ²	RCON1754	0	RCON1771	0	RCON1772	1,263,481	RCON1773	1,270,830	8.

Dollar amounts in thousands

1. Pledged securities ¹	RCON0416	43,115	M.1.
2. Maturity and repricing data for debt securities (excluding those in nonaccrual status): ¹			M.2.
a. Securities issued by the U.S. Treasury, U.S. Government agencies, and states and political subdivisions in the U.S.; other non-mortgage debt securities; and mortgage pass-through securities other than those backed by closed-end first lien 1-4 family residential mortgages with a remaining maturity or next repricing date of: ²			M.2.a.
1. Three months or less.....	RCONA549	700,606	M.2.a.1.
2. Over three months through 12 months.....	RCONA550	0	M.2.a.2.
3. Over one year through three years.....	RCONA551	0	M.2.a.3.
4. Over three years through five years.....	RCONA552	132,244	M.2.a.4.
5. Over five years through 15 years.....	RCONA553	161,622	M.2.a.5.
6. Over 15 years.....	RCONA554	65,244	M.2.a.6.
b. Mortgage pass-through securities backed by closed-end first lien 1-4 family residential mortgages with a remaining maturity or next repricing date of: ²			M.2.b.
1. Three months or less.....	RCONA555	0	M.2.b.1.
2. Over three months through 12 months.....	RCONA556	0	M.2.b.2.
3. Over one year through three years.....	RCONA557	0	M.2.b.3.
4. Over three years through five years.....	RCONA558	0	M.2.b.4.
5. Over five years through 15 years.....	RCONA559	0	M.2.b.5.
6. Over 15 years.....	RCONA560	0	M.2.b.6.
c. Other mortgage-backed securities (include CMOs, REMICs, and stripped MBS; exclude mortgage pass-through securities) with an expected average life of: ⁵			M.2.c.
1. Three years or less.....	RCONA561	0	M.2.c.1.
2. Over three years.....	RCONA562	211,114	M.2.c.2.
d. Debt securities with a REMAINING MATURITY of one year or less (included in Memorandum items 2.a through 2.c above).....	RCONA248	0	M.2.d.
<i>Memorandum item 3 is to be completed semiannually in the June and December reports only.</i>			
3. Amortized cost of held-to-maturity securities sold or transferred to available-for-sale or trading securities during the calendar year-to-date (report the amortized cost at date of sale or transfer).....	RCON1778	NR	M.3.
4. Structured notes (included in the held-to-maturity and available-for-sale accounts in Schedule RC-B, items 2, 3, 5, and 6):			M.4.
a. Amortized cost.....	RCON8782	0	M.4.a.
b. Fair value.....	RCON8783	0	M.4.b.

1. Includes Small Business Administration "Guaranteed Loan Pool Certificates"; U.S. Maritime Administration obligations; Export-Import Bank participation certificates; and obligations (other than mortgage-backed securities) issued by the Farm Credit System, the Federal Home Loan Bank System, the Federal Home Loan Mortgage Corporation, the Federal National Mortgage Association, the Financing Corporation, Resolution Funding Corporation, the Student Loan Marketing Association, and the Tennessee Valley Authority.

1. U.S. Government agencies include, but are not limited to, such agencies as the Government National Mortgage Association (GNMA), the Federal Deposit Insurance Corporation (FDIC), and the National Credit Union Administration (NCUA). U.S. Government-sponsored agencies include, but are not limited to, such agencies as the Federal Home Loan Mortgage Corporation (FHLMC) and the Federal National Mortgage Association (FNMA).

1. U.S. Government agencies include, but are not limited to, such agencies as the Government National Mortgage Association (GNMA), the Federal Deposit Insurance Corporation (FDIC), and the National Credit Union Administration (NCUA). U.S. Government-sponsored agencies include, but are not limited to, such agencies as the Federal Home Loan Mortgage Corporation (FHLMC) and the Federal National Mortgage Association (FNMA).

2. For institutions that have adopted ASU 2016-13, the total reported in column A must equal Schedule RC, item 2.a, plus Schedule RI-B, Part II, item 7, column B. For institutions that have not adopted ASU 2016-13, the total reported in column A must equal Schedule RC, item 2.a. For all institutions, the total reported in column D must equal Schedule RC, item 2.b.

Dollar amounts in thousands									
	(Column A) Held-to-maturity Amortized Cost	(Column B) Held-to-maturity Fair Value	(Column C) Available-for-sale Amortized Cost	(Column D) Available-for-sale Fair Value					
<i>Memorandum items 5.a through 5.f are to be completed by banks with \$10 billion or more in total assets.</i>									
5. Asset-backed securities (ABS) (for each column, sum of Memorandum items 5.a through 5.f must equal Schedule RC-B, item 5.a): ¹							M.5.		
a. Credit card receivables.....	RCONB838	NR	RCONB839	NR	RCONB840	NR	RCONB841	NR	M5a
b. Home equity lines.....	RCONB842	NR	RCONB843	NR	RCONB844	NR	RCONB845	NR	M5b
c. Automobile loans.....	RCONB846	NR	RCONB847	NR	RCONB848	NR	RCONB849	NR	M5c
d. Other consumer loans.....	RCONB850	NR	RCONB851	NR	RCONB852	NR	RCONB853	NR	M5d
e. Commercial and industrial loans.....	RCONB854	NR	RCONB855	NR	RCONB856	NR	RCONB857	NR	M5e
f. Other.....	RCONB858	NR	RCONB859	NR	RCONB860	NR	RCONB861	NR	M5.f
<i>Memorandum items 6.a through 6.g are to be completed by banks with \$10 billion or more in total assets.</i>									
6. Structured financial products by underlying collateral or reference assets (for each column, sum of Memorandum items 6.a through 6.g must equal Schedule RC-B, item 5.b): ¹								M.6.	
a. Trust preferred securities issued by financial institutions.....	RCONG348	NR	RCONG349	NR	RCONG350	NR	RCONG351	NR	M6a
b. Trust preferred securities issued by real estate investment trusts.....	RCONG352	NR	RCONG353	NR	RCONG354	NR	RCONG355	NR	M6b
c. Corporate and similar loans.....	RCONG356	NR	RCONG357	NR	RCONG358	NR	RCONG359	NR	M6c
d. 1-4 family residential MBS issued or guaranteed by U.S. government-sponsored enterprises (GSEs).....	RCONG360	NR	RCONG361	NR	RCONG362	NR	RCONG363	NR	M6d
e. 1-4 family residential MBS not issued or guaranteed by GSEs.....	RCONG364	NR	RCONG365	NR	RCONG366	NR	RCONG367	NR	M6e
f. Diversified (mixed) pools of structured financial products.....	RCONG368	NR	RCONG369	NR	RCONG370	NR	RCONG371	NR	M6.f
g. Other collateral or reference assets.....	RCONG372	NR	RCONG373	NR	RCONG374	NR	RCONG375	NR	M6g

1. Includes held-to-maturity securities at amortized cost, available-for-sale debt securities at fair value, and equity securities with readily determinable fair values not held for trading (reported in Schedule RC, item 2.c) at fair value.

1. Includes held-to-maturity securities at amortized cost, available-for-sale debt securities at fair value, and equity securities with readily determinable fair values not held for trading (reported in Schedule RC, item 2.c) at fair value.

2. Report fixed-rate debt securities by remaining maturity and floating-rate debt securities by next repricing date.

2. Report fixed-rate debt securities by remaining maturity and floating-rate debt securities by next repricing date.

5. Sum of Memorandum items 2.c.(1) and 2.c.(2) plus any nonaccrual "Other mortgage-backed securities" included in Schedule RC-N, item 10, column C, must equal Schedule RC-B, sum of items 4.b and 4.c.(2), columns A and D.

1. The \$10 billion asset size test is based on the total assets reported on the June 30, 2018, Report of Condition.

1. The \$10 billion asset size test is based on the total assets reported on the June 30, 2018, Report of Condition.

Schedule RC-C Part I - Loans and Leases(Form Type - 041)

Do not deduct the allowance for loan and lease losses or the allocated transfer risk reserve from amounts reported in this schedule. Report (1) loans and leases held for sale at the lower of cost or fair value, (2) loans and leases held for investment, net of unearned income, and (3) loans and leases accounted for at fair value under a fair value option. Exclude assets held for trading and commercial paper.

Dollar amounts in thousands		(Column A) To Be Completed by Banks with \$300 Million or More in Total Assets	(Column B) To Be Completed by All Banks	
1. Loans secured by real estate:				1.
a. Construction, land development, and other land loans:				1.a.
1. 1-4 family residential construction loans.....		RCONF158	116,645	1.a.1.
2. Other construction loans and all land development and other land loans.....		RCONF159	52,477	1.a.2.
b. Secured by farmland (including farm residential and other improvements).....		RCON1420	0	1.b.
c. Secured by 1-4 family residential properties:				1.c.
1. Revolving, open-end loans secured by 1-4 family residential properties and extended under lines of credit.....		RCON1797	53,690	1.c.1.
2. Closed-end loans secured by 1-4 family residential properties:				1.c.2.
a. Secured by first liens.....		RCON5367	1,243,895	1.c.2.a.
b. Secured by junior liens.....		RCON5368	6,112	1.c.2.b.
d. Secured by multifamily (5 or more) residential properties.....		RCON1460	1,255,523	1.d.
e. Secured by nonfarm nonresidential properties:				1.e.
1. Loans secured by owner-occupied nonfarm nonresidential properties.....		RCONF160	422,251	1.e.1.
2. Loans secured by other nonfarm nonresidential properties.....		RCONF161	800,270	1.e.2.
2. Loans to depository institutions and acceptances of other banks.....		RCON1288	NR	2.
a. To commercial banks in the U.S.....	RCONB531	0		2.a.
b. To other depository institutions in the U.S.....	RCONB534	0		2.b.
c. To banks in foreign countries.....	RCONB535	0		2.c.
3. Loans to finance agricultural production and other loans to farmers.....		RCON1590	0	3.
4. Commercial and industrial loans.....		RCON1766	693,638	4.
a. To U.S. addressees (domicile).....	RCON1763	693,638		4.a.
b. To non-U.S. addressees (domicile).....	RCON1764	0		4.b.
5. Not applicable				5.
6. Loans to individuals for household, family, and other personal expenditures (i.e., consumer loans) (includes purchased paper):				6.
a. Credit cards.....		RCONB538	0	6.a.
b. Other revolving credit plans.....		RCONB539	2,854	6.b.
c. Automobile loans.....		RCONK137	0	6.c.
d. Other consumer loans (includes single payment and installment loans other than automobile loans and all student loans).....		RCONK207	279	6.d.
7. Not applicable				7.
8. Obligations (other than securities and leases) of states and political subdivisions in the U.S.....		RCON2107	0	8.
9. Loans to nondepository financial institutions and other loans:				9.
a. Loans to nondepository financial institutions.....		RCONJ454	1,118,175	9.a.
b. Other loans.....		RCONJ464	0	9.b.
1. Loans for purchasing or carrying securities (secured and unsecured).....	RCON1545	0		9.b.1.
2. All other loans (exclude consumer loans).....	RCONJ451	0		9.b.2.
10. Lease financing receivables (net of unearned income).....		RCON2165	0	10.
a. Leases to individuals for household, family, and other personal expenditures (i.e., consumer leases).....	RCONF162	0		10.a.
b. All other leases.....	RCONF163	0		10.b.
11. LESS: Any unearned income on loans reflected in items 1-9 above.....		RCON2123	0	11.
12. Total loans and leases held for investment and held for sale (sum of items 1 through 10 minus item 11) (must equal Schedule RC, sum of items 4.a and 4.b).....		RCON2122	5,765,809	12.

Dollar amounts in thousands

1. Loans restructured in troubled debt restructurings that are in compliance with their modified terms (included in Schedule RC-C, part 1, and not reported as past due or nonaccrual in Schedule RC-N, Memorandum item 1):			M.1.
a. Construction, land development, and other land loans:			M.1.a.
1. 1-4 family residential construction loans.....	RCONK158	0	M.1.a.1.
2. Other construction loans and all land development and other land loans.....	RCONK159	0	M.1.a.2.
b. Loans secured by 1-4 family residential properties.....	RCONF576	4,724	M.1.b.
c. Secured by multifamily (5 or more) residential properties.....	RCONK160	0	M.1.c.
d. Secured by nonfarm nonresidential properties:			M.1.d.
1. Loans secured by owner-occupied nonfarm nonresidential properties.....	RCONK161	0	M.1.d.1.
2. Loans secured by other nonfarm nonresidential properties.....	RCONK162	0	M.1.d.2.
e. Commercial and industrial loans.....	RCONK256	235	M.1.e.
<i>Memorandum items 1.e.(1) and (2) are to be completed by banks with \$300 million or more in total assets (sum of Memorandum items 1.e(1) and (2) must equal Memorandum item 1.e):</i>			
1. To U.S. addressees (domicile).....	RCONK163	235	M.1.e.1.
2. To non-U.S. addressees (domicile).....	RCONK164	0	M.1.e.2.
f. All other loans (include loans to individuals for household, family, and other personal expenditures).....	RCONK165	0	M.1.f.
1. Loans secured by farmland.....	RCONK166	0	M.1.f.1.
2. Not applicable			M.1.f.2.
3. Not applicable			M.1.f.3.
4. Loans to individuals for household, family, and other personal expenditures:			M.1.f.4.
a. Credit cards.....	RCONK098	0	M.1.f.4.a.
b. Automobile loans.....	RCONK203	0	M.1.f.4.b.
c. Other (includes revolving credit plans other than credit cards and other consumer loans).....	RCONK204	0	M.1.f.4.c.
<i>Memorandum item 1.f.(5) is to be completed by:</i>			
* Banks with \$300 million or more in total assets			
* Banks with less than \$300 million in total assets that have loans to finance agricultural production and other loans to farmers (Schedule RC-C, Part I, item 3) exceeding 5 percent of total loans			
5. Loans to finance agricultural production and other loans to farmers included in Schedule RC-C, part I, Memorandum item 1.f, above ¹	RCONK168	0	M.1.f.5.
g. Total loans restructured in troubled debt restructurings that are in compliance with their modified terms (sum of Memorandum items 1.a.(1) through 1.f.).....	RCONHK25	4,959	M.1.g.
2. Maturity and repricing data for loans and leases (excluding those in nonaccrual status):			M.2.
a. Closed-end loans secured by first liens on 1-4 family residential properties (reported in Schedule RC-C, part I, item 1.c.(2)(a), column B, above) with a remaining maturity or next repricing date of:			M.2.a.
1. Three months or less.....	RCONA564	48,188	M.2.a.1.
2. Over three months through 12 months.....	RCONA565	105,926	M.2.a.2.
3. Over one year through three years.....	RCONA566	550,448	M.2.a.3.
4. Over three years through five years.....	RCONA567	233,107	M.2.a.4.
5. Over five years through 15 years.....	RCONA568	80,174	M.2.a.5.
6. Over 15 years.....	RCONA569	195,522	M.2.a.6.
b. All loans and leases (reported in Schedule RC-C, part I, items 1 through 10, column B, above) EXCLUDING closed-end loans secured by first liens on 1-4 family residential properties (reported in Schedule RC-C, part I, item 1.c.(2)(a), column B, above) with a remaining maturity or next repricing date of:			M.2.b.
1. Three months or less.....	RCONA570	1,779,506	M.2.b.1.
2. Over three months through 12 months.....	RCONA571	242,836	M.2.b.2.
3. Over one year through three years.....	RCONA572	810,383	M.2.b.3.
4. Over three years through five years.....	RCONA573	951,934	M.2.b.4.
5. Over five years through 15 years.....	RCONA574	696,941	M.2.b.5.
6. Over 15 years.....	RCONA575	14,270	M.2.b.6.
c. Loans and leases (reported in Schedule RC-C, part I, items 1 through 10, column B, above) with a REMAINING MATURITY of one year or less (excluding those in nonaccrual status).....	RCONA247	1,471,177	M.2.c.
3. Loans to finance commercial real estate, construction, and land development activities (not secured by real estate) included in Schedule RC-C, part I, items 4 and 9, column B ⁶	RCON2746	0	M.3.
4. Adjustable rate closed-end loans secured by first liens on 1-4 family residential properties (included in Schedule RC-C, part I, item 1.c.(2)(a), column B).....	RCON5370	1,044,122	M.4.

1. The \$300 million asset size test and the 5 percent of total loans test are based on the total assets and total loans reported on the June 30, 2018, Report of Condition.

6. Exclude loans secured by real estate that are included in Schedule RC-C, Part I, items 1.a through 1.e, column B.

Dollar amounts in thousands

<i>To be completed by banks with \$300 million or more in total assets:</i>			
5. Loans secured by real estate to non-U.S. addressees (domicile) (included in Schedule RC-C, Part I, items 1.a through 1.e, column B) ²	RCONB837	0	M.5.
<i>Memorandum item 6 is to be completed by banks that (1) together with affiliated institutions, have outstanding credit card receivables (as defined in the instructions) that exceed \$500 million as of the report date or (2) are credit card specialty banks as defined for Uniform Bank Performance Report purposes.</i>			
6. Outstanding credit card fees and finance charges included in Schedule RC-C, part I, item 6.a.....	RCONC391	NR	M.6.
<i>Memorandum items 7.a, 7.b, and 8.a are to be completed by all banks semiannually in the June and December reports only.</i>			
7. Purchased credit-impaired loans held for investment accounted for in accordance with FASB ASC 310-30 (former AICPA Statement of Position 03-3) (exclude loans held for sale): ³			M.7.
a. Outstanding balance.....	RCONC779	NR	M.7.a.
b. Amount included in Schedule RC-C, part I, items 1 through 9.....	RCONC780	NR	M.7.b.
8. Closed-end loans with negative amortization features secured by 1-4 family residential properties:			M.8.
a. Total amount of closed-end loans with negative amortization features secured by 1-4 family residential properties (included in Schedule RC-C, part I, items 1.c.(2)(a) and 1.c.(2)(b)).....	RCONF230	NR	M.8.a.
<i>Memorandum items 8.b and 8.c are to be completed semiannually in the June and December reports only by banks that had closed-end loans with negative amortization features secured by 1-4 family residential properties (as reported in Schedule RC-C, Part I, Memorandum item 8.a) as of December 31, 2019, that exceeded the lesser of \$100 million or 5 percent of total loans and leases held for investment and held for sale (as reported in Schedule RC-C, Part I, item 12, column B).</i>			
b. Total maximum remaining amount of negative amortization contractually permitted on closed-end loans secured by 1-4 family residential properties.....	RCONF231	NR	M.8.b.
c. Total amount of negative amortization on closed-end loans secured by 1-4 family residential properties included in the amount reported in Memorandum item 8.a above.....	RCONF232	NR	M.8.c.
9. Loans secured by 1-4 family residential properties in process of foreclosure (included in Schedule RC-C, part I, items 1.c.(1), 1.c.(2)(a), and 1.c.(2)(b)).....	RCONF577	0	M.9.
10. Not applicable			M.10.

2. The \$300 million asset size test is based on the total assets reported on the June 30, 2018, Report of Condition.
 3. Memorandum item 7 is to be completed only by institutions that have not yet adopted ASU 2016-13.

Dollar amounts in thousands

11. Not applicable M.11.

Dollar amounts in thousands	(Column A) Fair value of acquired loans and leases at acquisition date	(Column B) Gross contractual amounts receivable at acquisition date	(Column C) Best estimate at acquisition date of contractual cash flows not expected to be collected				
<i>Memorandum items 12.a, 12.b, 12.c, and 12.d are to be completed semiannually in the June and December reports only.</i>							
12. Loans (not subject to the requirements of FASB ASC 310-30 (former AICPA Statement of Position 03-3)) and leases held for investment that were acquired in business combinations with acquisition dates in the current calendar year: ¹				M.12.			
a. Loans secured by real estate.....	RCONG091	NR	RCONG092	NR	RCONG093	NR	M.12a
b. Commercial and industrial loans.....	RCONG094	NR	RCONG095	NR	RCONG096	NR	M.12b
c. Loans to individuals for household, family, and other personal expenditures.....	RCONG097	NR	RCONG098	NR	RCONG099	NR	M.12c
d. All other loans and all leases.....	RCONG100	NR	RCONG101	NR	RCONG102	NR	M.12d

Dollar amounts in thousands

<i>Memoranda item 13 is to be completed by banks that had construction, land development, and other land loans (as reported in Schedule RC-C, Part I, item 1.a, column B) that exceeded 100 percent of the sum of tier 1 capital (as reported in Schedule RC-R, Part I, item 26) plus the allowance for loan and lease losses or the allowance for credit losses on loans and leases, as applicable (as reported in Schedule RC, item 4.c) as of December 31, 2020.</i>					M.13.	
13. Construction, land development, and other land loans in domestic offices with interest reserves:						
a. Amount of loans that provide for the use of interest reserves (included in Schedule RC-C, part I, item 1.a, column B).....	RCONG376	NR				M.13.a.
b. Amount of interest capitalized from interest reserves on construction, land development, and other land loans that is included in interest and fee income on loans during the quarter (included in Schedule RI, item 1.a.(1)(a)(2)).	RIADG377	NR				M.13.b.
<i>Memorandum item 14 is to be completed by all banks.</i>						
14. Pledged loans and leases.....	RCONG378	5,765,809				M.14.
<i>Memorandum item 15 is to be completed for the December report only.</i>						
15. Reverse mortgages:						
a. Reverse mortgages outstanding that are held for investment (included in Schedule RC-C, item 1.c, above):						
1. Home Equity Conversion Mortgage (HECM) reverse mortgages.....	RCONJ466	NR				M.15.a.1.
2. Proprietary reverse mortgages.....	RCONJ467	NR				M.15.a.2.
b. Estimated number of reverse mortgage loan referrals to other lenders during the year from whom compensation has been received for services performed in connection with the origination of the reverse mortgages:						
1. Home Equity Conversion Mortgage (HECM) reverse mortgages.....	RCONJ468	NR				M.15.b.1.
2. Proprietary reverse mortgages.....	RCONJ469	NR				M.15.b.2.
c. Principal amount of reverse mortgage originations that have been sold during the year:						
1. Home Equity Conversion Mortgage (HECM) reverse mortgages.....	RCONJ470	NR				M.15.c.1.
2. Proprietary reverse mortgages.....	RCONJ471	NR				M.15.c.2.
<i>Memorandum item 16 is to be completed by all banks.</i>						
16. Revolving, open-end loans secured by 1-4 family residential properties and extended under lines of credit that have converted to non-revolving closed-end status (included in item 1.c.(1) above).....	RCONLE75	0				M.16.
<i>Amounts reported in Memorandum items 17.a and 17.b will not be made available to the public on an individual institution basis.</i>						
17. Eligible loan modifications under Section 4013, Temporary Relief from Troubled Debt Restructurings, of the 2020 Coronavirus Aid, Relief, and Economic Security Act:						
a. Number of Section 4013 loans outstanding.....	RCONLG24	CONF				M.17.a.
b. Outstanding balance of Section 4013 loans.....	RCONLG25	CONF				M.17.b.

1. Institutions that have adopted ASU 2016-13 should report only loans held for investment not considered purchased credit-deteriorated in Memorandum item 12.

Schedule RC-C Part II - Loans to Small Businesses and Small Farms(Form Type - 041)

Report the number and amount currently outstanding as of the report date of business loans with "original amounts" of \$1,000,000 or less and farm loans with "original amounts" of \$500,000 or less. The following guidelines should be used to determine the "original amount" of a loan:
 (1) For loans drawn down under lines of credit or loan commitments, the "original amount" of the loan is the size of the line of credit or loan commitment when the line of credit or loan commitment was most recently approved, extended, or renewed prior to the report date. However, if the amount currently outstanding as of the report date exceeds this size, the "original amount" is the amount currently outstanding on the report date. (2) For loan participations and syndications, the "original amount" of the loan participation or syndication is the entire amount of the credit originated by the lead lender. (3) For all other loans, the "original amount" is the total amount of the loan at origination or the amount currently outstanding as of the report date, whichever is larger.

Dollar amounts in thousands

1. Indicate in the appropriate box at the right whether all or substantially all of the dollar volume of your bank's "Loans secured by nonfarm nonresidential properties" reported in Schedule RC-C, part I, items 1.e.(1) and 1.e.(2), and all or substantially all of the dollar volume of your bank's "Commercial and industrial loans" reported in Schedule RC-C, part I, item 4, have original amounts of \$100,000 or less.....	RCON6999	No	1.
<i>If YES, complete items 2.a and 2.b below, skip items 3 and 4, and go to item 5. If NO and your bank has loans outstanding in either loan category, skip items 2.a and 2.b, complete items 3 and 4 below, and go to item 5. If NO and your bank has no loans outstanding in both loan categories, skip items 2 through 4, and go to item 5</i>			2.
2. Report the total number of loans currently outstanding for each of the following Schedule RC-C, part I, loan categories:			
a. "Loans secured by nonfarm nonresidential properties" reported in Schedule RC-C, part I, items 1.e.(1) and 1.e.(2).....	RCON5562	NR	2.a.
b. "Commercial and industrial loans" reported in Schedule RC-C, part I, item 4 ¹	RCON5563	NR	2.b.

Dollar amounts in thousands

	(Column A) Number of Loans	(Column B) Amount Currently Outstanding			
3. Number and amount currently outstanding of "Loans secured by nonfarm nonresidential properties" reported in Schedule RC-C, part I, items 1.e.(1) and 1.e.(2):			3.		
a. With original amounts of \$100,000 or less.....	RCON5564	0	RCON5565	0	3.a.
b. With original amounts of more than \$100,000 through \$250,000.....	RCON5566	17	RCON5567	2,013	3.b.
c. With original amounts of more than \$250,000 through \$1,000,000.....	RCON5568	141	RCON5569	54,873	3.c.
4. Number and amount currently outstanding of "Commercial and industrial loans" reported in Schedule RC-C, part I, item 4:			4.		
a. With original amounts of \$100,000 or less.....	RCON5570	900	RCON5571	28,899	4.a.
b. With original amounts of more than \$100,000 through \$250,000.....	RCON5572	320	RCON5573	46,113	4.b.
c. With original amounts of more than \$250,000 through \$1,000,000.....	RCON5574	333	RCON5575	129,741	4.c.

Dollar amounts in thousands

5. Indicate in the appropriate box at the right whether all or substantially all of the dollar volume of your bank's "Loans secured by farmland (including farm residential and other improvements)" reported in Schedule RC-C, part I, item 1.b, and all or substantially all of the dollar volume of your bank's "Loans to finance agricultural production and other loans to farmers" reported in Schedule RC-C, part I, item 3, have original amounts of \$100,000 or less.....	RCON6860	No	5.
<i>If YES, complete items 6.a and 6.b below, and do not complete items 7 and 8. If NO and your bank has loans outstanding in either loan category, skip items 6.a and 6.b and complete items 7 and 8 below. If NO and your bank has no loans outstanding in both loan categories, do not complete items 6 through 8.</i>			6.
6. Report the total number of loans currently outstanding for each of the following Schedule RC-C, part I, loan categories:			
a. "Loans secured by farmland (including farm residential and other improvements)" reported in Schedule RC-C, part I, item 1.b.....	RCON5576	NR	6.a.
b. "Loans to finance agricultural production and other loans to farmers" reported in Schedule RC-C, part I, item 3.....	RCON5577	NR	6.b.

Dollar amounts in thousands

	(Column A) Number of Loans	(Column B) Amount Currently Outstanding			
7. Number and amount currently outstanding of "Loans secured by farmland (including farm residential and other improvements)" reported in Schedule RC-C, part I, item 1.b:			7.		
a. With original amounts of \$100,000 or less.....	RCON5578	NR	RCON5579	NR	7.a.
b. With original amounts of more than \$100,000 through \$250,000.....	RCON5580	NR	RCON5581	NR	7.b.
c. With original amounts of more than \$250,000 through \$500,000.....	RCON5582	NR	RCON5583	NR	7.c.
8. Number and amount currently outstanding of "Loans to finance agricultural production and other loans to farmers" reported in Schedule RC-C, part I, item 3:			8.		
a. With original amounts of \$100,000 or less.....	RCON5584	NR	RCON5585	NR	8.a.
b. With original amounts of more than \$100,000 through \$250,000.....	RCON5586	NR	RCON5587	NR	8.b.
c. With original amounts of more than \$250,000 through \$500,000.....	RCON5588	NR	RCON5589	NR	8.c.

Schedule RC-D - Trading Assets and Liabilities(Form Type - 041)

RC-D is to be completed by banks that reported total trading assets of \$10 million or more in any of the four preceding calendar quarters and all banks meeting the FDIC's definition of a large or highly complex institution for deposit insurance assessment purposes.

Dollar amounts in thousands

1. U.S. Treasury securities.....	RCON3531	NR	1.
2. U.S. Government agency obligations (exclude mortgage-backed securities).....	RCON3532	NR	2.
3. Securities issued by states and political subdivisions in the U.S.....	RCON3533	NR	3.
4. Mortgage-backed securities (MBS):			4.
a. Residential mortgage pass-through securities issued or guaranteed by FNMA, FHLMC, or GNMA.....	RCONG379	NR	4.a.
b. Other residential MBS issued or guaranteed by U.S. Government agencies or sponsored agencies (include CMOs, REMICs, and stripped MBS).....	RCONG380	NR	4.b.
c. All other residential MBS.....	RCONG381	NR	4.c.
d. Commercial MBS issued or guaranteed by U.S. Government agencies or sponsored agencies ¹	RCONK197	NR	4.d.
e. All other commercial MBS.....	RCONK198	NR	4.e.
5. Other debt securities:			5.
a. Structured financial products.....	RCONHT62	NR	5.a.
b. All other debt securities.....	RCONG386	NR	5.b.
6. Loans:			6.
a. Loans secured by real estate:			6.a.
1. Loans secured by 1-4 family residential properties.....	RCONHT63	NR	6.a.1.
2. All other loans secured by real estate.....	RCONHT64	NR	6.a.2.
b. Commercial and industrial loans.....	RCONF614	NR	6.b.
c. Loans to individuals for household, family, and other personal expenditures (i.e., consumer loans) (includes purchased paper).....	RCONHT65	NR	6.c.
d. Other loans.....	RCONF618	NR	6.d.
7. Not applicable			7.
8. Not applicable			8.
9. Other trading assets.....	RCON3541	NR	9.
10. Not applicable			10.
11. Derivatives with a positive fair value.....	RCON3543	0	11.
12. Total trading assets (sum of items 1 through 11) (must equal Schedule RC, item 5).....	RCON3545	0	12.
13. Not available			13.
a. Liability for short positions.....	RCON3546	NR	13.a.
b. Other trading liabilities.....	RCONF624	NR	13.b.
14. Derivatives with a negative fair value.....	RCON3547	0	14.
15. Total trading liabilities (sum of items 13.a through 14) (must equal Schedule RC, item 15).....	RCON3548	0	15.
1. Unpaid principal balance of loans measured at fair value (reported in Schedule RC-D, items 6.a.(1) through 6.d):			M.1.
a. Loans secured by real estate:			M.1.a.
1. Loans secured by 1-4 family residential properties.....	RCONHT66	NR	M.1.a.1.
2. All other loans secured by real estate.....	RCONHT67	NR	M.1.a.2.
b. Commercial and industrial loans.....	RCONF632	NR	M.1.b.
c. Loans to individuals for household, family, and other personal expenditures (i.e., consumer loans) (includes purchased paper).....	RCONHT68	NR	M.1.c.
d. Other loans.....	RCONF636	NR	M.1.d.

1. Banks with \$300 million or more in total assets should provide the requested information for "Commercial and industrial loans" based on the loans reported in Schedule RC-C, Part I, item 4.a, column A, "Commercial and industrial loans to U.S. addressees."
 1. U.S. Government agencies include, but are not limited to, such agencies as the Government National Mortgage Association (GNMA), the Federal Deposit Insurance Corporation (FDIC), and the National Credit Union Administration (NCUA). U.S. Government-sponsored agencies include, but are not limited to, such agencies as the Federal Home Loan Mortgage Corporation (FHLMC) and the Federal National Mortgage Association (FNMA).

Schedule RC-E - Deposit Liabilities(Form Type - 041)

Dollar amounts in thousands		(Column A) Transaction Accounts Total transaction accounts (including total demand deposits)		(Column B) Transaction Accounts Memo: Total demand deposits (included in column A)		(Column C) Nontransaction Accounts Total nontransaction accounts (including MMDAs)	
Deposits of:							
1. Individuals, partnerships, and corporations (include all certified and official checks).....	RCONB549	1,477,749			RCONB550	3,639,778	1.
2. U.S. Government.....	RCON2202	0			RCON2520	0	2.
3. States and political subdivisions in the U.S.....	RCON2203	99,024			RCON2530	358,958	3.
4. Commercial banks and other depository institutions in the U.S.....	RCONB551	5,187			RCONB552	607,405	4.
5. Banks in foreign countries.....	RCON2213	0			RCON2236	0	5.
6. Foreign governments and official institutions (including foreign central banks).....	RCON2216	0			RCON2377	0	6.
7. Total (sum of items 1 through 6) (sum of columns A and C must equal Schedule RC, item 13.a).....	RCON2215	1,581,960	RCON2210	1,581,960	RCON2385	4,606,141	7.

Dollar amounts in thousands

1. Selected components of total deposits (i.e., sum of item 7, columns A and C):			M.1.
a. Total Individual Retirement Accounts (IRAs) and Keogh Plan accounts.....	RCON6835	56,302	M.1.a.
b. Total brokered deposits.....	RCON2365	10,000	M.1.b.
c. Brokered deposits of \$250,000 or less (fully insured brokered deposits) ²	RCONHK05	10,000	M.1.c.
d. Maturity data for brokered deposits:			M.1.d.
1. Brokered deposits of \$250,000 or less with a remaining maturity of one year or less (included in Memorandum item 1.c above).....	RCONHK06	10,000	M.1.d.1.
2. Not applicable			M.1.d.2.
3. Brokered deposits of more than \$250,000 with a remaining maturity of one year or less (included in Memorandum item 1.b above).....	RCONK220	0	M.1.d.3.
e. Preferred deposits (uninsured deposits of states and political subdivisions in the U.S. reported in item 3 above which are secured or collateralized as required under state law) (to be completed for the December report only).	RCON5590	NR	M.1.e.
f. Estimated amount of deposits obtained through the use of deposit listing services that are not brokered deposits.....	RCONK223	0	M.1.f.
g. Total reciprocal deposits (as of the report date).....	RCONJH83	501,342	M.1.g.
2. Components of total nontransaction accounts (sum of Memorandum items 2.a through 2.d must equal item 7, column C above):			M.2.
a. Savings deposits:			M.2.a.
1. Money market deposit accounts (MMDAs).....	RCON6810	3,028,041	M.2.a.1.
2. Other savings deposits (excludes MMDAs).....	RCON0352	909,631	M.2.a.2.
b. Total time deposits of less than \$100,000.....	RCON6648	106,656	M.2.b.
c. Total time deposits of \$100,000 through \$250,000.....	RCONJ473	157,977	M.2.c.
d. Total time deposits of more than \$250,000.....	RCONJ474	403,836	M.2.d.
e. Individual Retirement Accounts (IRAs) and Keogh Plan accounts of \$100,000 or more included in Memorandum items 2.c and 2.d above.....	RCONF233	21,525	M.2.e.
3. Maturity and repricing data for time deposits of \$250,000 or less:			M.3.
a. Time deposits of \$250,000 or less with a remaining maturity or next repricing date of: ^{1, 2}			M.3.a.
1. Three months or less.....	RCONHK07	80,229	M.3.a.1.
2. Over three months through 12 months.....	RCONHK08	143,198	M.3.a.2.
3. Over one year through three years.....	RCONHK09	37,882	M.3.a.3.
4. Over three years.....	RCONHK10	3,324	M.3.a.4.
b. Time deposits of \$250,000 or less with a REMAINING MATURITY of one year or less (included in Memorandum items 3.a.(1) and 3.a.(2) above) ³	RCONHK11	223,427	M.3.b.
4. Maturity and repricing data for time deposits of more than \$250,000:			M.4.
a. Time deposits of more than \$250,000 with a remaining maturity or next repricing date of: ^{1, 4}			M.4.a.
1. Three months or less.....	RCONHK12	208,742	M.4.a.1.
2. Over three months through 12 months.....	RCONHK13	154,977	M.4.a.2.
3. Over one year through three years.....	RCONHK14	40,117	M.4.a.3.
4. Over three years.....	RCONHK15	0	M.4.a.4.
b. Time deposits of more than \$250,000 with a REMAINING MATURITY of one year or less (included in Memorandum items 4.a.(1) and 4.a.(2) above) ³	RCONK222	363,718	M.4.b.
5. Does your institution offer one or more consumer deposit account products, i.e., transaction account or nontransaction savings account deposit products intended primarily for individuals for personal, household, or family use?.....	RCONP752	Yes	M.5.
<i>Memorandum items 6 and 7 are to be completed by institutions with \$1 billion or more in total assets that answered "Yes" to Memorandum item 5 above.</i>			M.6.
6. Components of total transaction account deposits of individuals, partnerships, and corporations (sum of Memorandum items 6.a and 6.b must be less than or equal to item 1, column A, above): ⁵			M.6.
a. Total deposits in those noninterest-bearing transaction account deposit products intended primarily for individuals for personal, household, or family use.....	RCONP753	401,586	M.6.a.

- The dollar amount used as the basis for reporting in Memorandum item 1.c reflects the deposit insurance limit in effect on the report date.
- Report fixed-rate time deposits by remaining maturity and floating rate time deposits by next repricing date.
- Report both fixed-and floating-rate time deposits by remaining maturity. Exclude floating-rate time deposits with a next repricing date of one year or less that have a remaining maturity of over one year.
- Report fixed-rate time deposits by remaining maturity and floating rate time deposits by next repricing date.
- Report both fixed-and floating-rate time deposits by remaining maturity. Exclude floating-rate time deposits with a next repricing date of one year or less that have a remaining maturity of over one year.
- The \$1 billion asset size test is based on the total assets reported on the June 30, 2018, Report of Condition.

Dollar amounts in thousands

b. Total deposits in those interest-bearing transaction account deposit products intended primarily for individuals for personal, household, or family use.....	RCONP754	1,039,935	M.6.b.
7. Components of total nontransaction account deposits of individuals, partnerships, and corporations (sum of Memorandum items 7.a.(1), 7.a.(2), 7.b.(1), and 7.b.(2) plus all time deposits of individuals, partnerships, and corporations must equal item 1, column C, above):			M.7.
a. Money market deposit accounts (MMDAs) of individuals, partnerships, and corporations (sum of Memorandum items 7.a.(1) and 7.a.(2) must be less than or equal to Memorandum item 2.a.(1) above):			M.7.a.
1. Total deposits in those MMDA deposit products intended primarily for individuals for personal, household, or family use.....	RCONP756	2,390,229	M.7.a.1.
2. Deposits in all other MMDAs of individuals, partnerships, and corporations.....	RCONP757	0	M.7.a.2.
b. Other savings deposit accounts of individuals, partnerships, and corporations (sum of Memorandum items 7.b.(1) and 7.b.(2) must be less than or equal to Memorandum item 2.a.(2) above):			M.7.b.
1. Total deposits in those other savings deposit account deposit products intended primarily for individuals for personal, household, or family use.....	RCONP758	909,629	M.7.b.1.
2. Deposits in all other savings deposit accounts of individuals, partnerships, and corporations.....	RCONP759	0	M.7.b.2.

Schedule RC-F - Other Assets(Form Type - 041)

Dollar amounts in thousands

1. Accrued interest receivable ²	RCONB556	24,244	1.
2. Net deferred tax assets ³	RCON2148	45,614	2.
3. Interest-only strips receivable (not in the form of a security) ⁴	RCONHT80	0	3.
4. Equity investments without readily determinable fair values ⁵	RCON1752	44,964	4.
5. Life insurance assets:			5.
a. General account life insurance assets.....	RCONK201	92,182	5.a.
b. Separate account life insurance assets.....	RCONK202	20,297	5.b.
c. Hybrid account life insurance assets.....	RCONK270	0	5.c.
6. All other assets (itemize and describe amounts greater than \$100,000 that exceed 25% of this item).....	RCON2168	186,698	6.
a. Prepaid expenses.....	RCON2166	5,803	6.a.
b. Repossessed personal property (including vehicles).....	RCON1578	NR	6.b.
c. Derivatives with a positive fair value held for purposes other than trading.....	RCONC010	4,706	6.c.
d. FDIC loss-sharing indemnification assets.....	RCONJ448	NR	6.d.
e. Computer software.....	RCONFT33	7,608	6.e.
f. Accounts receivable.....	RCONFT34	8,218	6.f.
g. Receivables from foreclosed government-guaranteed mortgage loans.....	RCONFT35	NR	6.g.
h. Disclose component and the dollar amount of that component:			6.h.
1. Describe component.....	TEXT3549	Click here for value	6.h.1.
2. Amount of component.....	RCON3549	18,594	6.h.2.
i. Disclose component and the dollar amount of that component:			6.i.
1. Describe component.....	TEXT3550	Click here for value	6.i.1.
2. Amount of component.....	RCON3550	23,809	6.i.2.
j. Disclose component and the dollar amount of that component:			6.j.
1. Describe component.....	TEXT3551	LAFC asset	6.j.1.
2. Amount of component.....	RCON3551	1,587	6.j.2.
7. Total (sum of items 1 through 6) (must equal Schedule RC, item 11).....	RCON2160	413,999	7.

(TEXT3549) Affordable Housing Fund

(TEXT3550) Investments in Alternative Energy Partnerships

2. Include accrued interest receivable on loans, leases, debt securities, and other interest-bearing assets. Exclude accrued interest receivables on financial assets that are reported elsewhere on the balance sheet.
3. See discussion of deferred income taxes in Glossary entry on "income taxes."
4. Report interest-only strips receivable in the form of a security as available-for-sale securities in Schedule RC, item 2.b, or as trading assets in Schedule RC, item 5, as appropriate.
5. Include Federal Reserve stock, Federal Home Loan Bank stock, and bankers' bank stock.

Schedule RC-G - Other Liabilities(Form Type - 041)

Dollar amounts in thousands

1. Not available			1.
a. Interest accrued and unpaid on deposits ¹	RCON3645	187	1.a.
b. Other expenses accrued and unpaid (includes accrued income taxes payable)	RCON3646	37,441	1.b.
2. Net deferred tax liabilities ²	RCON3049	0	2.
3. Allowance for credit losses on off-balance sheet credit exposures ³	RCONB557	3,360	3.
4. All other liabilities (itemize and describe amounts greater than \$100,000 that exceed 25 percent of this item)	RCON2938	62,440	4.
a. Accounts payable	RCON3066	6,851	4.a.
b. Deferred compensation liabilities	RCONC011	NR	4.b.
c. Dividends declared but not yet payable	RCON2932	NR	4.c.
d. Derivatives with a negative fair value held for purposes other than trading	RCONC012	4,904	4.d.
e. Operating lease liabilities	RCONLB56	23,173	4.e.
f. Disclose component and the dollar amount of that component:			4.f.
1. Describe component	TEXT3552	Click here for value	4.f.1.
2. Amount of component	RCON3552	17,284	4.f.2.
g. Disclose component and the dollar amount of that component:			4.g.
1. Describe component	TEXT3553	NR	4.g.1.
2. Amount of component	RCON3553	NR	4.g.2.
h. Disclose component and the dollar amount of that component:			4.h.
1. Describe component	TEXT3554	NR	4.h.1.
2. Amount of component	RCON3554	NR	4.h.2.
5. Total	RCON2930	103,428	5.

(TEXT3552) Housing Fund Payable

1. For savings banks, include "dividends" accrued and unpaid on deposits.
 2. See discussion of deferred income taxes in Glossary entry on "income taxes."
 3. Institutions that have adopted ASU 2016-13 should report in item 3 the allowance for credit losses on those off-balance sheet credit exposures that are not unconditionally cancelable.

Schedule RC-K - Quarterly Averages(Form Type - 041)

Dollar amounts in thousands

1. Interest-bearing balances due from depository institutions.....	RCON3381	291,920	1.
2. U.S. Treasury securities and U.S. Government agency obligations (excluding mortgage-backed securities) ²	RCONB558	17,128	2.
3. Mortgage-backed securities ²	RCONB559	315,454	3.
4. All other debt securities and equity securities with readily determinable fair values not held for trading ²	RCONB560	903,555	4.
5. Federal funds sold and securities purchased under agreements to resell.....	RCON3365	0	5.
6. Loans:			6.
a. Total loans.....	RCON3360	5,784,041	6.a.
b. Loans secured by real estate:			6.b.
1. Loans secured by 1-4 family residential properties.....	RCON3465	1,234,020	6.b.1.
2. All other loans secured by real estate.....	RCON3466	2,681,050	6.b.2.
c. Commercial and industrial loans.....	RCON3387	666,443	6.c.
d. Loans to individuals for household, family, and other personal expenditures:			6.d.
1. Credit cards.....	RCONB561	0	6.d.1.
2. Other (includes revolving credit plans other than credit cards, automobile loans, and other consumer loans).....	RCONB562	4,568	6.d.2.
<i>Item 7 is to be completed by banks with total trading assets of \$10 million or more in any of the four preceding calendar quarters and all banks meeting the FDIC's definition of a large or highly complex institution for deposit insurance assessment purposes.</i>	RCON3401	NR	7.
7. Trading assets.....			
8. Lease financing receivables (net of unearned income).....	RCON3484	0	8.
9. Total assets ⁴	RCON3368	7,839,862	9.
10. Interest-bearing transaction accounts (interest-bearing demand deposits, NOW accounts, ATS accounts, and telephone and preauthorized transfer accounts).....	RCON3485	2,249,310	10.
11. Nontransaction accounts:			11.
a. Savings deposits (includes MMDAs).....	RCONB563	1,545,529	11.a.
b. Time deposits of \$250,000 or less.....	RCONHK16	297,295	11.b.
c. Time deposits of more than \$250,000.....	RCONHK17	422,885	11.c.
12. Federal funds purchased and securities sold under agreements to repurchase.....	RCON3353	3,900	12.
<i>To be completed by banks with \$100 million or more in total assets:</i>			
13. Other borrowed money (includes mortgage indebtedness and obligations under capitalized leases) ⁵	RCON3355	468,413	13.
<i>Memorandum item 1 is to be completed by:</i> <i>• banks with \$300 million or more in total assets, and</i> <i>• banks with less than \$300 million in total assets that have loans to finance agricultural production and other loans to farmers (Schedule RC-C, Part 1, item 3) exceeding 5 percent of total loans.</i>			
1. Loans to finance agricultural production and other loans to farmers ²	RCON3386	0	M.1.

2. Quarterly averages for all debt securities should be based on amortized cost.

2. Quarterly averages for all debt securities should be based on amortized cost.

4. The quarterly average for total assets should reflect securities not held for trading as follows: a) Debt securities at amortized cost, b) Equity securities with readily determinable fair values at fair value, and c) Equity investments without readily determinable fair values, their balance sheet carrying values (i.e., fair value or, if elected, cost minus impairment, if any, plus or minus changes resulting from observable price changes).

5. The \$100 million asset-size test is based on the total assets reported on the June 30, 2018, Report of Condition.

2. The \$300 million asset-size test and the 5 percent of total loans test are based on the total assets and total loans reported on the June 30, 2018, Report of Condition.

Schedule RC-L - Derivatives and Off-Balance Sheet Items(Form Type - 041)

Please read carefully the instructions for the preparation of Schedule RC-L. Some of the amounts reported in Schedule RC-L are regarded as volume indicators and not necessarily as measures of risk.

Dollar amounts in thousands

1. Unused commitments:					1.
a. Revolving, open-end lines secured by 1-4 family residential properties, i.e., home equity lines.....	RCON3814		44,206		1.a.
<i>Item 1.a.(1) is to be completed for the December report only.</i>					
1. Unused commitments for reverse mortgages outstanding that are held for investment in domestic offices (included in item 1.a. above).....	RCONHT72		NR		1.a.1.
b. Credit card lines (Sum of items 1.b.(1) and 1.b.(2) must equal item 1.b.).....	RCON3815		0		1.b.
<i>Items 1.b.(1) and 1.b.(2) are to be completed semiannually in the June and December reports only by banks with either \$300 million or more in total assets or \$300 million or more in credit card lines (sum of items 1.b.(1) and 1.b.(2) must equal item 1.b.)</i>					
1. Unused consumer credit card lines ¹	RCONJ455		NR		1.b.1.
2. Other unused credit card lines.....	RCONJ456		NR		1.b.2.
c. Commitments to fund commercial real estate, construction, and land development loans:					1.c.
1. Secured by real estate:					1.c.1.
a. 1-4 family residential construction loan commitments.....	RCONF164		33,333		1.c.1.a.
b. Commercial real estate, other construction loan, and land development loan commitments.....	RCONF165		24,931		1.c.1.b.
2. Not secured by real estate.....	RCON6550		0		1.c.2.
d. Securities underwriting.....	RCON3817		0		1.d.
e. Other unused commitments:					1.e.
1. Commercial and industrial loans.....	RCONJ457		337,143		1.e.1.
2. Loans to financial institutions.....	RCONJ458		0		1.e.2.
3. All other unused commitments.....	RCONJ459		1,237,795		1.e.3.
2. Financial standby letters of credit.....	RCON3819		3,817		2.
<i>Item 2.a is to be completed by banks with \$1 billion or more in total assets.</i>					
a. Amount of financial standby letters of credit conveyed to others ¹	RCON3820		0		2.a.
3. Performance standby letters of credit.....	RCON3821		72,491		3.
<i>Item 3.a is to be completed by banks with \$1 billion or more in total assets</i>					
a. Amount of performance standby letters of credit conveyed to others ¹	RCON3822		0		3.a.
4. Commercial and similar letters of credit.....	RCON3411		500		4.
5. Not applicable					5.
6. Securities lent and borrowed:					6.
a. Securities lent (including customers' securities lent where the customer is indemnified against loss by the reporting bank).....	RCON3433		0		6.a.
b. Securities borrowed.....	RCON3432		0		6.b.

Dollar amounts in thousands

	(Column A) Sold Protection		(Column B) Purchased Protection		
7. Credit derivatives:					7.
a. Notional amounts:					7.a.
1. Credit default swaps.....	RCONC968	0	RCONC969	0	7.a.1.
2. Total return swaps.....	RCONC970	0	RCONC971	0	7.a.2.
3. Credit options.....	RCONC972	0	RCONC973	0	7.a.3.
4. Other credit derivatives.....	RCONC974	0	RCONC975	0	7.a.4.
b. Gross fair values:					7.b.
1. Gross positive fair value.....	RCONC219	0	RCONC221	0	7.b.1.
2. Gross negative fair value.....	RCONC220	0	RCONC222	0	7.b.2.

Dollar amounts in thousands

c. Notional amounts by regulatory capital treatment: ¹				7.c.
1. Positions covered under the Market Risk Rule:				7.c.1.
a. Sold protection.....	RCONG401		0	7.c.1.a.
b. Purchased protection.....	RCONG402		0	7.c.1.b.
2. All other positions:				7.c.2.
a. Sold protection.....	RCONG403		0	7.c.2.a.
b. Purchased protection that is recognized as a guarantee for regulatory capital purposes.....	RCONG404		0	7.c.2.b.
c. Purchased protection that is not recognized as a guarantee for regulatory capital purposes.....	RCONG405		0	7.c.2.c.

Dollar amounts in thousands

	(Column A) Remaining Maturity of One Year or Less		(Column B) Remaining Maturity of Over One Year Through Five Years		(Column C) Remaining Maturity of Over Five Years		
d. Notional amounts by remaining maturity:							7.d.
1. Sold credit protection: ²							7.d.1.
a. Investment grade.....	RCONG406	0	RCONG407	0	RCONG408	0	7d1a
b. Subinvestment grade.....	RCONG409	0	RCONG410	0	RCONG411	0	7d1b
2. Purchased credit protection: ³							7.d.2.
a. Investment grade.....	RCONG412	0	RCONG413	0	RCONG414	0	7d2a
b. Subinvestment grade.....	RCONG415	0	RCONG416	0	RCONG417	0	7d2b

1. The asset-size tests and the \$300 million credit card lines test are based on the total assets and credit card lines reported in the June 30, 2018, Report of Condition.
 1. The asset-size tests and the \$300 million credit card lines test are based on the total assets and credit card lines reported in the June 30, 2018, Report of Condition.
 1. The asset-size tests and the \$300 million credit card lines test are based on the total assets and credit card lines reported in the June 30, 2018, Report of Condition.

Dollar amounts in thousands

8. Not applicable			8.
9. All other off-balance sheet liabilities (exclude derivatives) (itemize and describe each component of this item over 25% of Schedule RC, item 27.a, "Total bank equity capital").....	RCON3430	0	9.
a. Not applicable			9.a.
b. Commitments to purchase when-issued securities.....	RCON3434	0	9.b.
c. Standby letters of credit issued by another party (e.g., a Federal Home Loan Bank) on the bank's behalf.....	RCONC978	0	9.c.
d. Disclose component and the dollar amount of that component:			9.d.
1. Describe component.....	TEXT3555	NR	9.d.1.
2. Amount of component.....	RCON3555	0	9.d.2.
e. Disclose component and the dollar amount of that component:			9.e.
1. Describe component.....	TEXT3556	NR	9.e.1.
2. Amount of component.....	RCON3556	0	9.e.2.
f. Disclose component and the dollar amount of that component:			9.f.
(TEXT3557) NR	RCON3557	0	9.f.1.
10. All other off-balance sheet assets (exclude derivatives) (itemize and describe each component of this item over 25% of Schedule RC, item 27.a, "Total bank equity capital").....	RCON5591	0	10.
a. Commitments to sell when-issued securities.....	RCON3435	0	10.a.
b. Disclose component and the dollar amount of that component:			10.b.
1. Describe component.....	TEXT5592	NR	10.b.1.
2. Amount of component.....	RCON5592	0	10.b.2.
c. Disclose component and the dollar amount of that component:			10.c.
1. Describe component.....	TEXT5593	NR	10.c.1.
2. Amount of component.....	RCON5593	0	10.c.2.
d. Disclose component and the dollar amount of that component:			10.d.
1. Describe component.....	TEXT5594	NR	10.d.1.
2. Amount of component.....	RCON5594	0	10.d.2.
e. Disclose component and the dollar amount of that component:			10.e.
1. Describe component.....	TEXT5595	NR	10.e.1.
2. Amount of component.....	RCON5595	0	10.e.2.
<i>Items 11.a and 11.b are to be completed semiannually in the June and December reports only.</i>			11.
11. Year-to-date merchant credit card sales volume:			
a. Sales for which the reporting bank is the acquiring bank.....	RCONC223	NR	11.a.
b. Sales for which the reporting bank is the agent bank with risk.....	RCONC224	NR	11.b.

1. Sum of items 7.c.(1)(a) and 7.c.(2)(a), must equal sum of items 7.a.(1) through (4), column A. Sum of items 7.c.(1)(b), 7.c.(2)(b), and 7.c.(2)(c) must equal sum of items 7.a.(1) through (4), column B.
 2. Sum of items 7.d.(1)(a) and (b), columns A through C, must equal sum of items 7.a.(1) through (4), column A.
 3. Sum of items 7.d.(2)(a) and (b), columns A through C, must equal sum of items 7.a.(1) through (4), column B.

Dollar amounts in thousands									
	(Column A) Interest Rate Contracts	(Column B) Foreign Exchange Contracts	(Column C) Equity Derivative Contracts	(Column D) Commodity and Other Contracts					
12. Gross amounts (e.g., notional amounts):							12.		
a. Futures contracts.....	RCON8693	0	RCON8694	0	RCON8695	0	RCON8696	0	12.a.
b. Forward contracts.....	RCON8697	0	RCON8698	13,294	RCON8699	0	RCON8700	0	12.b.
c. Exchange-traded option contracts:									12.c.
1. Written options.....	RCON8701	0	RCON8702	0	RCON8703	0	RCON8704	0	12c1.
2. Purchased options.....	RCON8705	0	RCON8706	0	RCON8707	0	RCON8708	0	12c2.
d. Over-the-counter option contracts:									12.d.
1. Written options.....	RCON8709	0	RCON8710	0	RCON8711	0	RCON8712	0	12d1.
2. Purchased options.....	RCON8713	0	RCON8714	0	RCON8715	0	RCON8716	0	12d2.
e. Swaps.....	RCON3450	129,821	RCON3826	0	RCON8719	0	RCON8720	0	12.e.
13. Total gross notional amount of derivative contracts held for trading.....	RCONA126	0	RCONA127	0	RCON8723	0	RCON8724	0	13.
14. Total gross notional amount of derivative contracts held for purposes other than trading.....	RCON8725	129,821	RCON8726	13,294	RCON8727	0	RCON8728	0	14.
a. Interest rate swaps where the bank has agreed to pay a fixed rate.....	RCONA589	0							14.a.
15. Gross fair values of derivative contracts:									15.
a. Contracts held for trading:									15.a.
1. Gross positive fair value.....	RCON8733	0	RCON8734	0	RCON8735	0	RCON8736	0	15a1.
2. Gross negative fair value.....	RCON8737	0	RCON8738	0	RCON8739	0	RCON8740	0	15a2.
b. Contracts held for purposes other than trading:									15.b.
1. Gross positive fair value.....	RCON8741	4,451	RCON8742	255	RCON8743	0	RCON8744	0	15b1.
2. Gross negative fair value.....	RCON8745	4,661	RCON8746	243	RCON8747	0	RCON8748	0	15b2.

Dollar amounts in thousands					
	(Column A) Banks and Securities Firms	(Column B)	(Column C) Hedge Funds	(Column D) Sovereign Governments	(Column E) Corporations and All Other Counterparties
Item 16 is to be completed only by banks with total assets of \$10 billion or more					
16. Over-the counter derivatives: ¹					
a. Net current credit exposure.....	RCONG418 NR				RCONG422 NR
b. Fair value of collateral:					
1. Cash - U.S. dollar.....	RCONG423 NR				RCONG427 NR
2. Cash - Other currencies.....	RCONG428 NR				RCONG432 NR
3. U.S. Treasury securities.....	RCONG433 NR				RCONG437 NR
4. Not applicable					
5. Not applicable					
6. Not applicable					
7. All other collateral.....	RCONG453 NR				RCONG457 NR
8. Total fair value of collateral (sum of items 16.b.(1) through (7)).....	RCONG458 NR				RCONG462 NR

1. The \$10 billion asset-size test is based on the total assets reported on the June 30, 2018, Report of Condition.

Schedule RC-M - Memoranda(Form Type - 041)

Dollar amounts in thousands

1. Extensions of credit by the reporting bank to its executive officers, directors, principal shareholders, and their related interests as of the report date:			1.
a. Aggregate amount of all extensions of credit to all executive officers, directors, principal shareholders, and their related interests.....	RCON6164	0	1.a.
b. Number of executive officers, directors, and principal shareholders to whom the amount of all extensions of credit by the reporting bank (including extensions of credit to related interests) equals or exceeds the lesser of \$500,000 or 5 percent of total capital as defined for this purpose in agency regulations.....	RCON6165	0	1.b.
2. Intangible assets:			2.
a. Mortgage servicing assets.....	RCON3164	571	2.a.
1. Estimated fair value of mortgage servicing assets.....	RCONA590	571	2.a.1.
b. Goodwill.....	RCON3163	37,144	2.b.
c. All other intangible assets.....	RCONJF76	3,188	2.c.
d. Total (sum of items 2.a, 2.b, and 2.c) (must equal Schedule RC, item 10).....	RCON2143	40,903	2.d.
3. Other real estate owned:			3.
a. Construction, land development, and other land.....	RCON5508	0	3.a.
b. Farmland.....	RCON5509	0	3.b.
c. 1-4 family residential properties.....	RCON5510	0	3.c.
d. Multifamily (5 or more) residential properties.....	RCON5511	0	3.d.
e. Nonfarm nonresidential properties.....	RCON5512	0	3.e.
f. Total (sum of items 3.a through 3.e) (must equal Schedule RC, item 7).....	RCON2150	0	3.f.
4. Cost of equity securities with readily determinable fair values not held for trading (the fair value of which is reported in Schedule RC, item 2.c) ¹	RCONJA29	0	4.
5. Other borrowed money:			5.
a. Federal Home Loan Bank advances:			5.a.
1. Advances with a remaining maturity or next repricing date of: ¹			5.a.1.
a. One year or less.....	RCONF055	230,000	5.a.1.a.
b. Over one year through three years.....	RCONF056	0	5.a.1.b.
c. Over three years through five years.....	RCONF057	285,105	5.a.1.c.
d. Over five years.....	RCONF058	120,000	5.a.1.d.
2. Advances with a remaining maturity of one year or less (included in item 5.a.(1)(a) above) ²	RCON2651	230,000	5.a.2.
3. Structured advances (included in items 5.a.(1)(a) - (d) above).....	RCONF059	0	5.a.3.
b. Other borrowings:			5.b.
1. Other borrowings with a remaining maturity or next repricing date of: ³			5.b.1.
a. One year or less.....	RCONF060	130	5.b.1.a.
b. Over one year through three years.....	RCONF061	176	5.b.1.b.
c. Over three years through five years.....	RCONF062	0	5.b.1.c.
d. Over five years.....	RCONF063	0	5.b.1.d.
2. Other borrowings with a remaining maturity of one year or less (included in item 5.b.(1)(a) above) ⁴	RCONB571	129	5.b.2.
c. Total (sum of items 5.a.(1)(a)-(d) and items 5.b.(1)(a)-(d)) (must equal Schedule RC, item 16).....	RCON3190	635,411	5.c.
6. Does the reporting bank sell private label or third party mutual funds and annuities?.....	RCONB569	No	6.
7. Assets under the reporting bank's management in proprietary mutual funds and annuities.....	RCONB570	0	7.
8. Internet Web site addresses and physical office trade names:			8.
a. Uniform Resource Locator (URL) of the reporting institution's primary Internet Web site (home page), if any (Example: www.examplebank.com):.....	TEXT4087	Click here for value	8.a.

1. Item 4 is to be completed only by insured state banks that have been approved by the FDIC to hold grandfathered equity investments. See instructions for this item and the Glossary entry for "Securities Activities" for further detail on accounting for investments in equity securities

1. Report fixed-rate advances by remaining maturity and floating-rate advances by next repricing date.

2. Report both fixed- and floating-rate advances by remaining maturity. Exclude floating-rate advances with a next repricing date of one year or less that have a remaining maturity of over one year

3. Report fixed-rate other borrowings by remaining maturity and floating-rate other borrowings by next repricing date.

4. Report both fixed- and floating-rate other borrowings by remaining maturity. Exclude floating-rate other borrowings with a next repricing date of one year or less that have a remaining maturity of over one year.

Dollar amounts in thousands

b. URLs of all other public-facing Internet Web sites that the reporting institution uses to accept or solicit deposits from the public, if any (Example: www.examplebank.biz): ¹			8.b.
1. URL 1.....	TE01N528	NR	8.b.1.
2. URL 2.....	TE02N528	NR	8.b.2.
3. URL 3.....	TE03N528	NR	8.b.3.
4. URL 4.....	TE04N528	NR	8.b.4.
5. URL 5.....	TE05N528	NR	8.b.5.
6. URL 6.....	TE06N528	NR	8.b.6.
7. URL 7.....	TE07N528	NR	8.b.7.
8. URL 8.....	TE08N528	NR	8.b.8.
9. URL 9.....	TE09N528	NR	8.b.9.
10. URL 10.....	TE10N528	NR	8.b.10.
c. Trade names other than the reporting institution's legal title used to identify one or more of the institution's physical offices at which deposits are accepted or solicited from the public, if any:			8.c.
1. Trade name 1.....	TE01N529	NR	8.c.1.
2. Trade name 2.....	TE02N529	NR	8.c.2.
3. Trade name 3.....	TE03N529	NR	8.c.3.
4. Trade name 4.....	TE04N529	NR	8.c.4.
5. Trade name 5.....	TE05N529	NR	8.c.5.
6. Trade name 6.....	TE06N529	NR	8.c.6.
<i>Item 9 is to be completed annually in the December report only.</i>			
9. Do any of the bank's Internet Web sites have transactional capability, i.e., allow the bank's customers to execute transactions on their accounts through the Web site?.....	RCON4088	NR	9.
10. Secured liabilities:			10.
a. Amount of "Federal funds purchased" that are secured (included in Schedule RC, item 14.a).....	RCONF064	0	10.a.
b. Amount of "Other borrowings" that are secured (included in Schedule RC-M, items 5.b.(1)(a) - (d)).....	RCONF065	306	10.b.
11. Does the bank act as trustee or custodian for Individual Retirement Accounts, Health Savings Accounts, and other similar accounts?.....	RCONG463	No	11.
12. Does the bank provide custody, safekeeping, or other services involving the acceptance of orders for the sale or purchase of securities?.....	RCONG464	No	12.
13. Assets covered by loss-sharing agreements with the FDIC:			13.
a. Loans and leases (included in Schedule RC, items 4.a and 4.b):			13.a.
1. Loans secured by real estate:			13.a.1.
a. Construction, land development, and other land loans:			13.a.1.a.
1. 1-4 family residential construction loans.....	RCONK169	0	13.a.1.a.1.
2. Other construction loans and all land development and other land loans.....	RCONK170	0	13.a.1.a.2.
b. Secured by farmland.....	RCONK171	0	13.a.1.b.
c. Secured by 1-4 family residential properties:			13.a.1.c.
1. Revolving, open-end loans secured by 1-4 family residential properties and extended under lines of credit.....	RCONK172	0	13.a.1.c.1.
2. Closed-end loans secured by 1-4 family residential properties:			13.a.1.c.2.
a. Secured by first liens.....	RCONK173	0	13.a.1.c.2a.
b. Secured by junior liens.....	RCONK174	0	13.a.1.c.2b.
d. Secured by multifamily (5 or more) residential properties.....	RCONK175	0	13.a.1.d.
e. Secured by nonfarm nonresidential properties:			13.a.1.e.
1. Loans secured by owner-occupied nonfarm nonresidential properties.....	RCONK176	0	13.a.1.e.1.
2. Loans secured by other nonfarm nonresidential properties.....	RCONK177	0	13.a.1.e.2.
2. Not applicable			13.a.2.
3. Not applicable			13.a.3.
4. Not applicable			13.a.4.
5. All other loans and all leases.....	RCONK183	0	13.a.5.
b. Other real estate owned (included in Schedule RC, item 7):			13.b.

1. Report only highest level URLs (for example, report www.examplebank.biz, but do not also report www.examplebank.biz/checking). Report each top level domain name used (for example, report both www.examplebank.biz and www.examplebank.net).

Dollar amounts in thousands

1. Construction, land development, and other land.....	RCONK187	0	13.b.1.
2. Farmland.....	RCONK188	0	13.b.2.
3. 1-4 family residential properties.....	RCONK189	0	13.b.3.
4. Multifamily (5 or more) residential properties.....	RCONK190	0	13.b.4.
5. Nonfarm nonresidential properties.....	RCONK191	0	13.b.5.
6. Not applicable			13.b.6.
7. Portion of covered other real estate owned included in items 13.b.(1) through (5) above that is protected by FDIC loss-sharing agreements.....	RCONK192	0	13.b.7.
c. Debt securities (included in Schedule RC, items 2.a and 2.b).....	RCONJ461	0	13.c.
d. Other assets (exclude FDIC loss-sharing indemnification assets).....	RCONJ462	0	13.d.
<i>Items 14.a and 14.b are to be completed annually in the December report only.</i>			
14. Captive insurance and reinsurance subsidiaries:			14.
a. Total assets of captive insurance subsidiaries ¹	RCONK193	NR	14.a.
b. Total assets of captive reinsurance subsidiaries ¹	RCONK194	NR	14.b.
<i>Item 15 is to be completed by institutions that are required or have elected to be treated as a Qualified Thrift Lender.</i>			
15. Qualified Thrift Lender (QTL) test:			15.
a. Does the institution use the Home Owners' Loan Act (HOLA) QTL test or the Internal Revenue Service Domestic Building and Loan Association (IRS DBLA) test to determine its QTL compliance? (for the HOLA QTL test, enter 1; for the IRS DBLA test, enter 2).....	RCONL133	NR	15.a.
b. Has the institution been in compliance with the HOLA QTL test as of each month end during the quarter or the IRS DBLA test for its most recent taxable year, as applicable?.....	RCONL135	NR	15.b.
<i>Item 16.a and, if appropriate, items 16.b.(1) through 16.b.(3) are to be completed annually in the December report only.</i>			
16. International remittance transfers offered to consumers: ¹			16.
a. Estimated number of international remittance transfers provided by your institution during the calendar year ending on the report date.....	RCONN523	NR	16.a.
<i>Items 16.b.(1) through 16.b.(3) are to be completed by institutions that reported 501 or more international remittance transfers in item 16.a in either or both of the current report or the most recent prior report in which item 16.a was required to be completed.</i>			
b. Estimated dollar value of remittance transfers provided by your institution and usage of regulatory exceptions during the calendar year ending on the report date and:			16.b.
1. Estimated dollar value of international remittance transfers.....	RCONN524	NR	16.b.1.
2. Estimated number of international remittance transfers for which your institution applied the permanent exchange rate exception.....	RCONMM07	NR	16.b.2.
3. Estimated number of international remittance transfers for which your institution applied the permanent covered third-party exception.....	RCONMQ52	NR	16.b.3.
17. U.S. Small Business Administration Paycheck Protection Program (PPP) loans and the Federal Reserve PPP Liquidity Facility (PPPLF): ¹			17.
a. Number of PPP loans outstanding.....	RCONLG26	1228	17.a.
b. Outstanding balance of PPP loans.....	RCONLG27	275,954	17.b.
c. Outstanding balance of PPP loans pledged to the PPPLF.....	RCONLG28	0	17.c.
d. Outstanding balance of borrowings from Federal Reserve Banks under the PPPLF with a remaining maturity of:			17.d.
1. One year or less.....	RCONLL59	0	17.d.1.
2. More than one year.....	RCONLL60	0	17.d.2.
e. Quarterly average amount of PPP loans pledged to the PPPLF and excluded from "Total assets for the leverage ratio" reported in Schedule RC-R, Part I, item 30.....	RCONLL57	0	17.e.
18. Money Market Mutual Fund Liquidity Facility (MMLF):			18.
a. Outstanding balance of assets purchased under the MMLF.....	RCONLL61	0	18.a.
b. Quarterly average amount of assets purchased under the MMLF and excluded from "Total assets for the leverage ratio" reported in Schedule RC-R, Part I, item 30.....	RCONLL58	0	18.b.

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- Report total assets before eliminating intercompany transactions between the consolidated insurance or reinsurance subsidiary and other offices or consolidated subsidiaries of the reporting bank.
- Report information about international electronic transfers of funds offered to consumers in the United States that: (a) are "remittance transfers" as defined by subpart B of Regulation E (12 CFR § 1005.30(e)), or (b) would qualify as "remittance transfers" under subpart B of Regulation E (12 CFR § 1005.30(e)) but are excluded from that definition only because the provider is not providing those transfers in the normal course of its business. See 12 CFR § 1005.30(f). For purposes of this item 16, such transfers
- Paycheck Protection Program (PPP) covered loans as defined in section 7(a)(36) of the Small Business Act (15 U.S.C. 636(a)(36)). The PPP was established by Section 1102 of the 2020 Coronavirus Aid, Relief, and Economic Security Act.

Schedule RC-N - Past Due and Nonaccrual Loans Leases and Other Assets(Form Type - 041)

Amounts reported in Schedule RC-N, items 1 through 8, include guaranteed and unguaranteed portions of past due and nonaccrual loans and leases. Report in items 10 and 11 below certain guaranteed loans and leases that have already been included in the amounts reported in items 1 through 8

Dollar amounts in thousands	(Column A) Past due 30 through 89 days and still accruing		(Column B) Past due 90 days or more and still accruing		(Column C) Nonaccrual		
1. Loans secured by real estate:							1.
a. Construction, land development, and other land loans:							1.a.
1. 1-4 family residential construction loans.....	RCONF172	0	RCONF174	0	RCONF176	0	1.a.1.
2. Other construction loans and all land development and other land loans.....	RCONF173	0	RCONF175	0	RCONF177	0	1.a.2.
b. Secured by farmland.....	RCON3493	0	RCON3494	0	RCON3495	0	1.b.
c. Secured by 1-4 family residential properties:							1.c.
1. Revolving, open-end loans secured by 1-4 family residential properties and extended under lines of credit.....	RCON5398	3,557	RCON5399	0	RCON5400	4,526	1.c.1.
2. Closed-end loans secured by 1-4 family residential properties:							1.c.2.
a. Secured by first liens.....	RCONC236	16,149	RCONC237	0	RCONC229	30,531	1.c.2a.
b. Secured by junior liens.....	RCONC238	18	RCONC239	0	RCONC230	52	1.c.2b.
d. Secured by multifamily (5 or more) residential properties.....	RCON3499	801	RCON3500	0	RCON3501	0	1.d.
e. Secured by nonfarm nonresidential properties:							1.e.
1. Loans secured by owner-occupied nonfarm nonresidential properties.....	RCONF178	0	RCONF180	0	RCONF182	5,580	1.e.1.
2. Loans secured by other nonfarm nonresidential properties.....	RCONF179	1,146	RCONF181	0	RCONF183	5,156	1.e.2.
2. Loans to depository institutions and acceptances of other banks.....	RCONB834	0	RCONB835	0	RCONB836	0	2.
3. Not applicable							3.
4. Commercial and industrial loans.....	RCON1606	1,779	RCON1607	0	RCON1608	10,729	4.
5. Loans to individuals for household, family, and other personal expenditures:							5.
a. Credit cards.....	RCONB575	0	RCONB576	0	RCONB577	0	5.a.
b. Automobile loans.....	RCONK213	0	RCONK214	0	RCONK215	0	5.b.
c. Other (includes revolving credit plans other than credit cards and other consumer loans).....	RCONK216	1	RCONK217	0	RCONK218	0	5.c.
6. Not applicable							6.
7. All other loans ¹	RCON5459	0	RCON5460	0	RCON5461	0	7.
8. Lease financing receivables.....	RCON1226	0	RCON1227	0	RCON1228	0	8.
9. Total loans and leases (sum of items 1 through 8).....	RCON1406	23,451	RCON1407	0	RCON1403	56,574	9.
10. Debt securities and other assets (exclude other real estate owned and other repossessed assets).....	RCON3505	0	RCON3506	0	RCON3507	0	10.
11. Loans and leases reported in items 1 through 8 above that are wholly or partially guaranteed by the U.S. Government, excluding loans and leases covered by loss-sharing agreements with the FDIC:.....	RCONK036	0	RCONK037	0	RCONK038	655	11.
a. Guaranteed portion of loans and leases included in item 11 above, excluding rebooked "GNMA loans".....	RCONK039	0	RCONK040	0	RCONK041	0	11.a.
b. Rebooked "GNMA loans" that have been repurchased or are eligible for repurchase included in item 11 above.....	RCONK042	0	RCONK043	0	RCONK044	655	11.b.
12. Loans and leases reported in items 1 through 8 above that are covered by loss-sharing agreements with the FDIC:							12.
a. Loans secured by real estate:							12.a.
1. Construction, land development, and other land loans:							12.a.1.
a. 1-4 family residential construction loans.....	RCONK045	0	RCONK046	0	RCONK047	0	12a1a.
b. Other construction loans and all land development and other land loans.....	RCONK048	0	RCONK049	0	RCONK050	0	12a1b.
2. Secured by farmland.....	RCONK051	0	RCONK052	0	RCONK053	0	12.a.2.
3. Secured by 1-4 family residential properties:							12.a.3.
a. Revolving, open-end loans secured by 1-4 family residential properties and extended under lines of credit.....	RCONK054	0	RCONK055	0	RCONK056	0	12a3a.

1. Includes past due and nonaccrual "Loans to finance agricultural productions and other loans to farmers," "Obligations (other than securities and leases) of states and political subdivisions in the U.S.," and "Loans to nondepository financial institutions and other loans."

Dollar amounts in thousands	(Column A) Past due 30 through 89 days and still accruing		(Column B) Past due 90 days or more and still accruing		(Column C) Nonaccrual		
b. Closed-end loans secured by 1-4 family residential properties:							12a3b
1. Secured by first liens.....	RCONK057	0	RCONK058	0	RCONK059	0	12a3b1
2. Secured by junior liens.....	RCONK060	0	RCONK061	0	RCONK062	0	12a3b2
4. Secured by multifamily (5 or more) residential properties.....	RCONK063	0	RCONK064	0	RCONK065	0	12a.4.
5. Secured by nonfarm nonresidential properties:							12a.5.
a. Loans secured by owner-occupied nonfarm nonresidential properties.....	RCONK066	0	RCONK067	0	RCONK068	0	12a5a
b. Loans secured by other nonfarm nonresidential properties.....	RCONK069	0	RCONK070	0	RCONK071	0	12a5b
b. Not applicable							12.b.
c. Not applicable							12.c.
d. Not applicable							12.d.
e. All other loans and all leases.....	RCONK087	0	RCONK088	0	RCONK089	0	12.e.
f. Portion of covered loans and leases included in items 12.a through 12.e above that is protected by FDIC loss-sharing agreements.....	RCONK102	0	RCONK103	0	RCONK104	0	12.f.
1. Loans restructured in troubled debt restructurings included in Schedule RC-N, items 1 through 7, above (and not reported in Schedule RC-C, Part 1, Memorandum item 1):							M.1.
a. Construction, land development, and other land loans:							M.1.a.
1. 1-4 family residential construction loans.....	RCONK105	0	RCONK106	0	RCONK107	0	M1a1.
2. Other construction loans and all land development and other land loans.....	RCONK108	0	RCONK109	0	RCONK110	0	M1a2
b. Loans secured by 1-4 family residential properties.....	RCONF661	1,389	RCONF662	0	RCONF663	535	M.1.b.
c. Secured by multifamily (5 or more) residential properties.....	RCONK111	0	RCONK112	0	RCONK113	0	M.1.c.
d. Secured by nonfarm nonresidential properties:							M.1.d.
1. Loans secured by owner-occupied nonfarm nonresidential properties.....	RCONK114	0	RCONK115	0	RCONK116	0	M1d1.
2. Loans secured by other nonfarm nonresidential properties.....	RCONK117	0	RCONK118	0	RCONK119	0	M1d2
e. Commercial and industrial loans.....	RCONK257	0	RCONK258	0	RCONK259	3,594	M.1.e.
<i>Memorandum items 1.e.(1) and (2) are to be completed by banks with \$300 million or more in total assets (sum of Memorandum items 1.e.(1) and (2) must equal Memorandum item 1.e):</i>							
1. To U.S. addressees (domicile) ¹	RCONK120	0	RCONK121	0	RCONK122	3,594	M1e1.
2. To non-U.S. addressees (domicile).....	RCONK123	0	RCONK124	0	RCONK125	0	M1e2
f. All other loans (include loans to individuals for household, family, and other personal expenditures).....	RCONK126	0	RCONK127	0	RCONK128	0	M.1.f.
<i>Itemize loan categories included in Memorandum item 1.f, above that exceed 10 percent of total loans restructured in troubled debt restructurings that are past due 30 days or more or in nonaccrual status (sum of Memorandum items 1.a through 1.e plus 1.f, columns A through C):</i>							
1. Loans secured by farmland.....	RCONK130	0	RCONK131	0	RCONK132	0	M.1.f1.
2. Not applicable							M.1.f2.
3. Not applicable							M.1.f3.
4. Loans to individuals for household, family, and other personal expenditures:							M.1.f4.
a. Credit cards.....	RCONK274	0	RCONK275	0	RCONK276	0	M1f4a
b. Automobile loans.....	RCONK277	0	RCONK278	0	RCONK279	0	M1f4b
c. Other (includes revolving credit plans other than credit cards and other consumer loans).....	RCONK280	0	RCONK281	0	RCONK282	0	M1f4c
<i>Memorandum item 1.f.(5) is to be completed by:</i>							
• Banks with \$300 million or more in total assets							
• Banks with less than \$300 million in total assets that have loans to finance agricultural production and other loans to farmers (Schedule RC-C, Part I, item 3) exceeding 5 percent of total loans							
5. Loans to finance agricultural production and other loans to farmers included in Schedule RC-N, Memorandum item 1.f, above ¹	RCONK138	0	RCONK139	0	RCONK140	0	M.1.f5.

1. The \$300 million asset-size test is based on the total assets reported on the June 30, 2018, Report of Condition.

1. The \$300 million asset-size test and the 5 percent of total loans test are based on the total assets and total loans reported on the June 30, 2018, Report of Condition.

Dollar amounts in thousands	(Column A) Past due 30 through 89 days and still accruing		(Column B) Past due 90 days or more and still accruing		(Column C) Nonaccrual		
g. Total loans restructured in troubled debt restructurings included in Schedule RC-N, items 1 through 7, above and not reported in Schedule RC-C, Part I, Memorandum item 1 (sum of items Memorandum item 1.a.(1) through Memorandum item 1.f). ²	RCONHK26	1,389	RCONHK27	0	RCONHK28	4,129	M.1.g.
2. Loans to finance commercial real estate, construction, and land development activities (not secured by real estate) included in Schedule RC-N, items 4 and 7, above.....	RCON6558	0	RCON6559	0	RCON6560	0	M.2.
3. Not available							M.3.
<i>Memorandum items 3.a through 3.d are to be completed by banks with \$300 million or more in total assets:</i>							
a. Loans secured by real estate to non-U.S. addressees (domicile) (included in Schedule RC-N, item 1, above) ¹	RCON1248	0	RCON1249	0	RCON1250	0	M.3.a.
b. Loans to and acceptances of foreign banks (included in Schedule RC-N, item 2, above).....	RCON5380	0	RCON5381	0	RCON5382	0	M.3.b.
c. Commercial and industrial loans to non-U.S. addressees (domicile) (included in Schedule RC-N, item 4, above).....	RCON1254	0	RCON1255	0	RCON1256	0	M.3.c.
d. Leases to individuals for household, family, and other personal expenditures (included in Schedule RC-N, item 8, above).....	RCONF166	0	RCONF167	0	RCONF168	0	M.3.d.
<i>Memorandum item 4 is to be completed by:</i> <i>* banks with \$300 million or more in total assets</i> <i>* banks with less than \$300 million in total assets that have loans to finance agricultural production and other loans to farmers (Schedule RC-C, Part I, item 3) exceeding 5 percent of total loans:</i>							
4. Loans to finance agricultural production and other loans to farmers (included in Schedule RC-N, item 7, above) ¹	RCON1594	0	RCON1597	0	RCON1583	0	M.4.
5. Loans and leases held for sale (included in Schedule RC-N, items 1 through 8, above).....	RCONC240	0	RCONC241	0	RCONC226	655	M.5.

Dollar amounts in thousands		
6. Not applicable		

Dollar amounts in thousands		
<i>Memorandum items 7, 8, 9.a, and 9.b are to be completed semiannually in the June and December reports only.</i>		
7. Additions to nonaccrual assets during the previous six months.....	RCONC410	NR
8. Nonaccrual assets sold during the previous six months.....	RCONC411	NR

Dollar amounts in thousands	(Column A) Past due 30 through 89 days and still accruing		(Column B) Past due 90 days or more and still accruing		(Column C) Nonaccrual		
9. Purchased credit-impaired loans accounted for in accordance with FASB ASC 310-30 (former AICPA Statement of Position 03-3). ²							M.9.
a. Outstanding balance.....	RCONL183	NR	RCONL184	NR	RCONL185	NR	M.9.a.
b. Amount included in Schedule RC-N, items 1 through 7, above.....	RCONL186	NR	RCONL187	NR	RCONL188	NR	M.9.b.

2. Exclude amounts reported in Memorandum items 1.f.(1) through 1.f.(5) when calculating the total in Memorandum item 1.g.
 1. The \$300 million asset-size test and the 5 percent of total loans test are based on the total assets and total loans reported on the June 30, 2018, Report of Condition.
 1. The \$300 million asset-size test and the 5 percent of total loans test are based on the total assets and total loans reported on the June 30, 2018, Report of Condition.
 2. Memorandum items 9.a and 9.b should be completed only by institutions that have not yet adopted ASU 2016-13.

Schedule RC-O - Other Data for Deposit Insurance and FICO Assessments(Form Type - 041)

All FDIC-insured depository institutions must complete items 1 and 2, 4 through 9,10, and 11, Memorandum item 1, and, if applicable, item 9.a, Memorandum items 2, 3, and 6 through 18 each quarter. Unless otherwise indicated, complete items 1 through 11 and Memorandum items 1 through 3 on an "unconsolidated single FDIC certificate number basis" (see instructions) and complete Memorandum items 6 through 18 on a fully consolidated basis.

Dollar amounts in thousands

1. Total deposit liabilities before exclusions (gross) as defined in Section 3(l) of the Federal Deposit Insurance Act and FDIC regulations.....	RCONF236	6,188,287	1.
2. Total allowable exclusions, including interest accrued and unpaid on allowable exclusions.....	RCONF237	0	2.
3. Not applicable			3.
4. Average consolidated total assets for the calendar quarter.....	RCONK652	7,839,862	4.
a. Averaging method used (for daily averaging, enter 1; for weekly averaging, enter 2).....	RCONK653	1	4.a.
5. Average tangible equity for the calendar quarter ¹	RCONK654	937,647	5.
6. Holdings of long-term unsecured debt issued by other FDIC-insured depository institutions.....	RCONK655	40,138	6.
7. Unsecured "Other borrowings" with a remaining maturity of (sum of items 7.a through 7.d must be less than or equal to Schedule RC-M, items 5.b.(1)(a)-(d) minus item 10.b):			7.
a. One year or less.....	RCONG465	0	7.a.
b. Over one year through three years.....	RCONG466	0	7.b.
c. Over three years through five years.....	RCONG467	0	7.c.
d. Over five years.....	RCONG468	0	7.d.
8. Subordinated notes and debentures with a remaining maturity of (sum of items 8.a through 8.d must equal Schedule RC, item 19):			8.
a. One year or less.....	RCONG469	0	8.a.
b. Over one year through three years.....	RCONG470	0	8.b.
c. Over three years through five years.....	RCONG471	0	8.c.
d. Over five years.....	RCONG472	0	8.d.
9. Brokered reciprocal deposits (included in Schedule RC-E, Memorandum item 1.b).....	RCONG803	0	9.
<i>Item 9.a is to be completed on a fully consolidated basis by all institutions that own another insured depository institution.</i>			
a. Fully consolidated brokered reciprocal deposits.....	RCONL190	NR	9.a.
10. Banker's bank certification: Does the reporting institution meet both the statutory definition of a banker's bank and the business conduct test set forth in FDIC regulations? If the answer to item 10 is "YES," complete items 10.a and 10.b.....	RCONK656	No	10.
<i>If the answer to item 10 is "YES," complete items 10.a and 10.b.</i>			
a. Banker's bank deduction.....	RCONK657	NR	10.a.
b. Banker's bank deduction limit.....	RCONK658	NR	10.b.
11. Custodial bank certification: Does the reporting institution meet the definition of a custodial bank set forth in FDIC regulations? If the answer to item 11 is "YES," complete items 11.a and 11.b.....	RCONK659	No	11.
<i>If the answer to item 11 is "YES," complete items 11.a and 11.b.</i>			
a. Custodial bank deduction.....	RCONK660	NR	11.a.
b. Custodial bank deduction limit.....	RCONK661	NR	11.b.
1. Total deposit liabilities of the bank (including related interest accrued and unpaid) less allowable exclusions (including related interest accrued and unpaid) (sum of Memorandum items 1.a.(1), 1.b.(1), 1.c.(1), and 1.d.(1) must equal Schedule RC-O, item 1 less item 2):			M.1.
a. Deposit accounts (excluding retirement accounts) of \$250,000 or less: ¹			M.1.a.
1. Amount of deposit accounts (excluding retirement accounts) of \$250,000 or less.....	RCONF049	1,249,132	M.1.a.1.
2. Number of deposit accounts (excluding retirement accounts) of \$250,000 or less.....	RCONF050	55668	M.1.a.2.
b. Deposit accounts (excluding retirement accounts) of more than \$250,000: ¹			M.1.b.
1. Amount of deposit accounts (excluding retirement accounts) of more than \$250,000.....	RCONF051	4,882,831	M.1.b.1.
2. Number of deposit accounts (excluding retirement accounts) of more than \$250,000.....	RCONF052	2913	M.1.b.2.
c. Retirement deposit accounts of \$250,000 or less: ¹			M.1.c.
1. Amount of retirement deposit accounts of \$250,000 or less.....	RCONF045	49,236	M.1.c.1.
2. Number of retirement deposit accounts of \$250,000 or less.....	RCONF046	1572	M.1.c.2.
d. Retirement deposit accounts of more than \$250,000: ¹			M.1.d.

1. See instructions for averaging methods. For deposit insurance assessment purposes, tangible equity is defined as Tier 1 capital as set forth in the banking agencies' regulatory capital standards and reported in Schedule RC-R, Part I, item 26, except as described in the instructions.
 1. The dollar amounts used as the basis for reporting in Memorandum items 1.a through 1.d reflect the deposit insurance limits in effect on the report date.

Dollar amounts in thousands

1. Amount of retirement deposit accounts of more than \$250,000.....	RCONF047	7,088	M.1.d.1.
2. Number of retirement deposit accounts of more than \$250,000.....	RCONF048	18	M.1.d.2.
<i>Memorandum item 2 is to be completed by banks with \$1 billion or more in total assets.</i>			
2. Estimated amount of uninsured deposits, including related interest accrued and unpaid (see instructions) ³	RCON5597	3,691,012	M.2.
3. Has the reporting institution been consolidated with a parent bank or savings association in that parent bank's or parent savings association's Call Report? If so, report the legal title and FDIC Certificate Number of the parent bank or parent savings association:			M.3.
a. Legal title.....	TEXTA545	NR	M.3.a.
b. FDIC Certificate Number.....	RCONA545	0	M.3.b.
4. Not applicable			M.4.
5. Not applicable			M.5.
<i>Memorandum items 6 through 12 are to be completed by "large institutions" and "highly complex institutions" as defined in FDIC regulations.</i>			
6. Criticized and classified items:			M.6.
a. Special mention.....	RCONK663	CONF	M.6.a.
b. Substandard.....	RCONK664	CONF	M.6.b.
c. Doubtful.....	RCONK665	CONF	M.6.c.
d. Loss.....	RCONK666	CONF	M.6.d.
7. "Nontraditional 1-4 family residential mortgage loans" as defined for assessment purposes only in FDIC regulations:			M.7.
a. Nontraditional 1-4 family residential mortgage loans.....	RCONN025	CONF	M.7.a.
b. Securitizations of nontraditional 1-4 family residential mortgage loans.....	RCONN026	CONF	M.7.b.
8. "Higher-risk consumer loans" as defined for assessment purposes only in FDIC regulations:			M.8.
a. Higher-risk consumer loans.....	RCONN027	CONF	M.8.a.
b. Securitizations of higher-risk consumer loans.....	RCONN028	CONF	M.8.b.
9. "Higher-risk commercial and industrial loans and securities" as defined for assessment purposes only in FDIC regulations:			M.9.
a. Higher-risk commercial and industrial loans and securities.....	RCONN029	CONF	M.9.a.
b. Securitizations of higher-risk commercial and industrial loans and securities.....	RCONN030	CONF	M.9.b.
10. Commitments to fund construction, land development, and other land loans secured by real estate:			M.10.
a. Total unfunded commitments.....	RCONK676	NR	M.10.a.
b. Portion of unfunded commitments guaranteed or insured by the U.S. government (including the FDIC).....	RCONK677	NR	M.10.b.
11. Amount of other real estate owned recoverable from the U.S. government under guarantee or insurance provisions (excluding FDIC loss-sharing agreements).....	RCONK669	NR	M.11.
12. Nonbrokered time deposits of more than \$250,000 (included in Schedule RC-E, Memorandum item 2.d).....	RCONK678	NR	M.12.
<i>Memorandum item 13.a is to be completed by "large institutions" and "highly complex institutions" as defined in FDIC regulations. Memorandum items 13.b through 13.h are to be completed by "large institutions" only.</i>			
13. Portion of funded loans and securities guaranteed or insured by the U.S. government (including FDIC loss-sharing agreements):			M.13.
a. Construction, land development, and other land loans secured by real estate.....	RCONN177	NR	M.13.a.
b. Loans secured by multifamily residential and nonfarm nonresidential properties.....	RCONN178	NR	M.13.b.
c. Closed-end loans secured by first liens on 1-4 family residential properties.....	RCONN179	NR	M.13.c.
d. Closed-end loans secured by junior liens on 1-4 family residential properties and revolving, open-end loans secured by 1-4 family residential properties and extended under lines of credit.....	RCONN180	NR	M.13.d.
e. Commercial and industrial loans.....	RCONN181	NR	M.13.e.
f. Credit card loans to individuals for household, family, and other personal expenditures.....	RCONN182	NR	M.13.f.
g. All other loans to individuals for household, family, and other personal expenditures.....	RCONN183	NR	M.13.g.
h. Non-agency residential mortgage-backed securities.....	RCONM963	NR	M.13.h.
<i>Memorandum items 14 and 15 are to be completed by "highly complex institutions" as defined in FDIC regulations.</i>			
14. Amount of the institution's largest counterparty exposure.....	RCONK673	CONF	M.14.
15. Total amount of the institution's 20 largest counterparty exposures.....	RCONK674	CONF	M.15.
<i>Memorandum item 16 is to be completed by "large institutions" and "highly complex institutions" as defined in FDIC regulations.</i>			
16. Portion of loans restructured in troubled debt restructurings that are in compliance with their modified terms and are guaranteed or insured by the U.S. government (including the FDIC) (included in Schedule RC-C, part I, Memorandum item 1).....	RCONL189	NR	M.16.

3. Uninsured deposits should be estimated based on the deposit insurance limits set forth in Memorandum items 1.a through 1.d.

Dollar amounts in thousands

Memorandum item 17 is to be completed on a fully consolidated basis by those "large institutions" and "highly complex institutions" as defined in FDIC regulations that own another insured depository institution.

17. Selected fully consolidated data for deposit insurance assessment purposes:

			M.17.
a. Total deposit liabilities before exclusions (gross) as defined in Section 3(l) of the Federal Deposit Insurance Act and FDIC regulations.....	RCONL194	NR	M.17.a.
b. Total allowable exclusions, including interest accrued and unpaid on allowable exclusions.....	RCONL195	NR	M.17.b.
c. Unsecured "Other borrowings" with a remaining maturity of one year or less.....	RCONL196	NR	M.17.c.
d. Estimated amount of uninsured deposits, including related interest accrued and unpaid.....	RCONL197	NR	M.17.d.

	(Column A) Two-Year Probability of Default (PD) <= 1%	(Column B) Two-Year Probability of Default (PD) 1.01-4%	(Column C) Two-Year Probability of Default (PD) 4.01-7%	(Column D) Two-Year Probability of Default (PD) 7.01-10%	(Column E) Two-Year Probability of Default (PD) 10.01-14%	(Column F) Two-Year Probability of Default (PD) 14.01-16%	(Column G) Two-Year Probability of Default (PD) 16.01-18%	(Column H) Two-Year Probability of Default (PD) 18.01-20%	(Column I) Two-Year Probability of Default (PD) 20.01-22%	(Column J) Two-Year Probability of Default (PD) 22.01-26%	(Column K) Two-Year Probability of Default (PD) 26.01-30%	(Column L) Two-Year Probability of Default (PD) > 30%	(Column M) Two-Year Probability of Default (PD) Unscoreable	(Column N) Two-Year Probability of Default (PD) Total	(Column O) PDs Were Derived Using
18. Dollar amounts in thousands															
18. Outstanding balance of 1-4 family residential mortgage loans, consumer loans, and consumer leases by two-year probability of default:															
a. "Nontraditional 1-4 family residential mortgage loans" as defined for assessment purposes only in FDIC regulations.....	CONF	CONF	CONF	CONF	CONF	CONF	CONF	CONF	CONF	CONF	CONF	CONF	CONF	CONF	CONF
b. Closed-end loans secured by first liens on 1-4 family residential properties.....	CONF	CONF	CONF	CONF	CONF	CONF	CONF	CONF	CONF	CONF	CONF	CONF	CONF	CONF	CONF
c. Closed-end loans secured by junior liens on 1-4 family residential properties.....	CONF	CONF	CONF	CONF	CONF	CONF	CONF	CONF	CONF	CONF	CONF	CONF	CONF	CONF	CONF
d. Revolving, open-end loans secured by 1-4 family residential properties and extended under lines of credit.....	CONF	CONF	CONF	CONF	CONF	CONF	CONF	CONF	CONF	CONF	CONF	CONF	CONF	CONF	CONF
e. Credit cards.....	CONF	CONF	CONF	CONF	CONF	CONF	CONF	CONF	CONF	CONF	CONF	CONF	CONF	CONF	CONF
f. Automobile loans.....	CONF	CONF	CONF	CONF	CONF	CONF	CONF	CONF	CONF	CONF	CONF	CONF	CONF	CONF	CONF
g. Student loans.....	CONF	CONF	CONF	CONF	CONF	CONF	CONF	CONF	CONF	CONF	CONF	CONF	CONF	CONF	CONF
h. Other consumer loans and revolving credit plans other than credit cards.....	CONF	CONF	CONF	CONF	CONF	CONF	CONF	CONF	CONF	CONF	CONF	CONF	CONF	CONF	CONF
i. Consumer leases.....	CONF	CONF	CONF	CONF	CONF	CONF	CONF	CONF	CONF	CONF	CONF	CONF	CONF	CONF	CONF
j. Total.....	CONF	CONF	CONF	CONF	CONF	CONF	CONF	CONF	CONF	CONF	CONF	CONF	CONF	CONF	CONF

M18
M18a
M18b
M18c
M18d
M18e
M18f
M18g
M18h
M18i
M18j

Schedule RC-P - 1-4 Family Residential Mortgage Banking Activities(Form Type - 041)

Schedule RC-P is to be completed by banks at which either 1-4 family residential mortgage loan originations and purchases for resale from all sources, loan sales, or quarter-end loans held for sale or trading exceed \$10 million for two consecutive quarters.

Dollar amounts in thousands

1. Retail originations during the quarter of 1-4 family residential mortgage loans for sale ¹	RCONHT81	0	1.
2. Wholesale originations and purchases during the quarter of 1-4 family residential mortgage loans for sale ²	RCONHT82	0	2.
3. 1-4 family residential mortgage loans sold during the quarter.....	RCONFT04	0	3.
4. 1-4 family residential mortgage loans held for sale or trading at quarter-end (included in Schedule RC, items 4.a and 5.).....	RCONFT05	1,408	4.
5. Noninterest income for the quarter from the sale, securitization, and servicing of 1-4 family residential mortgage loans (included in Schedule RI, items 5.c, 5.f, 5.g, and 5.i).....	RIADHT85	268	5.
6. Repurchases and indemnifications of 1-4 family residential mortgage loans during the quarter.....	RCONHT86	0	6.
7. Representation and warranty reserves for 1-4 family residential mortgage loans sold:			7.
a. For representations and warranties made to U.S. government agencies and government-sponsored agencies..	RCONL191	CONF	7.a.
b. For representations and warranties made to other parties.....	RCONL192	CONF	7.b.
c. Total representation and warranty reserves (sum of items 7.a and 7.b).....	RCONM288	1,794	7.c.

Schedule RC-Q - Assets and Liabilities Measured at Fair Value on a Recurring Basis(Form Type - 041)

Schedule RC-Q is to be completed by banks that:

- (1) Have elected to report financial instruments or servicing assets and liabilities at fair value under a fair value option with changes in fair value recognized in earnings, or
 (2) Are required to complete Schedule RC-D, Trading Assets and Liabilities.

Dollar amounts in thousands

	(Column A) Total Fair Value Reported on Schedule RC	(Column B) LESS: Amounts Netted in the Determination of Total Fair Value	(Column C) Level 1 Fair Value Measurements	(Column D) Level 2 Fair Value Measurements	(Column E) Level 3 Fair Value Measurements	
1. Available-for-sale debt securities and equity securities with readily determinable fair values not held for trading ¹	RCONJA36 1,270,830	RCONG474 0	RCONG475 0	RCONG476 1,270,830	RCONG477 0	1.
2. Not applicable						2.
3. Loans and leases held for sale.....	RCONG483 1,408	RCONG484 0	RCONG485 0	RCONG486 465	RCONG487 943	3.
4. Loans and leases held for investment.....	RCONG488 0	RCONG489 0	RCONG490 0	RCONG491 0	RCONG492 0	4.
5. Trading assets:						5.
a. Derivative assets.....	RCON3543 0	RCONG493 0	RCONG494 0	RCONG495 0	RCONG496 0	5.a.
b. Other trading assets.....	RCONG497 0	RCONG498 0	RCONG499 0	RCONG500 0	RCONG501 0	5.b.
1. Nontrading securities at fair value with changes in fair value reported in current earnings (included in Schedule RC-Q, item 5.b, above).....	RCONF240 0	RCONF684 0	RCONF692 0	RCONF241 0	RCONF242 0	5.b.1.
6. All other assets.....	RCONG391 5,277	RCONG392 0	RCONG395 0	RCONG396 4,706	RCONG804 571	6.
7. Total assets measured at fair value on a recurring basis (sum of items 1 through 5.b plus item 6).....	RCONG502 1,277,515	RCONG503 0	RCONG504 0	RCONG505 1,276,001	RCONG506 1,514	7.
8. Deposits.....	RCONF252 0	RCONF686 0	RCONF694 0	RCONF253 0	RCONF254 0	8.
9. Not applicable						9.
10. Trading liabilities:						10.
a. Derivative liabilities.....	RCON3547 0	RCONG512 0	RCONG513 0	RCONG514 0	RCONG515 0	10.a.
b. Other trading liabilities.....	RCONG516 0	RCONG517 0	RCONG518 0	RCONG519 0	RCONG520 0	10.b.
11. Not applicable						11.
12. Not applicable						12.

1. Exclude originations and purchases of 1-4 family residential mortgage loans that are held for investment.
 2. Exclude originations and purchases of 1-4 family residential mortgage loans that are held for investment.
 1. The amount reported in item 1, column A, must equal the sum of Schedule RC, items 2.b and 2.c.

Dollar amounts in thousands		(Column A) Total Fair Value Reported on Schedule RC	(Column B) LESS: Amounts Netted in the Determination of Total Fair Value	(Column C) Level 1 Fair Value Measurements	(Column D) Level 2 Fair Value Measurements	(Column E) Level 3 Fair Value Measurements	
13. All other liabilities.....		RCONG805 4,904	RCONG806 0	RCONG807 0	RCONG808 4,904	RCONG809 0	13.
14. Total liabilities measured at fair value on a recurring basis (sum of items 8 through 13).....		RCONG531 4,904	RCONG532 0	RCONG533 0	RCONG534 4,904	RCONG535 0	14.
1. All other assets (itemize and describe amounts included in Schedule RC-Q, item 6, that are greater than \$100,000 and exceed 25% of item 6):							M.1.
a. Mortgage servicing assets.....		RCONG536 571	RCONG537 NR	RCONG538 NR	RCONG539 NR	RCONG540 571	M.1.a.

Dollar amounts in thousands	(Column A) Total Fair Value Reported on Schedule RC	(Column B) LESS: Amounts Netted in the Determination of Total Fair Value	(Column C) Level 1 Fair Value Measurements	(Column D) Level 2 Fair Value Measurements	(Column E) Level 3 Fair Value Measurements	
b. Nontrading derivative assets.....	RCONG541 4,706	RCONG542 NR	RCONG543 NR	RCONG544 4,706	RCONG545 NR	M.1.b.

Dollar amounts in thousands			
c. Disclose component and the dollar amount of that component:			M.1.c.
1. Describe component.....	TEXTG546	NR	M.1.c.1.

Dollar amounts in thousands	(Column A) Total Fair Value Reported on Schedule RC	(Column B) LESS: Amounts Netted in the Determination of Total Fair Value	(Column C) Level 1 Fair Value Measurements	(Column D) Level 2 Fair Value Measurements	(Column E) Level 3 Fair Value Measurements	
2. Amount of component.....	RCONG546 NR	RCONG547 NR	RCONG548 NR	RCONG549 NR	RCONG550 NR	M.1.c.2.

Dollar amounts in thousands			
d. Disclose component and the dollar amount of that component:			M.1.d.
1. Describe component.....	TEXTG551	NR	M.1.d.1.

Dollar amounts in thousands	(Column A) Total Fair Value Reported on Schedule RC	(Column B) LESS: Amounts Netted in the Determination of Total Fair Value	(Column C) Level 1 Fair Value Measurements	(Column D) Level 2 Fair Value Measurements	(Column E) Level 3 Fair Value Measurements	
2. Amount of component.....	RCONG551 NR	RCONG552 NR	RCONG553 NR	RCONG554 NR	RCONG555 NR	M.1.d.2.

Dollar amounts in thousands			
e. Disclose component and the dollar amount of that component:			M.1.e.
1. Describe component.....	TEXTG556	NR	M.1.e.1.

Dollar amounts in thousands	(Column A) Total Fair Value Reported on Schedule RC	(Column B) LESS: Amounts Netted in the Determination of Total Fair Value	(Column C) Level 1 Fair Value Measurements	(Column D) Level 2 Fair Value Measurements	(Column E) Level 3 Fair Value Measurements	
2. Amount of component.....	RCONG556 NR	RCONG557 NR	RCONG558 NR	RCONG559 NR	RCONG560 NR	M.1.e.2.

Dollar amounts in thousands			
f. Disclose component and the dollar amount of that component:			M.1.f.
1. Describe component.....	TEXTG561	NR	M.1.f.1.

	(Column A) Total Fair Value Reported on Schedule RC	(Column B) LESS: Amounts Netted in the Determination of Total Fair Value	(Column C) Level 1 Fair Value Measurements	(Column D) Level 2 Fair Value Measurements	(Column E) Level 3 Fair Value Measurements	
Dollar amounts in thousands						
2. Amount of component.....	RCONG561 NR	RCONG562 NR	RCONG563 NR	RCONG564 NR	RCONG565 NR	M.1.f.2.
2. All other liabilities (itemize and describe amounts included in Schedule RC-Q, item 13, that are greater than \$100,000 and exceed 25% of item 13):						M.2.
a. Loan commitments (not accounted for as derivatives).....	RCONF261 NR	RCONF689 NR	RCONF697 NR	RCONF262 NR	RCONF263 NR	M.2.a.
b. Nontrading derivative liabilities.....	RCONG566 4,904	RCONG567 NR	RCONG568 NR	RCONG569 4,904	RCONG570 NR	M.2.b.

Dollar amounts in thousands		
c. Disclose component and the dollar amount of that component:		M.2.c.
1. Describe component.....	TEXTG571	NR M.2.c.1.

	(Column A) Total Fair Value Reported on Schedule RC	(Column B) LESS: Amounts Netted in the Determination of Total Fair Value	(Column C) Level 1 Fair Value Measurements	(Column D) Level 2 Fair Value Measurements	(Column E) Level 3 Fair Value Measurements	
Dollar amounts in thousands						
2. Amount of component.....	RCONG571 NR	RCONG572 NR	RCONG573 NR	RCONG574 NR	RCONG575 NR	M.2.c.2.

Dollar amounts in thousands		
d. Disclose component and the dollar amount of that component:		M.2.d.
1. Describe component.....	TEXTG576	NR M.2.d.1.

	(Column A) Total Fair Value Reported on Schedule RC	(Column B) LESS: Amounts Netted in the Determination of Total Fair Value	(Column C) Level 1 Fair Value Measurements	(Column D) Level 2 Fair Value Measurements	(Column E) Level 3 Fair Value Measurements	
Dollar amounts in thousands						
2. Amount of component.....	RCONG576 NR	RCONG577 NR	RCONG578 NR	RCONG579 NR	RCONG580 NR	M.2.d.2.

Dollar amounts in thousands		
e. Disclose component and the dollar amount of that component:		M.2.e.
1. Describe component.....	TEXTG581	NR M.2.e.1.

	(Column A) Total Fair Value Reported on Schedule RC	(Column B) LESS: Amounts Netted in the Determination of Total Fair Value	(Column C) Level 1 Fair Value Measurements	(Column D) Level 2 Fair Value Measurements	(Column E) Level 3 Fair Value Measurements	
Dollar amounts in thousands						
2. Amount of component.....	RCONG581 NR	RCONG582 NR	RCONG583 NR	RCONG584 NR	RCONG585 NR	M.2.e.2.

Dollar amounts in thousands		
f. Disclose component and the dollar amount of that component:		M.2.f.
1. Describe component.....	TEXTG586	NR M.2.f.1.

	(Column A) Total Fair Value Reported on Schedule RC	(Column B) LESS: Amounts Netted in the Determination of Total Fair Value	(Column C) Level 1 Fair Value Measurements	(Column D) Level 2 Fair Value Measurements	(Column E) Level 3 Fair Value Measurements	
Dollar amounts in thousands						
2. Amount of component.....	RCONG586 NR	RCONG587 NR	RCONG588 NR	RCONG589 NR	RCONG590 NR	M.2.f.2.

Dollar amounts in thousands			
3. Loans measured at fair value (included in Schedule RC-C, Part I, items 1 through 9):			M.3.
a. Loans secured by real estate:			M.3.a.
1. Secured by 1-4 family residential properties.....	RCONHT87	1,408	M.3.a.1.
2. All other loans secured by real estate.....	RCONHT88	0	M.3.a.2.
b. Commercial and industrial loans.....	RCONF585	0	M.3.b.
c. Loans to individuals for household, family, and other personal expenditures (i.e., consumer loans) (includes purchased paper).....	RCONHT89	0	M.3.c.
d. Other loans.....	RCONF589	0	M.3.d.
4. Unpaid principal balance of loans measured at fair value (reported in Schedule RC-Q, Memorandum item 3):			M.4.
a. Loans secured by real estate:			M.4.a.
1. Secured by 1-4 family residential properties.....	RCONHT91	1,674	M.4.a.1.
2. All other loans secured by real estate.....	RCONHT92	0	M.4.a.2.
b. Commercial and industrial loans.....	RCONF597	0	M.4.b.
c. Loans to individuals for household, family, and other personal expenditures (i.e., consumer loans) (includes purchased paper).....	RCONHT93	0	M.4.c.
d. Other loans.....	RCONF601	0	M.4.d.

Schedule RC-R Part I - Regulatory Capital Components and Ratios(Form Type - 041)

Part I is to be completed on a consolidated basis.

Dollar amounts in thousands

1. Common stock plus related surplus, net of treasury stock and unearned employee stock ownership plan (ESOP) shares.....	RCOAP742	908,957	1.
2. Retained earnings ¹	RCOAKW00	93,231	2.
<i>To be completed only by institutions that have adopted ASU 2016-13:</i>			
a. Does your institution have a CECL transition election in effect as of the quarter-end report date? (enter "0" for No; enter "1" for Yes with a 3-year CECL transition election; enter "2" for Yes with a 5-year 2020 CECL transition election.).....	RCOAJJ29	2	2.a.
3. Accumulated other comprehensive income (AOCI).....	RCOAB530	5,185	3.
a. AOCI opt-out election (enter "1" for Yes; enter "0" for No.).....	RCOAP838	1	3.a.
4. Common equity tier 1 minority interest includable in common equity tier 1 capital.....	RCOAP839	0	4.
5. Common equity tier 1 capital before adjustments and deductions (sum of items 1 through 4).....	RCOAP840	1,007,373	5.
6. LESS: Goodwill net of associated deferred tax liabilities (DTLs).....	RCOAP841	36,180	6.
7. LESS: Intangible assets (other than goodwill and mortgage servicing assets (MSAs)), net of associated DTLs.....	RCOAP842	3,188	7.
8. LESS: Deferred tax assets (DTAs) that arise from net operating loss and tax credit carryforwards, net of any related valuation allowances and net of DTLs.....	RCOAP843	18,198	8.
9. AOCI-related adjustments (items 9.a through 9.e are effective January 1, 2015) (if entered "1" for Yes in item 3.a, complete only items 9.a through 9.e; if entered "0" for No in item 3.a, complete only item 9.f):			9.
a. LESS: Net unrealized gains (losses) on available-for-sale debt securities (if a gain, report as a positive value; if a loss, report as a negative value).....	RCOAP844	5,185	9.a.
b. Not applicable.			9.b.
c. LESS: Accumulated net gains (losses) on cash flow hedges (if a gain, report as a positive value; if a loss, report as a negative value).....	RCOAP846	0	9.c.
d. LESS: Amounts recorded in AOCI attributed to defined benefit postretirement plans resulting from the initial and subsequent application of the relevant GAAP standards that pertain to such plans (if a gain, report as a positive value; if a loss, report as a negative value).....	RCOAP847	0	9.d.
e. LESS: Net unrealized gains (losses) on held-to-maturity securities that are included in AOCI (if a gain, report as a positive value; if a loss, report as a negative value).....	RCOAP848	0	9.e.
f. LESS: Accumulated net gain (loss) on cash flow hedges included in AOCI, net of applicable income taxes, that relate to the hedging of items that are not recognized at fair value on the balance sheet (if a gain, report as a positive value; if a loss, report as a negative value) (To be completed only by institutions that entered "0" for No in item 3.a.).....	RCOAP849	NR	9.f.
10. Other deductions from (additions to) common equity tier 1 capital before threshold-based deductions:			10.
a. LESS: Unrealized net gain (loss) related to changes in the fair value of liabilities that are due to changes in own credit risk (if a gain, report as a positive value; if a loss, report as a negative value).....	RCOAP850	0	10.a.
b. LESS: All other deductions from (additions to) common equity tier 1 capital before threshold-based deductions.	RCOAP851	0	10.b.
11. Not applicable			11.
12. Subtotal (item 5 minus items 6 through 10.b.).....	RCOAP852	944,622	12.
13. LESS: Investments in the capital of unconsolidated financial institutions, net of associated DTLs, that exceed 25 percent of item 12.....	RCOALB58	0	13.
14. LESS: MSAs, net of associated DTLs, that exceed 25 percent of item 12.....	RCOALB59	0	14.
15. LESS: DTAs arising from temporary differences that could not be realized through net operating loss carrybacks, net of related valuation allowances and net of DTLs, that exceed 25 percent of item 12.....	RCOALB60	0	15.
16. Not applicable			16.
17. LESS: Deductions applied to common equity tier 1 capital due to insufficient amounts of additional tier 1 capital and tier 2 capital to cover deductions ¹	RCOAP857	0	17.
18. Total adjustments and deductions for common equity tier 1 capital (sum of items 13 through 17).....	RCOAP858	0	18.
19. Common equity tier 1 capital (item 12 minus item 18).....	RCOAP859	944,622	19.
20. Additional tier 1 capital instruments plus related surplus.....	RCOAP860	0	20.
21. Non-qualifying capital instruments subject to phase out from additional tier 1 capital.....	RCOAP861	0	21.
22. Tier 1 minority interest not included in common equity tier 1 capital.....	RCOAP862	0	22.
23. Additional tier 1 capital before deductions (sum of items 20, 21, and 22).....	RCOAP863	0	23.
24. LESS: Additional tier 1 capital deductions.....	RCOAP864	0	24.
25. Additional tier 1 capital (greater of item 23 minus item 24, or zero).....	RCOAP865	0	25.

1. Institutions that have adopted ASU 2016-13 and have elected to apply the 3-year or the 5-year 2020 CECL transition provision should include the applicable portion of the CECL transitional amount or the modified CECL transitional amount, respectively, in this item.

1. An institution that has a CBLR framework election in effect as of the quarter-end report date is neither required to calculate tier 2 capital nor make any deductions that would have been taken from tier 2 capital as of the report date.

Dollar amounts in thousands

26. Tier 1 capital (sum of items 19 and 25).....	RCOA8274	944,622	26.
27. Average total consolidated assets ²	RCOAKW03	7,848,019	27.
28. LESS: Deductions from common equity tier 1 capital and additional tier 1 capital (sum of items 6, 7, 8, 10.b, 13 through 15, 17, and certain elements of item 24 - see instructions).....	RCOAP875	57,566	28.
29. LESS: Other deductions from (additions to) assets for leverage ratio purposes.....	RCOAB596	0	29.
30. Total assets for the leverage ratio (item 27 minus items 28 and 29).....	RCOAA224	7,790,453	30.
31. Leverage ratio (item 26 divided by 30).....	RCOA7204	12.1254%	31.

2. Institutions that have adopted ASU 2016-13 and have elected to apply the 3-year or the 5-year 2020 CECL transition provision should include the applicable portion of the CECL transitional amount or the modified CECL transitional amount, respectively, in item 27.

Dollar amounts in thousands

a. Does your institution have a community bank leverage ratio (CBLR) framework election in effect as of the quarter-end report date? (enter "1" for Yes; enter "0" for No).....	RCOALE74	0	31.a.
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Dollar amounts in thousands

	(Column A) Amount		(Column B) Percentage		
32. Total assets *	RCOA2170	NR			32.
33. Trading assets and trading liabilities (Schedule RC, sum of items 5 and 15). Report as a dollar amount in Column A and as a percentage of total assets (5% limit) in Column B.....	RCOAKX77	NR	RCOAKX78	NR	33.
34. Off-balance sheet exposures:					34.
a. Unused portion of conditionally cancellable commitments.....	RCOAKX79	NR			34.a.
b. Securities lent and borrowed (Schedule RC-L, sum of items 6.a and 6.b).....	RCOAKX80	NR			34.b.
c. Other off-balance sheet exposures.....	RCOAKX81	NR			34.c.
d. Total off-balance sheet exposures (sum of items 34.a through 34.c). Report as a dollar amount in Column A and as a percentage of total assets (25% limit) in Column B.....	RCOAKX82	NR	RCOAKX83	NR	34.d.

Dollar amounts in thousands

35. Unconditionally cancellable commitments.....	RCOAS540	NR			35.
36. Investments in the tier 2 capital of unconsolidated financial institutions.....	RCOALB61	NR			36.
37. Allocated transfer risk reserve.....	RCOA3128	NR			37.
38. Amount of allowances for credit losses on purchased credit-deteriorated assets:					38.
a. Loans and leases held for investment.....	RCOAJJ30	NR			38.a.
b. Held-to-maturity debt securities.....	RCOAJJ31	NR			38.b.
c. Other financial assets measured at amortized cost.....	RCOAJJ32	NR			38.c.
39. Tier 2 capital instruments plus related surplus.....	RCOAP866	0			39.
40. Non-qualifying capital instruments subject to phase-out from tier 2 capital.....	RCOAP867	0			40.
41. Total capital minority interest that is not included in tier 1 capital.....	RCOAP868	0			41.
42. Allowance for loan and lease losses includable in tier 2 capital ²	RCOA5310	71,294			42.
43. Not applicable.					43.
44. Tier 2 capital before deductions (sum of items 39 through 42).....	RCOAP870	71,294			44.
45. LESS: Tier 2 capital deductions.....	RCOAP872	0			45.
46. Tier 2 capital (greater of item 44 minus item 45, or zero).....	RCOA5311	71,294			46.
47. Total capital (sum of items 26 and 46).....	RCOA3792	1,015,916			47.
48. Total risk-weighted assets (from Schedule RC-R, Part II, item 31).....	RCOAA223	5,702,182			48.

Dollar amounts in thousands

49. Common equity tier 1 capital ratio (item 19 divided by item 48).....	RCOAP793	16.5660%	49.
50. Tier 1 capital ratio (item 26 divided by item 48).....	RCOA7206	16.5660%	50.
51. Total capital ratio (item 47 divided by item 48).....	RCOA7205	17.8163%	51.

Dollar amounts in thousands

52. Institution-specific capital buffer necessary to avoid limitations on distributions and discretionary bonus payments:			52.
a. Capital conservation buffer.....	RCOAH311	9.8163%	52.a.
b. Institutions subject to Category III capital requirements only: Total applicable capital buffer.....	RCOWH312	NR	52.b.
53. Eligible retained income ³	RCOAH313	NR	53.
54. Distributions and discretionary bonus payments during the quarter ⁴	RCOAH314	NR	54.
55. Institutions subject to Category III capital standards only: Supplementary leverage ratio information:			55.
a. Total leverage exposure ⁵	RCOAH015	NR	55.a.
b. Supplementary leverage ratio.....	RCOAH036	NR	55.b.

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- *. For report dates through December 31, 2021, report the lesser of total assets reported in Schedule RC, item 12, as of December 31, 2019, or the current report date, which must be less than \$10 billion.
 2. Institutions that have adopted ASU 2016-13 should report the adjusted allowances for credit losses (AACL), as defined in the regulatory capital rule, in item 30.a.
 3. Non-advanced approaches institutions other than Category III institutions must complete item 53 only if the amount reported in item 52.a above is less than or equal to 2.5000 percent. Category III institutions must complete item 53 only if the amount reported in item 52.a above is less than or equal to the amount reported in item 52.b above.
 4. Non-advanced approaches institutions other than Category III institutions must complete item 54 only if the amount reported in Schedule RC-R, Part I, item 52.a, in the Call Report for the previous calendar quarter-end report date was less than or equal to 2.5000 percent. Category III institutions must complete item 54 only if the amount reported in Schedule RC-R, Part I, item 52.a, in the Call Report for the previous calendar quarter-end report date was less than or equal to the amount reported in Schedule
 5. Institutions that have adopted ASU 2016-13 and have elected to apply the 3-year or the 5-year 2020 CECL transition provision should include the applicable portion of the CECL transitional amount or the modified CECL transitional amount, respectively, in item 55.a.

Schedule RC-R Part II - Risk-Weighted Assets(Form Type - 041)

Institutions are required to assign a 100 percent risk weight to all assets not specifically assigned a risk weight under Subpart D of the federal banking agencies' regulatory capital rules and not deducted from tier 1 or tier 2 capital.

(Column A) Totals from Schedule RC	(Column B) Adjustments to Totals Reported in Column A	(Column C) Allocation by Risk-Weight Category 0%	(Column D) Allocation by Risk-Weight Category 2%	(Column E) Allocation by Risk-Weight Category 4%	(Column F) Allocation by Risk-Weight Category 10%	(Column G) Allocation by Risk-Weight Category 20%	(Column H) Allocation by Risk-Weight Category 50%	(Column I) Allocation by Risk-Weight Category 100%	(Column J) Allocation by Risk-Weight Category 150%
RCOND957	RCONS396	RCOND958	RCONHJ74	RCONHJ75	RCOND963	RCOND964	RCOND965	RCOND966	RCONS398
379,509	0	287,008			92,501	0	0	0	0
RCOND961	RCONS399	RCOND962	RCONHJ74	RCONHJ75	RCOND963	RCOND964	RCOND965	RCOND966	RCONS400
0	0	0	0	0	0	0	0	0	0
RCONJA21	RCONS402	RCOND967	RCONHJ76	RCONHJ77	RCOND968	RCOND969	RCOND970	RCOND971	RCONS403
586,799	10,977	45,127	0	0	388,713	0	141,982	0	0
RCOND971	RCOND972	RCOND973	RCOND974	RCOND975	RCOND976	RCOND977	RCOND978	RCOND979	RCONS411
0	0	0	0	0	0	0	0	0	0
RCONH171	RCONH172	RCONH173	RCONH174	RCONH175	RCONH176	RCONH177	RCONH178	RCONH179	RCONS412
0	0	0	0	0	0	0	0	0	0
RCONS413	RCONS414	RCONH173	RCONH174	RCONH175	RCONH176	RCONH177	RCONH178	RCONH179	RCONS413
1,408	0	0	0	0	182	571	655	0	0
RCONS419	RCONS420	RCONH174	RCONH175	RCONH176	RCONH177	RCONH178	RCONH179	RCONH201	RCONS421
0	0	0	0	0	0	0	0	0	0
RCONS423	RCONS424	RCONS425	RCONHJ78	RCONHJ79	RCONS426	RCONS427	RCONS428	RCONS429	RCONS429
0	0	0	0	0	0	0	0	0	0

Dollar amounts in thousands

1. Cash and balances due from depository institutions.....
2. Securities:
 - a. Held-to-maturity securities³
 - b. Available-for-sale debt securities and equity securities with readily determinable fair values not held for trading.....
3. Federal funds sold and securities purchased under agreements to resell:
 - a. Federal funds sold.....
 - b. Securities purchased under agreements to resell.....
4. Loans and leases held for sale:
 - a. Residential mortgage exposures.....
 - b. High volatility commercial real estate exposures.....
 - c. Exposures past due 90 days or more or on nonaccrual³

Dollar amounts in thousands

(Column K) Allocation by Risk-Weight Category 250%	(Column L) Allocation by Risk-Weight Category 300%	(Column M) Allocation by Risk-Weight Category 400%	(Column N) Allocation by Risk-Weight Category 600%	(Column O) Allocation by Risk-Weight Category 625%	(Column P) Allocation by Risk-Weight Category 937.5%	(Column Q) Allocation by Risk-Weight Category 1,250%	(Column R) Application of Other Risk-Weighting Approaches Exposure Amount	(Column S) Application of Other Risk-Weighting Approaches Risk-Weighted Asset Amount
	RCONS405		RCONS406				RCONH271	RCONH272
	0		0				0	0

1. Cash and balances due from depository institutions
2. Securities:
 - a. Held-to-maturity securities
 - b. Available-for-sale debt securities and equity securities with readily determinable fair values not held for trading.....
3. Federal funds sold and securities purchased under agreements to resell:
 - a. Federal funds sold

3. Institutions that have adopted ASU 2016-13 should report as a negative number allowances eligible for inclusion in tier 2 capital in Column B, which excludes PCD allowances.
 3. For loans and leases held for sale, exclude residential mortgage exposures, high volatility commercial real estate exposures, or sovereign exposures that are past due 90 days or more or on nonaccrual.

Dollar amounts in thousands

	(Column K) Allocation by Risk-Weight Category 250%	(Column L) Allocation by Risk-Weight Category 300%	(Column M) Allocation by Risk-Weight Category 400%	(Column N) Allocation by Risk-Weight Category 600%	(Column O) Allocation by Risk-Weight Category 625%	(Column P) Allocation by Risk-Weight Category 937.5%	(Column Q) Allocation by Risk-Weight Category 1,250%	(Column R) Application of Other Risk-Weighting Approaches Exposure Amount	(Column S) Application of Other Risk-Weighting Approaches Risk-Weighted Asset Amount
b. Securities purchased under agreements to resell									3.b.
4. Loans and leases held for sale:									4.
a. Residential mortgage exposures.....								RCONH273 0	RCONH274 0 4.a.
b. High volatility commercial real estate exposures.....								RCONH275 0	RCONH276 0 4.b.

(Column K) Allocation by Risk-Weight Category 250% Risk-Weight Category 250%	(Column L) Allocation by Risk-Weight Category 300% Risk-Weight Category 300%	(Column M) Allocation by Risk-Weight Category 400% Risk-Weight Category 400%	(Column N) Allocation by Risk-Weight Category 600% Risk-Weight Category 600%	(Column O) Allocation by Risk-Weight Category 625% Risk-Weight Category 625%	(Column P) Allocation by Risk-Weight Category 937.5% Risk-Weight Category 937.5%	(Column Q) Allocation by Risk-Weight Category 1,250% Risk-Weight Category 1,250%	(Column R) Application of Other Risk-Weighting Approaches Exposure Amount	(Column S) Application of Other Risk-Weighting Approaches Asset Amount
							RCONH277	RCONH278
							0	0

Dollar amounts in thousands

c. Exposures past due 90 days or more or on nonaccrual⁶ 4.c.

(Column A) Totals from Schedule RC	(Column B) Adjustments to Totals Reported in Column A	(Column C) Allocation by Risk-Weight Category 0% Risk-Weight Category 0%	(Column D) Allocation by Risk-Weight Category 2% Risk-Weight Category 2%	(Column E) Allocation by Risk-Weight Category 4% Risk-Weight Category 4%	(Column F) Allocation by Risk-Weight Category 10% Risk-Weight Category 10%	(Column G) Allocation by Risk-Weight Category 20% Risk-Weight Category 20%	(Column H) Allocation by Risk-Weight Category 50% Risk-Weight Category 50%	(Column I) Allocation by Risk-Weight Category 100% Risk-Weight Category 100%	(Column J) Allocation by Risk-Weight Category 150% Risk-Weight Category 150%
RCONS431	RCONS432	RCONS433	RCONHJ80	RCONHJ81	RCONS434	RCONS435	RCONS436	RCONS437	RCONS438
0	0	0	0	0	0	0	0	0	0
RCONS439	RCONS440	RCONH178			RCONS441	RCONS442	RCONS443		
2,290,348	0	0			24,203	2,181,045	85,100		
RCONS445	RCONS446	RCONH179			RCONH180	RCONH181	RCONH182	RCONS447	
24,299	0	0			0	0	0	24,299	
RCONS449	RCONS450	RCONS451	RCONHJ82	RCONHJ83	RCONS452	RCONS453	RCONS454	RCONS455	
26,043	0	0	0	0	0	0	0	26,043	
RCONS457	RCONS458	RCONS459	RCONHJ84	RCONHJ85	RCONS460	RCONS461	RCONS462	RCONS463	
3,423,711	0	287,209	0	0	1,472	0	3,135,030	0	
RCON3123	RCON3123								
79,353	79,353								
RCOND976	RCONS466	RCOND977	RCONHJ86	RCONHJ87	RCOND978	RCOND979	RCOND980	RCONS467	
0	0	0	0	0	0	0	0	0	
RCOND981	RCONS469	RCOND982	RCONHJ88	RCONHJ89	RCOND983	RCOND984	RCOND985	RCONH185	
589,360	65,116	27,636	0	0	17,686	5,721	452,283	0	

Dollar amounts in thousands

4. Loans and leases held for sale (continued):

d. All other exposures..... 4.d.

5. Loans and leases held for investment:

a. Residential mortgage exposures..... 5.a.

b. High volatility commercial real estate exposures..... 5.b.

c. Exposures past due 90 days or more or on nonaccrual⁷ 5.c.

d. All other exposures..... 5.d.

6. LESS: Allowance for loan and lease losses..... 6.

7. Trading assets..... 7.

8. All other assets⁸ 8.a.

a. Separate account bank-owned life insurance 8.a.

b. Default fund contributions to central counterparties 8.b.

Dollar amounts in thousands

	(Column K) Allocation by Risk-Weight Category 250%	(Column L) Allocation by Risk-Weight Category 300%	(Column M) Allocation by Risk-Weight Category 400%	(Column N) Allocation by Risk-Weight Category 600%	(Column O) Allocation by Risk-Weight Category 625%	(Column P) Allocation by Risk-Weight Category 937.5%	(Column Q) Allocation by Risk-Weight Category 1,250%	(Column R) Application of Other Risk-Weighting Approaches Exposure Amount	(Column S) Application of Other Risk-Weighting Approaches Risk-Weighted Asset Amount
4. Loans and leases held for sale (continued):									
d. All other exposures.....								RCONH279	0
5. Loans and leases held for investment:									
a. Residential mortgage exposures.....								RCONH281	0
b. High volatility commercial real estate exposures.....								RCONH283	0
c. Exposures past due 90 days or more or on nonaccrual ¹¹								RCONH285	0
d. All other exposures.....								RCONH287	0
6. LESS: Allowance for loan and lease losses									
7. Trading assets.....	RCONH186	0	RCONH290	0	RCONH187	0		RCONH291	0
8. All other assets ¹²	RCONH293	571	RCONH188	0	RCONS471	0		RCONH294	0
a. Separate account bank-owned life insurance.....								RCONH296	20,297
b. Default fund contributions to central counterparties.....								RCONH298	0
								RCONH297	10,564
								RCONH299	0

6. For loans and leases held for sale, exclude residential mortgage exposures, high volatility commercial real estate exposures, or sovereign exposures that are past due 90 days or more or on nonaccrual.
 7. For loans and leases, net of unearned income, exclude residential mortgage exposures, high volatility commercial real estate exposures, or sovereign exposures that are past due 90 days or more or on nonaccrual.
 8. Includes premises and fixed assets; other real estate owned; investments in unconsolidated subsidiaries and associated companies; direct and indirect investments in real estate ventures; intangible assets; and other assets.
 11. For loans and leases, net of unearned income, exclude residential mortgage exposures, high volatility commercial real estate exposures, or sovereign exposures that are past due 90 days or more or on nonaccrual.
 12. Includes premises and fixed assets; other real estate owned; investments in unconsolidated subsidiaries and associated companies; direct and indirect investments in real estate ventures; intangible assets; and other assets.

Dollar amounts in thousands						
	(Column A) Totals	(Column B) Adjustments to Totals Reported in Column A	(Column Q) Exposure Amount 1,250%	(Column T) Total Risk-Weighted Asset Amount by Calculation Methodology SSFA	(Column U) Total Risk-Weighted Asset Amount by Calculation Methodology Gross-Up	
9. On-balance sheet securitization exposures:						9.
a. Held-to-maturity securities.....	RCONS475 0	RCONS476 0	RCONS477 0	RCONS478 0	RCONS479 0	9.a.
b. Available-for-sale securities.....	RCONS480 684,031	RCONS481 684,031	RCONS482 0	RCONS483 138,063	RCONS484 0	9.b.
c. Trading assets.....	RCONS485 0	RCONS486 0	RCONS487 0	RCONS488 0	RCONS489 0	9.c.
d. All other on-balance sheet securitization exposures.....	RCONS490 0	RCONS491 0	RCONS492 0	RCONS493 0	RCONS494 0	9.d.
10. Off-balance sheet securitization exposures.....	RCONS495 68,801	RCONS496 68,801	RCONS497 0	RCONS498 34,401	RCONS499 0	10.

(Column A) Totals From Schedule RC	(Column B) Adjustments to Totals Reported in Column A	(Column C) Allocation by Risk-Weight Category 0%	(Column D) Allocation by Risk-Weight Category 2%	(Column E) Allocation by Risk-Weight Category 4%	(Column F) Allocation by Risk-Weight Category 10%	(Column G) Allocation by Risk-Weight Category 20%	(Column H) Allocation by Risk-Weight Category 50%	(Column I) Allocation by Risk-Weight Category 100%	(Column J) Allocation by Risk-Weight Category 150%
RCON2170 7,926,155	RCONS500 680,771	RCOND987 646,980	RCONHJ90 0	RCONHJ91 0		RCOND988 524,757	RCOND989 2,187,337	RCOND990 3,815,050	RCONS503 50,342
Dollar amounts in thousands									
11. Total balance sheet assets ¹⁴									

(Column K) Allocation by Risk-Weight Category 250%	(Column L) Allocation by Risk-Weight Category 300%	(Column M) Allocation by Risk-Weight Category 400%	(Column N) Allocation by Risk-Weight Category 600%	(Column O) Allocation by Risk-Weight Category 625%	(Column P) Allocation by Risk-Weight Category 937.5%	(Column Q) Allocation by Risk-Weight Category 1,250%	(Column R) Application of Other Risk-Weighting Approaches Exposure Amount
RCONS504 571	RCONS505 0	RCONS506 50	RCONS507 0			RCONS510 0	RCONH300 20,297
Dollar amounts in thousands							
11. Total balance sheet assets ¹⁴							

(Column A) Face, Notional, or Other Amount	(Column B) Credit Equivalent Amount	(Column C) Allocation by Risk-Weight Category 0%	(Column D) Allocation by Risk-Weight Category 2%	(Column E) Allocation by Risk-Weight Category 4%	(Column F) Allocation by Risk-Weight Category 10%	(Column G) Allocation by Risk-Weight Category 20%	(Column H) Allocation by Risk-Weight Category 50%	(Column I) Allocation by Risk-Weight Category 100%	(Column J) Allocation by Risk-Weight Category 150%
RCOND991 3,817	RCOND992 3,817	RCOND993 2,940	RCONHJ92 0	RCONHJ93 0		RCOND994 0	RCOND995 0	RCOND996 877	RCONS511 0
RCOND997 3,690	RCOND998 1,845	RCOND999 166				RCONG603 0	RCONG604 0	RCONG605 1,679	RCONS512 0
RCONG606 500	RCONG607 100	RCONG608 0	RCONHJ94 0	RCONHJ95 0		RCONG609 0	RCONG610 0	RCONG611 100	RCONS513 0
RCONG612 0	RCONG613 0	RCONG614 0				RCONG615 0	RCONG616 0	RCONG617 0	RCONS514 0
Dollar amounts in thousands									
12. Financial standby letters of credit.....									
13. Performance standby letters of credit and transaction-related contingent items.....									
14. Commercial and similar letters of credit with an original maturity of one year or less.....									
15. Retained recourse on small business obligations sold with recourse.....									

(Column A) Face, Notional, or Other Amount	(Column B) Credit Equivalent Amount	(Column C) Allocation by Risk-Weight Category 0%	(Column D) Allocation by Risk-Weight Category 2%	(Column E) Allocation by Risk-Weight Category 4%	(Column F) Allocation by Risk-Weight Category 10%	(Column G) Allocation by Risk-Weight Category 20%	(Column H) Allocation by Risk-Weight Category 50%	(Column I) Allocation by Risk-Weight Category 100%	(Column J) Allocation by Risk-Weight Category 150%
RCONS515 0	RCONS516 0	RCONS517 0	RCONS518 0	RCONS519 0		RCONS520 0	RCONS521 0	RCONS522 0	RCONS523 0
RCONG618 0	RCONG619 0	RCONG620 0				RCONG621 0	RCONG622 0	RCONG623 0	RCONS524 0
Dollar amounts in thousands									
16. Repo-style transactions ²¹									
17. All other off-balance sheet liabilities.....									
18. Unused commitments:									
a. Original maturity of one year or less.....									
RCONS525 1,321,925	RCONS526 264,385	RCONS527 0	RCONHJ96 0	RCONHJ97 0		RCONS528 0	RCONS529 450	RCONS530 263,935	RCONS531 0
18.a.									

14. For each of columns A through R of item 11, report the sum of columns B through R must equal column A. Item 11, column A, must equal Schedule RC, item 12.

21. Includes securities purchased under agreements to resell (reverse repos), securities sold under agreements to repurchase (repos), securities borrowed, and securities lent.

*. Excludes unused commitments to asset-backed commercial paper conduits.

Dollar amounts in thousands

(Column A) Face, Notional, or Other Amount	(Column B) Credit Equivalent Amount	(Column C) Allocation by Risk-Weight Category 0%	(Column D) Allocation by Risk-Weight Category 2%	(Column E) Allocation by Risk-Weight Category 4%	(Column F) Allocation by Risk-Weight Category 10%	(Column G) Allocation by Risk-Weight Category 20%	(Column H) Allocation by Risk-Weight Category 50%	(Column I) Allocation by Risk-Weight Category 100%	(Column J) Allocation by Risk-Weight Category 150%
RCONG624 319,440	RCONG625 159,720	RCONG626 0	RCONHJ98 0	RCONHJ99 0		RCONG627 1,679	RCONG628 104	RCONG629 157,937	RCONS539 0
RCONS540 36,043	RCONS541 0								
	RCONS542 4,584	RCONS543 0	RCONHK00 0	RCONHK01 0	RCONS544 0	RCONS545 0	RCONS546 0	RCONS547 4,584	RCONS548 0
	RCONS549 0	RCONS550 0	RCONS551 0	RCONS552 0		RCONS554 0	RCONS555 0	RCONS556 0	RCONS557 0
RCONH191 0		RCONH193 0				RCONH194 0	RCONH195 0	RCONH196 0	RCONH197 0

- b. Original maturity exceeding one year..... 18.b.
- 19. Unconditionally cancelable commitments..... 19.
- 20. Over-the-counter derivatives..... 20.
- 21. Centrally cleared derivatives..... 21.
- 22. Unsettled transactions (failed trades)²² 22.

22. For item 22, the sum of columns C through Q must equal column A.

	(Column O) Allocation by Risk-Weight Category 625%	(Column P) Allocation by Risk-Weight Category 937.5%	(Column Q) Allocation by Risk-Weight Category 1,250%	(Column R) Application of Other Risk-Weighting Approaches Credit Equivalent Amount	(Column S) Application of Other Risk-Weighting Approaches Risk-Weighted Asset Amount	
Dollar amounts in thousands						
16. Repo-style transactions ²⁴				RCONH301 0	RCONH302 0	16.
17. All other off-balance sheet liabilities						17.
18. Unused commitments: [*]						18.
a. Original maturity of one year or less.....				RCONH303 0	RCONH304 0	18.a.
b. Original maturity exceeding one year.....				RCONH307 0	RCONH308 0	18.b.
19. Unconditionally cancelable commitments						19.
20. Over-the-counter derivatives.....				RCONH309 0	RCONH310 0	20.
21. Centrally cleared derivatives						21.
22. Unsettled transactions (failed trades) ²⁵	RCONH198 0	RCONH199 0	RCONH200 0			22.

24. Includes securities purchased under agreements to resell (reverse repos), securities sold under agreements to repurchase (repos), securities borrowed, and securities lent.
 *. Excludes unused commitments to asset-backed commercial paper conduits.
 25. For item 22, the sum of columns C through Q must equal column A.

Dollar amounts in thousands

(Column C) Allocation by Risk-Weight Category 0%	(Column D) Allocation by Risk-Weight Category 2%	(Column E) Allocation by Risk-Weight Category 4%	(Column F) Allocation by Risk-Weight Category 10%	(Column G) Allocation by Risk-Weight Category 20%	(Column H) Allocation by Risk-Weight Category 50%	(Column I) Allocation by Risk-Weight Category 100%	(Column J) Allocation by Risk-Weight Category 150%
RCONG6630 650,086	RCONS558 0	RCONS559 0	RCONS560 0	RCONG631 526,436	RCONG632 2,187,891	RCONG633 4,244,162	RCONS561 50,342
RCONG6634 0	RCONS569 0	RCONS570 0	RCONS571 0	RCONG635 105,287	RCONG636 1,093,946	RCONG637 4,244,162	RCONS572 75,513

23. Total assets, derivatives, off-balance sheet items, and other items subject to risk weighting by risk-weight category (for each of columns C through P; sum of items 11 through 22; for column Q, sum of items 10 through 22).....

24. Risk weight factor.....

25. Risk-weighted assets by risk-weight category (for each column, item 23 multiplied by item 24).....

Dollar amounts in thousands

(Column K) Allocation by Risk-Weight Category 250%	(Column L) Allocation by Risk-Weight Category 300%	(Column M) Allocation by Risk-Weight Category 400%	(Column N) Allocation by Risk-Weight Category 600%	(Column O) Allocation by Risk-Weight Category 625%	(Column P) Allocation by Risk-Weight Category 937.5%	(Column Q) Allocation by Risk-Weight Category 1,250%
RCONS562 571	RCONS563 0	RCONS564 50	RCONS565 0	RCONS566 0	RCONS567 0	RCONS568 0
RCONS573 1,428	RCONS574 0	RCONS575 200	RCONS576 0	RCONS577 0	RCONS578 0	RCONS579 0

23. Total assets, derivatives, off-balance sheet items, and other items subject to risk weighting by risk-weight category (for each of columns C through P; sum of items 11 through 22; for column Q, sum of items 10 through 22).....

24. Risk weight factor.....

25. Risk-weighted assets by risk-weight category (for each column, item 23 multiplied by item 24).....

Dollar amounts in thousands

26. Risk-weighted assets base for purposes of calculating the allowance for loan and lease losses 1.25 percent threshold.....	RCONS580	5,703,564	26.
27. Standardized market-risk weighted assets (applicable only to banks that are covered by the market risk capital rule).....	RCONS581	0	27.
28. Risk-weighted assets before deductions for excess allowance of loan and lease losses and allocated risk transfer risk reserve ²⁷	RCONB704	5,703,564	28.
29. LESS: Excess allowance for loan and lease losses.....	RCONA222	1,382	29.
30. LESS: Allocated transfer risk reserve.....	RCON3128	0	30.
31. Total risk-weighted assets (item 28 minus items 29 and 30).....	RCONG641	5,702,182	31.
1. Current credit exposure across all derivative contracts covered by the regulatory capital rules.....	RCONG642	4,451	M.1.

Dollar amounts in thousands	(Column A) With a remaining maturity of One year or less		(Column B) With a remaining maturity of Over one year through five years		(Column C) With a remaining maturity of Over five years		
2. Notional principal amounts of over-the-counter derivative contracts:							M.2.
a. Interest rate.....	RCONS582	129,821	RCONS583	0	RCONS584	0	M.2.a.
b. Foreign exchange rate and gold.....	RCONS585	13,294	RCONS586	0	RCONS587	0	M.2.b.
c. Credit (investment grade reference asset).....	RCONS588	0	RCONS589	0	RCONS590	0	M.2.c.
d. Credit (non-investment grade reference asset).....	RCONS591	0	RCONS592	0	RCONS593	0	M.2.d.
e. Equity.....	RCONS594	0	RCONS595	0	RCONS596	0	M.2.e.
f. Precious metals (except gold).....	RCONS597	0	RCONS598	0	RCONS599	0	M.2.f.
g. Other.....	RCONS600	0	RCONS601	0	RCONS602	0	M.2.g.
3. Notional principal amounts of centrally cleared derivative contracts:							M.3.
a. Interest rate.....	RCONS603	0	RCONS604	0	RCONS605	0	M.3.a.
b. Foreign exchange rate and gold.....	RCONS606	0	RCONS607	0	RCONS608	0	M.3.b.
c. Credit (investment grade reference asset).....	RCONS609	0	RCONS610	0	RCONS611	0	M.3.c.
d. Credit (non-investment grade reference asset).....	RCONS612	0	RCONS613	0	RCONS614	0	M.3.d.
e. Equity.....	RCONS615	0	RCONS616	0	RCONS617	0	M.3.e.
f. Precious metals (except gold).....	RCONS618	0	RCONS619	0	RCONS620	0	M.3.f.
g. Other.....	RCONS621	0	RCONS622	0	RCONS623	0	M.3.g.

Dollar amounts in thousands

4. Amount of allowances for credit losses on purchased credit-deteriorated assets: ¹			M.4.
a. Loans and leases held for investment.....	RCONJJ30	0	M.4.a.
b. Held-to-maturity debt securities.....	RCONJJ31	0	M.4.b.
c. Other financial assets measured at amortized cost.....	RCONJJ32	0	M.4.c.

Schedule RC-S - Servicing Securitization and Asset Sale Activities(Form Type - 041)

Dollar amounts in thousands	(Column A) 1-4 Family Residential Loans		(Column G) All Other Loans, All Leases, and All Other Assets		
1. Outstanding principal balance of assets sold and securitized by the reporting bank with servicing retained or with recourse or other seller-provided credit enhancements.....	RCONB705	0	RCONB711	0	1.
2. Maximum amount of credit exposure arising from recourse or other seller-provided credit enhancements provided to structures reported in item 1.....	RCONHU09	0	RCONHU15	0	2.
3. Not applicable					3.
4. Past due loan amounts included in item 1:					4.
a. 30-89 days past due.....	RCONB733	0	RCONB739	0	4.a.
b. 90 days or more past due.....	RCONB740	0	RCONB746	0	4.b.

27. Sum of items 2.b through 20, column S; items 9.a, 9.b, 9.c, 9.d, and 10, columns T and U; item 25, columns C through Q; and item 27 (if applicable).
 1. Memorandum items 4.a through 4.c should be completed only by institutions that have adopted ASU 2016-13.

Dollar amounts in thousands		(Column A) 1-4 Family Residential Loans		(Column G) All Other Loans, All Leases, and All Other Assets	
5. Charge-offs and recoveries on assets sold and securitized with servicing retained or with recourse or other seller-provided credit enhancements (calendar year-to-date):					
a. Charge-offs.....					
RIADB747	0	RIADB753	0	5.a.	
b. Recoveries.....					
RIADB754	0	RIADB760	0	5.b.	
<i>Item 6 is to be completed by banks with \$10 billion or more in total assets.</i>					
6. Total amount of ownership (or seller's) interest carried as securities or loans ¹					
		RCONHU19	NR	6.	
7. Not applicable					
8. Not applicable					
9. Maximum amount of credit exposure arising from credit enhancements provided by the reporting bank to other institutions' securitization structures in the form of standby letters of credit, purchased subordinated securities, and other enhancements.....					
RCONB776	0	RCONB782	0	9.	
<i>Item 10 is to be completed by banks with \$10 billion or more in total assets.</i>					
10. Reporting bank's unused commitments to provide liquidity to other institutions' securitization structures ¹					
RCONB783	NR	RCONB789	NR	10.	
11. Assets sold with recourse or other seller-provided credit enhancements and not securitized by the reporting bank.....					
RCONB790	0	RCONB796	0	11.	
12. Maximum amount of credit exposure arising from recourse or other seller-provided credit enhancements provided to assets reported in item 11.....					
RCONB797	0	RCONB803	0	12.	

Dollar amounts in thousands				
1. Not applicable				M.1.
2. Outstanding principal balance of assets serviced for others (includes participations serviced for others):				M.2.
a. Closed-end 1-4 family residential mortgages serviced with recourse or other servicer-provided credit enhancements.....		RCONB804	0	M.2.a.
b. Closed-end 1-4 family residential mortgages serviced with no recourse or other servicer-provided credit enhancements.....		RCONB805	93,412	M.2.b.
c. Other financial assets (includes home equity lines) ¹		RCONA591	59,210	M.2.c.
d. 1-4 family residential mortgages serviced for others that are in process of foreclosure at quarter-end (includes closed-end and open-end loans).....		RCONF699	0	M.2.d.
<i>Memorandum item 3 is to be completed by banks with \$10 billion or more in total assets.</i>				M.3.
3. Asset-backed commercial paper conduits: ²				M.3.a.
a. Maximum amount of credit exposure arising from credit enhancements provided to conduit structures in the form of standby letters of credit, subordinated securities, and other enhancements:				M.3.a.1.
1. Conduits sponsored by the bank, a bank affiliate, or the bank's holding company.....		RCONB806	NR	M.3.a.2.
2. Conduits sponsored by other unrelated institutions.....		RCONB807	NR	M.3.b.
b. Unused commitments to provide liquidity to conduit structures:				M.3.b.1.
1. Conduits sponsored by the bank, a bank affiliate, or the bank's holding company.....		RCONB808	NR	M.3.b.2.
2. Conduits sponsored by other unrelated institutions.....		RCONB809	NR	M.4.
4. Outstanding credit card fees and finance charges ²		RCONC407	NR	

1. The \$10 billion asset-size test is based on the total assets reported on the June 30, 2018, Report of Condition.
 1. The \$10 billion asset-size test is based on the total assets reported on the June 30, 2018, Report of Condition.
 1. Memorandum item 2.c is to be completed if the principal balance of other financial assets serviced for others is more than \$10 million.
 2. The \$10 billion asset-size test is based on the total assets reported on the June 30, 2018, Report of Condition.
 2. Memorandum item 4 is to be completed by banks that (1) together with affiliated institutions, have outstanding credit card receivables (as defined in the instructions) that exceed \$500 million as of the report date, or (2) are credit card specialty banks as defined for Uniform Bank Performance Report purposes.

Schedule RC-T - Fiduciary and Related Services(Form Type - 041)

Dollar amounts in thousands

1. Does the institution have fiduciary powers? (If "NO," do not complete Schedule RC-T.).....	RCONA345	No	1.
2. Does the institution exercise the fiduciary powers it has been granted?.....	RCONA346	No	2.
3. Does the institution have any fiduciary or related activity (in the form of assets or accounts) to report in this schedule? (If "NO," do not complete the rest of Schedule RC-T.).....	RCONB867	No	3.

Dollar amounts in thousands	(Column A) Managed Assets		(Column B) Non-Managed Assets		(Column C) Number of Managed Accounts		(Column D) Number of Non-Managed Accounts		
4. Personal trust and agency accounts.....	RCONB868	NR	RCONB869	NR	RCONB870	NR	RCONB871	NR	4.
5. Employee benefit and retirement-related trust and agency accounts:									5.
a. Employee benefit - defined contribution.....	RCONB872	NR	RCONB873	NR	RCONB874	NR	RCONB875	NR	5.a.
b. Employee benefit - defined benefit.....	RCONB876	NR	RCONB877	NR	RCONB878	NR	RCONB879	NR	5.b.
c. Other employee benefit and retirement-related accounts.....	RCONB880	NR	RCONB881	NR	RCONB882	NR	RCONB883	NR	5.c.
6. Corporate trust and agency accounts.....	RCONB884	NR	RCONB885	NR	RCONC001	NR	RCONC002	NR	6.
7. Investment management and investment advisory agency accounts.....	RCONB886	NR	RCONJ253	NR	RCONB888	NR	RCONJ254	NR	7.
8. Foundation and endowment trust and agency accounts.....	RCONJ255	NR	RCONJ256	NR	RCONJ257	NR	RCONJ258	NR	8.
9. Other fiduciary accounts.....	RCONB890	NR	RCONB891	NR	RCONB892	NR	RCONB893	NR	9.
10. Total fiduciary accounts (sum of items 4 through 9).....	RCONB894	NR	RCONB895	NR	RCONB896	NR	RCONB897	NR	10.
11. Custody and safekeeping accounts.....			RCONB898	NR			RCONB899	NR	11.
12. Not applicable									12.
13. Individual Retirement Accounts, Health Savings Accounts, and other similar accounts (included in items 5.c and 11).....	RCONJ259	NR	RCONJ260	NR	RCONJ261	NR	RCONJ262	NR	13.

Dollar amounts in thousands

14. Personal trust and agency accounts.....	RIADB904	NR	14.
15. Employee benefit and retirement-related trust and agency accounts:			15.
a. Employee benefit - defined contribution.....	RIADB905	NR	15.a.
b. Employee benefit - defined benefit.....	RIADB906	NR	15.b.
c. Other employee benefit and retirement-related accounts.....	RIADB907	NR	15.c.
16. Corporate trust and agency accounts.....	RIADA479	NR	16.
17. Investment management and investment advisory agency accounts.....	RIADJ315	NR	17.
18. Foundation and endowment trust and agency accounts.....	RIADJ316	NR	18.
19. Other fiduciary accounts.....	RIADA480	NR	19.
20. Custody and safekeeping accounts.....	RIADB909	NR	20.
21. Other fiduciary and related services income.....	RIADB910	NR	21.
22. Total gross fiduciary and related services income (sum of items 14 through 21) (must equal Schedule RI, item 5.a).....	RIAD4070	0	22.
23. Less: Expenses.....	RIADC058	NR	23.
24. Less: Net losses from fiduciary and related services.....	RIADA488	NR	24.
25. Plus: Intracompany income credits for fiduciary and related services.....	RIADB911	NR	25.
26. Net fiduciary and related services income.....	RIADA491	NR	26.

Dollar amounts in thousands		(Column A) Personal Trust and Agency and Investment Management Agency Accounts		(Column B) Employee Benefit and Retirement-Related Trust and Agency Accounts		(Column C) All Other Accounts		
1. Managed assets held in fiduciary accounts:								M.1.
a. Noninterest-bearing deposits.....	RCONJ263	NR	RCONJ264	NR	RCONJ265	NR		M.1.a.
b. Interest-bearing deposits.....	RCONJ266	NR	RCONJ267	NR	RCONJ268	NR		M.1.b.
c. U.S. Treasury and U.S. Government agency obligations.....	RCONJ269	NR	RCONJ270	NR	RCONJ271	NR		M.1.c.
d. State, county, and municipal obligations.....	RCONJ272	NR	RCONJ273	NR	RCONJ274	NR		M.1.d.
e. Money market mutual funds.....	RCONJ275	NR	RCONJ276	NR	RCONJ277	NR		M.1.e.
f. Equity mutual funds.....	RCONJ278	NR	RCONJ279	NR	RCONJ280	NR		M.1.f.
g. Other mutual funds.....	RCONJ281	NR	RCONJ282	NR	RCONJ283	NR		M.1.g.
h. Common trust funds and collective investment funds.....	RCONJ284	NR	RCONJ285	NR	RCONJ286	NR		M.1.h.
i. Other short-term obligations.....	RCONJ287	NR	RCONJ288	NR	RCONJ289	NR		M.1.i.
j. Other notes and bonds.....	RCONJ290	NR	RCONJ291	NR	RCONJ292	NR		M.1.j.
k. Investments in unregistered funds and private equity investments.....	RCONJ293	NR	RCONJ294	NR	RCONJ295	NR		M.1.k.
l. Other common and preferred stocks.....	RCONJ296	NR	RCONJ297	NR	RCONJ298	NR		M.1.l.
m. Real estate mortgages.....	RCONJ299	NR	RCONJ300	NR	RCONJ301	NR		M.1.m.
n. Real estate.....	RCONJ302	NR	RCONJ303	NR	RCONJ304	NR		M.1.n.
o. Miscellaneous assets.....	RCONJ305	NR	RCONJ306	NR	RCONJ307	NR		M.1.o.
p. Total managed assets held in fiduciary accounts (for each column, sum of Memorandum items 1.a through 1.o).....	RCONJ308	NR	RCONJ309	NR	RCONJ310	NR		M.1.p.

Dollar amounts in thousands		(Column A) Managed Assets		(Column B) Number of Managed Accounts		
q. Investments of managed fiduciary accounts in advised or sponsored mutual funds.....	RCONJ311	NR	RCONJ312	NR		M.1.q.

Dollar amounts in thousands		(Column A) Number of Issues		(Column B) Principal Amount Outstanding		
2. Corporate trust and agency accounts:						M.2.
a. Corporate and municipal trusteeships.....	RCONB927	NR	RCONB928	NR		M.2.a.
1. Issues reported in Memorandum item 2.a that are in default.....	RCONJ313	NR	RCONJ314	NR		M.2.a.1.
b. Transfer agent, registrar, paying agent, and other corporate agency.....	RCONB929	NR				M.2.b.

Dollar amounts in thousands		(Column A) Number of Funds		(Column B) Market Value of Fund Assets		
3. Collective investment funds and common trust funds:						M.3.
a. Domestic equity.....	RCONB931	NR	RCONB932	NR		M.3.a.
b. International/Global equity.....	RCONB933	NR	RCONB934	NR		M.3.b.
c. Stock/Bond blend.....	RCONB935	NR	RCONB936	NR		M.3.c.
d. Taxable bond.....	RCONB937	NR	RCONB938	NR		M.3.d.
e. Municipal bond.....	RCONB939	NR	RCONB940	NR		M.3.e.
f. Short term investments/Money market.....	RCONB941	NR	RCONB942	NR		M.3.f.
g. Specialty/Other.....	RCONB943	NR	RCONB944	NR		M.3.g.
h. Total collective investment funds (sum of Memorandum items 3.a through 3.g).....	RCONB945	NR	RCONB946	NR		M.3.h.

Memoranda items 3.a through 3.g are to be completed by banks with collective investment funds and common trust funds with a total market value of \$1 billion or more as of the preceding December 31.

Dollar amounts in thousands	(Column A) Gross Losses		(Column B) Gross Losses		(Column C) Recoveries		
	Managed Accounts		Non-Managed Accounts				
4. Fiduciary settlements, surcharges, and other losses:							M.4.
a. Personal trust and agency accounts.....	RIADB947	NR	RIADB948	NR	RIADB949	NR	M.4.a.
b. Employee benefit and retirement-related trust and agency accounts.....	RIADB950	NR	RIADB951	NR	RIADB952	NR	M.4.b.
c. Investment management agency accounts.....	RIADB953	NR	RIADB954	NR	RIADB955	NR	M.4.c.
d. Other fiduciary accounts and related services.....	RIADB956	NR	RIADB957	NR	RIADB958	NR	M.4.d.
e. Total fiduciary settlements, surcharges, and other losses (sum of Memorandum items 4.a through 4.d) (sum of columns A and B minus column C must equal Schedule RC-T, item 24).....	RIADB959	NR	RIADB960	NR	RIADB961	NR	M.4.e.

Schedule RC-V - Variable Interest Entities(Form Type - 041)

Dollar amounts in thousands	(Column A) Securitization Vehicles		(Column B) Other VIEs		
1. Assets of consolidated variable interest entities (VIEs) that can be used only to settle obligations of the consolidated VIEs:					1.
a. Cash and balances due from depository institutions.....	RCONJ981	0	RCONJF84	0	1.a.
b. Securities not held for trading.....	RCONHU20	0	RCONHU21	0	1.b.
c. Loans and leases held for investment, net of allowance, and held for sale.....	RCONHU22	0	RCONHU23	0	1.c.
d. Other real estate owned.....	RCONK009	0	RCONJF89	0	1.d.
e. Other assets.....	RCONJF91	0	RCONJF90	0	1.e.
2. Liabilities of consolidated VIEs for which creditors do not have recourse to the general credit of the reporting bank:					2.
a. Other borrowed money.....	RCONJF92	0	RCONJF85	0	2.a.
b. Other liabilities.....	RCONJF93	0	RCONJF86	0	2.b.
3. All other assets of consolidated VIEs (not included in items 1.a. through 1.e above).....	RCONK030	0	RCONJF87	0	3.
4. All other liabilities of consolidated VIEs (not included in items 2.a and 2.b above).....	RCONK033	0	RCONJF88	0	4.

Dollar amounts in thousands				
5. Total assets of asset-backed commercial paper (ABCP) conduit VIEs.....	RCONJF77		0	5.
6. Total liabilities of ABCP conduit VIEs.....	RCONJF78		0	6.

Optional Narrative Statement Concerning the Amounts Reported in the Consolidated Reports of Condition and Income(Form Type - 041)

Dollar amounts in thousands			
1. Comments?.....	RCON6979	No	1.
2. Bank Management Statement.....	TEXT6980	NR	2.

PUBLIC EXHIBIT 3

Federal Financial Institutions Examination Council



Consolidated Reports of Condition and Income for a Bank with Domestic Offices Only and Total Assets Less than \$5 Billion - FFIEC 051

Institution Name	PACIFIC MERCANTILE BANK
City	COSTA MESA
State	CA
Zip Code	92626
Call Report Report Date	3/31/2021
Report Type	051
RSSD-ID	2717012
FDIC Certificate Number	34940
OCC Charter Number	0
ABA Routing Number	122242869
Last updated on	4/28/2021

Federal Financial Institutions Examination Council



Consolidated Reports of Condition and Income for a Bank with Domestic Offices Only and Total Assets Less than \$5 Billion - FFIEC 051

Report at the close of business March 31, 2021

This report is required by law: 12 U.S.C. §324 (State member banks); 12 U.S.C. §1817 (State non member banks); 12 U.S.C. §161 (National banks); and 12 U.S.C. §1464 (Savings associations).

Unless the context indicates otherwise, the term "bank" in this report form refers to both banks and savings associations.

(20210331)

(RCON 9999)

This report form is to be filed by banks with domestic offices only and total assets less than \$5 billion, except such banks that (1) are advanced approaches institutions or are subject to Category III capital standards for regulatory capital purposes, (2) are large or highly complex institutions for deposit insurance assessment purposes, or (3) have elected, or have been required by their primary federal regulator, to file the FFIEC 041.

NOTE: Each bank's board of directors and senior management are responsible for establishing and maintaining an effective system of internal control, including controls over the Reports of Condition and Income. The Reports of Condition and Income are to be prepared in accordance with federal regulatory authority instructions. The Reports of Condition and Income must be signed by the Chief Financial Officer (CFO) of the reporting bank (or by the individual performing an equivalent function) and attested to by not less than two directors (trustees) for state non member banks and three directors for state member banks, national banks, and savings associations.

I, the undersigned CFO (or equivalent) of the named bank, attest that the Reports of Condition and Income (including the supporting

schedules) for this report date have been prepared in conformance with the instructions issued by the appropriate Federal regulatory authority and are true and correct to the best of my knowledge and belief.

We, the undersigned directors (trustees), attest to the correctness of the Reports of Condition and Income (including the supporting schedules) for this report date and declare that the Reports of Condition and Income have been examined by us and to the best of our knowledge and belief have been prepared in conformance with the instructions issued by the appropriate Federal regulatory authority and are true and correct.

Signature of Chief Financial Officer (or Equivalent)

Director (Trustee)

Date of Signature

Director (Trustee)

Director (Trustee)

Submission of Reports

Each bank must file its Reports of Condition and Income (Call Report) data by either:

- Using computer software to prepare its Call Report and then submitting the report data directly to the FFIEC's Central Data Repository (CDR), an Internet-based system for datacollection (<https://cdr.ffiec.gov/cdr/>), or
- Completing its Call Report in paper form and arranging with a software vendor or another party to convert the data in to the electronic format that can be processed by the CDR. The software vendor or other party then must electronically submit the bank's data file to the CDR.

For technical assistance with submissions to the CDR, please contact the CDR Help Desk by telephone at (888) CDR-3111, by fax at (703) 774-3946, or by e-mail at CDR.Help@cdr.ffiec.gov.

FDIC Certificate Number **34940** (RSSD 9050)

To fulfill the signature and attestation requirement for the Reports of Condition and Income for this report date, attach your bank's completed signature page (or a photocopy or a computer generated version of this page) to the hard-copy record of the data file submitted to the CDR that your bank must place in its files.

The appearance of your bank's hard-copy record of the submitted data file need not match exactly the appearance of the FFIEC's sample report forms, but should show at least the caption of each Call Report item and the reported amount.

PACIFIC MERCANTILE BANK

Legal Title of Bank (RSSD 9017)

COSTA MESA

City (RSSD 9130)

CA

State Abbreviation (RSSD 9200)

92626

Zip Code (RSSD 9220)

Legal Entity Identifier (LEI)
(RCON 9224)

The estimated average burden associated with this information collection is 50.4 hours per respondent and is estimated to vary from 20 to 775 hours per response, depending on individual circumstances. Burden estimates include the time for reviewing instructions, gathering and maintaining data in the required form, and completing the information collection, but exclude the time for compiling and maintaining business records in the normal course of a respondent's activities. A Federal agency may not conduct or sponsor, and an organization (or a person) is not required to respond to a collection of information, unless it displays a currently valid OMB control number. Comments concerning the accuracy of this burden estimate and suggestions for reducing this burden should be directed to the Office of Information and Regulatory Affairs, Office of Management and Budget, Washington, DC 20503, and to one of the following: Secretary, Board of Governors of the Federal Reserve System, 20th and C Streets, NW, Washington, DC 20551; Legislative and Regulatory Analysis Division, Office of the Comptroller of the Currency, Washington, DC 20219; Assistant Executive Secretary, Federal Deposit Insurance Corporation, Washington, DC 20429.

Consolidated Reports of Condition and Income for a Bank with Domestic Offices Only and Total Assets Less than \$5 Billion - FFIEC 051

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For information or assistance, national banks, state nonmember banks, and savings associations should contact the FDIC's Data Collection and Analysis Section, 550 17th Street, NW, Washington, DC 20429, toll free on (800) 688-FDIC(3342), Monday through Friday between 8:00 a.m. and 5:00 p.m., Eastern Time. State member banks should contact their Federal Reserve District Bank.

Board of Governors of the Federal Reserve System, Federal Deposit Insurance Corporation, Office of the Comptroller of the Currency

Legend: NR - Not Reported, CONF - Confidential

Primary Contact

CONF

Name (TEXT C366)

CONF

Title (TEXT C367)

CONF

E-mail Address (TEXT C368)

CONF

Area Code / Phone Number / Extension (TEXT C369)

CONF

Area Code / FAX Number (TEXT C370)

Secondary Contact

CONF

Name (TEXT C371)

CONF

Title (TEXT C372)

CONF

E-mail Address (TEXT C373)

CONF

Area Code / Phone Number / Extension (TEXT C374)

CONF

Area Code / FAX Number (TEXT C375)

USA PATRIOT Act Section 314(a) Anti-Money Laundering

Contact Information

This information is being requested to identify points-of-contact who are in charge of your bank's USA PATRIOT Act Section 314(a) information requests. Bank personnel listed could be contacted by law enforcement officers or the Financial Crimes Enforcement Network (FinCEN) for additional information related to specific Section 314(a) search requests or other anti-terrorist financing and anti- money laundering matters. Communications sent by FinCEN to the bank for purposes other than Section 314(a) notifications will state the intended purpose and should be directed to the appropriate bank personnel for review. Any disclosure of customer records to law enforcement officers or FinCEN must be done in compliance with applicable law, including the Right to Financial Privacy Act (12 U.S.C. 3401 et seq.).

Please provide information for a primary and secondary contact. Information for a third and fourth contact may be provided at the bank's option. Enter "none" for the contact's e-mail address if not available. This contact information is for the confidential use of the Agencies, FinCEN, and law enforcement officers and will not be released to the public.

Primary Contact

CONF
Name (TEXT C437)

CONF
Title (TEXT C438)

CONF
E-mail Address (TEXT C439)

CONF
Area Code / Phone Number / Extension (TEXT C440)

Secondary Contact

CONF
Name (TEXT C442)

CONF
Title (TEXT C443)

CONF
E-mail Address (TEXT C444)

CONF
Area Code / Phone Number / Extension (TEXT 8902)

Third Contact

CONF
Name (TEXT C870)

CONF
Title (TEXT C871)

CONF
E-mail Address (TEXT C368)

CONF
Area Code / Phone Number / Extension (TEXT C873)

Fourth Contact

CONF
Name (TEXT C875)

CONF
Title (TEXT C876)

CONF
E-mail Address (TEXT C877)

CONF
Area Code / Phone Number / Extension (TEXT C878)

Schedule RI - Income Statement(Form Type - 051)

Dollar amounts in thousands

1. Interest income:			1.
a. Interest and fee income on loans:			1.a.
1. Loans secured by real estate:			1.a.1.
a. Loans secured by 1-4 family residential properties.....	RIAD4435	99	1.a.1.a.
b. All other loans secured by real estate.....	RIAD4436	5,910	1.a.1.b.
2. Commercial and industrial loans.....	RIAD4012	6,337	1.a.2.
3. Loans to individuals for household, family, and other personal expenditures:			1.a.3.
a. Credit cards.....	RIADB485	41	1.a.3.a.
b. Other (includes revolving credit plans other than credit cards, automobile loans, and other consumer loans).....	RIADB486	944	1.a.3.b.
4. Not applicable			1.a.4.
5. All other loans ¹	RIAD4058	0	1.a.5.
6. Total interest and fee income on loans (sum of items 1.a.(1)(a) through 1.a.(5)).....	RIAD4010	13,331	1.a.6.
b. Income from lease financing receivables.....	RIAD4065	0	1.b.
c. Interest income on balances due from depository institutions ²	RIAD4115	52	1.c.
d. Interest and dividend income on securities:			1.d.
1. U.S. Treasury securities and U.S. Government agency obligations (excluding mortgage-backed securities).....	RIADB488	0	1.d.1.
2. Mortgage-backed securities.....	RIADB489	136	1.d.2.
3. All other securities (includes securities issued by states and political subdivisions in the U.S.).....	RIAD4060	73	1.d.3.
e. Not applicable			1.e.
f. Interest income on federal funds sold and securities purchased under agreements to resell.....	RIAD4020	0	1.f.
g. Other interest income.....	RIAD4518	107	1.g.
h. Total interest income (sum of items 1.a.(6) through 1.g.).....	RIAD4107	13,699	1.h.
2. Interest expense:			2.
a. Interest on deposits:			2.a.
1. Transaction accounts (interest-bearing demand deposits, NOW accounts, ATS accounts, and telephone and preauthorized transfer accounts).....	RIAD4508	26	2.a.1.
2. Nontransaction accounts:			2.a.2.
a. Savings deposits (includes MMDAs).....	RIAD0093	213	2.a.2.a.
b. Time deposits of \$250,000 or less.....	RIADHK03	354	2.a.2.b.
c. Time deposits of more than \$250,000.....	RIADHK04	234	2.a.2.c.
b. Expense of federal funds purchased and securities sold under agreements to repurchase.....	RIAD4180	0	2.b.
c. Other interest expense.....	RIADGW44	11	2.c.
d. Not applicable			2.d.
e. Total interest expense (sum of items 2.a through 2.c.).....	RIAD4073	838	2.e.
3. Net interest income (item 1.h minus 2.e.).....	RIAD4074	12,861	3.
4. Provision for loan and lease losses ³	RIADJJ33	0	4.
5. Noninterest income:			5.
a. Income from fiduciary activities ²	RIAD4070	0	5.a.
b. Service charges on deposit accounts.....	RIAD4080	837	5.b.
c. Not applicable			5.c.
d. Income from securities-related and insurance activities:			5.d.
1. Fees and commissions from securities brokerage, investment banking, advisory, and underwriting activities.....	RIADHT73	0	5.d.1.

1. Includes interest and fee income on "Loans to depository institutions and acceptances of other banks," "Loans to finance agricultural production and other loans to farmers," "Obligations (other than securities and leases) of states and political subdivisions in the U.S.," and "Loans to nondepository financial institutions and other loans"

2. Includes interest income on time certificates of deposit not held for trading.

3. Institutions that have adopted ASU 2016-13 should report in item 4 the provisions for credit losses for all financial assets and off-balance-sheet credit exposures that fall within the scope of the standard.

2. For banks required to complete Schedule RC-T, items 14 through 22, income from fiduciary activities reported in Schedule RI, item 5.a, must equal the amount reported in Schedule RC-T, item 22.

Dollar amounts in thousands

2. Income from insurance activities ³	RIADHT74	0	5.d.2.
e. Not applicable			5.e.
f. Net servicing fees.....	RIADB492	32	5.f.
g. Not applicable			5.g.
h. Not applicable			5.h.
i. Net gains (losses) on sales of loans and leases.....	RIAD5416	0	5.i.
j. Net gains (losses) on sales of other real estate owned.....	RIAD5415	0	5.j.
k. Net gains (losses) on sales of other assets ³	RIADB496	-45	5.k.
l. Other noninterest income [*]	RIADB497	751	5.l.
m. Total noninterest income (sum of items 5.a through 5.l).....	RIAD4079	1,575	5.m.
6. Not available			6.
a. Realized gains (losses) on held-to-maturity securities.....	RIAD3521	0	6.a.
b. Realized gains (losses) on available-for-sale debt securities.....	RIAD3196	140	6.b.
7. Noninterest expense:			7.
a. Salaries and employee benefits.....	RIAD4135	5,557	7.a.
b. Expenses of premises and fixed assets (net of rental income) (excluding salaries and employee benefits and mortgage interest).....	RIAD4217	859	7.b.
c. Not available			7.c.
1. Goodwill impairment losses.....	RIADC216	0	7.c.1.
2. Amortization expense and impairment losses for other intangible assets.....	RIADC232	0	7.c.2.
d. Other noninterest expense [*]	RIAD4092	2,573	7.d.
e. Total noninterest expense (sum of items 7.a through 7.d).....	RIAD4093	8,989	7.e.
8. Not available			8.
a. Income (loss) before change in net unrealized holding gains (losses) on equity securities not held for trading, applicable income taxes, and discontinued operations (item 3 plus or minus items 4, 5.m, 6.a, 6.b, and 7.e).....	RIADHT69	5,587	8.a.
b. Change in net unrealized holding gains (losses) on equity securities not held for trading ⁴	RIADHT70	0	8.b.
c. Income (loss) before applicable income taxes and discontinued operations (sum of items 8.a and 8.b).....	RIAD4301	5,587	8.c.
9. Applicable income taxes (on item 8.c).....	RIAD4302	1,654	9.
10. Income (loss) before discontinued operations (item 8.c minus item 9).....	RIAD4300	3,933	10.
11. Discontinued operations, net of applicable income taxes [*]	RIADFT28	0	11.
12. Net income (loss) attributable to bank and noncontrolling (minority) interests (sum of items 10 and 11).....	RIADG104	3,933	12.
13. LESS: Net income (loss) attributable to noncontrolling (minority) interests (if net income, report as a positive value; if net loss, report as a negative value).....	RIADG103	0	13.
14. Net income (loss) attributable to bank (item 12 minus item 13).....	RIAD4340	3,933	14.
1. Not applicable			M.1.
2. Not applicable			M.2.
3. Income on tax-exempt loans and leases to states and political subdivisions in the U.S. (included in Schedule RI, items 1.a and 1.b).....	RIAD4313	0	M.3.
4. Income on tax-exempt securities issued by states and political subdivisions in the U.S. (included in Schedule RI, item 1.d.(3)).....	RIAD4507	0	M.4.
5. Number of full-time equivalent employees at end of current period (round to nearest whole number).....	RIAD4150	141	M.5.
<i>Memorandum item 6 is to be completed by:</i> <i>* banks with \$300 million or more in total assets, and</i> <i>* banks with less than \$300 million in total assets that have loans to finance agricultural production and other loans to farmers (Schedule RC-C, Part I, item 3) exceeding 5 percent of total loans</i>			
6. Interest and fee income on loans to finance agricultural production and other loans to farmers (included in Schedule RI, item 1.a.(5)) ¹	RIAD4024	0	M.6.
7. If the reporting institution has applied pushdown accounting this calendar year, report the date of the institution's acquisition (see instructions) ²	RIAD9106	0	M.7.

3. Includes underwriting income from insurance and reinsurance activities.
 3. Exclude net gains (losses) on sales of trading assets and held-to-maturity and available-for-sale debt securities.
 *. Describe on Schedule RI-E - Explanations.
 *. Describe on Schedule RI-E - Explanations.
 4. Item 8.b is to be completed by all institutions. See the instructions for this item and the Glossary entry for "Securities Activities" for further detail on accounting for investments in equity securities.
 *. Describe on Schedule RI-E - Explanations.
 1. The \$300 million asset-size test and the 5 percent of total loans test are based on the total assets and total loans reported in the June 30, 2018, Report of Condition.
 2. Report the date in YYYYMMDD format. For example, a bank acquired on March 1, 2019, would report 20190301.

Dollar amounts in thousands

8. Not applicable			M.8.
9. Not applicable			M.9.
10. Not applicable			M.10.
11. Does the reporting bank have a Subchapter S election in effect for federal income tax purposes for the current tax year?.....	RIADA530	No	M.11.
<i>Memorandum item 12 is to be completed by banks that are required to complete Schedule RC-C, Part I, Memorandum items 8.b and 8.c, and is to be completed annually in the December report only.</i>			
12. Noncash income from negative amortization on closed-end loans secured by 1-4 family residential properties (included in Schedule RI, item 1.a.(1)(a)).....	RIADF228	NR	M.12.
13. Not applicable			M.13.
<i>Memorandum item 14 is to be completed semiannually in the June and December reports only.</i>			
14. Other-than-temporary impairment losses on held-to-maturity and available-for-sale debt securities recognized in earnings (included in Schedule RI, items 6.a and 6.b) ³	RIADJ321	NR	M.14.
<i>Memorandum item 15 is to be completed annually in the December report only by institutions with \$1 billion or more in total assets¹ that answered "Yes" to Schedule RC-E, Memorandum item 5.</i>			M.15.
15. Components of service charges on deposit accounts (sum of Memorandum items 15.a through 15.d must equal Schedule RI, item 5.b):			
a. Consumer overdraft-related service charges levied on those transaction account and nontransaction savings account deposit products intended primarily for individuals for personal, household, or family use.....	RIADH032	NR	M.15.a.
b. Consumer account periodic maintenance charges levied on those transaction account and nontransaction savings account deposit products intended primarily for individuals for personal, household, or family use.....	RIADH033	NR	M.15.b.
c. Consumer customer automated teller machine (ATM) fees levied on those transaction account and nontransaction savings account deposit products intended primarily for individuals for personal, household, or family use.....	RIADH034	NR	M.15.c.
d. All other service charges on deposit accounts.....	RIADH035	NR	M.15.d.

Schedule RI-A - Changes in Bank Equity Capital(Form Type - 051)

Dollar amounts in thousands

1. Total bank equity capital most recently reported for the December 31, 2020, Reports of Condition and Income (i.e., after adjustments from amended Reports of Income).....	RIAD3217	171,044	1.
2. Cumulative effect of changes in accounting principles and corrections of material accounting errors *.....	RIADB507	0	2.
3. Balance end of previous calendar year as restated (sum of items 1 and 2).....	RIADB508	171,044	3.
4. Net income (loss) attributable to bank (must equal Schedule RI, item 14).....	RIAD4340	3,933	4.
5. Sale, conversion, acquisition, or retirement of capital stock, net (excluding treasury stock transactions).....	RIADB509	226	5.
6. Treasury stock transactions, net.....	RIADB510	0	6.
7. Changes incident to business combinations, net.....	RIAD4356	0	7.
8. LESS: Cash dividends declared on preferred stock.....	RIAD4470	0	8.
9. LESS: Cash dividends declared on common stock.....	RIAD4460	0	9.
10. Other comprehensive income ¹	RIADB511	-1,161	10.
11. Other transactions with stockholders (including a parent holding company) (not included in items 5, 6, 8, or 9 above)*.....	RIAD4415	0	11.
12. Total bank equity capital end of current period (sum of items 3 through 11) (must equal Schedule RC, item 27.a)..	RIAD3210	174,042	12.

3. Memorandum item 14 is to be completed only by institutions that have not adopted ASU 2016-13.

*. Describe on Schedule RI-E - Explanations.

1. Includes, but is not limited to, changes in net unrealized holding gains (losses) on available-for-sale debt securities, changes in accumulated net gains (losses) on cash flow hedges, and pension and other postretirement plan-related changes other than net periodic benefit cost.

*. Describe on Schedule RI-E - Explanations.

Schedule RI-B Part I - Charge-offs and Recoveries on Loans and Leases (Form Type - 051)

Part I includes charge-offs and recoveries through the allocated transfer risk reserve.

Dollar amounts in thousands		(Column A) Charge-offs Calendar year-to-date		(Column B) Recoveries Calendar year-to-date		
1. Loans secured by real estate:						1.
a. Construction, land development, and other land loans:						1.a.
1. 1-4 family residential construction loans.....	RIADC891	0	RIADC892	0		1.a.1.
2. Other construction loans and all land development and other land loans.....	RIADC893	0	RIADC894	0		1.a.2.
b. Secured by farmland.....	RIAD3584	0	RIAD3585	0		1.b.
c. Secured by 1-4 family residential properties:						1.c.
1. Revolving, open-end loans secured by 1-4 family residential properties and extended under lines of credit.....	RIAD5411	0	RIAD5412	0		1.c.1.
2. Closed-end loans secured by 1-4 family residential properties:						1.c.2.
a. Secured by first liens.....	RIADC234	0	RIADC217	2		1.c.2.a.
b. Secured by junior liens.....	RIADC235	0	RIADC218	0		1.c.2.b.
d. Secured by multifamily (5 or more) residential properties.....	RIAD3588	0	RIAD3589	0		1.d.
e. Secured by nonfarm nonresidential properties:						1.e.
1. Loans secured by owner-occupied nonfarm nonresidential properties.....	RIADC895	0	RIADC896	0		1.e.1.
2. Loans secured by other nonfarm nonresidential properties.....	RIADC897	0	RIADC898	0		1.e.2.
2. Not applicable						2.
3. Not applicable						3.
4. Commercial and industrial loans.....	RIAD4638	525	RIAD4608	209		4.
5. Loans to individuals for household, family, and other personal expenditures:						5.
a. Credit cards.....	RIADB514	0	RIADB515	1		5.a.
b. Automobile loans.....	RIADK129	13	RIADK133	1		5.b.
c. Other (includes revolving credit plans other than credit cards and other consumer loans).....	RIADK205	0	RIADK206	0		5.c.
6. Not applicable						6.
7. All other loans ²	RIAD4644	0	RIAD4628	0		7.
8. Lease financing receivables.....	RIAD4266	0	RIAD4267	0		8.
9. Total (sum of items 1 through 8).....	RIAD4635	538	RIAD4605	213		9.
1. Loans to finance commercial real estate, construction, and land development activities (not secured by real estate) included in Schedule RI-B, Part I, items 4 and 7, above.....	RIAD5409	0	RIAD5410	0		M.1.
2. Not applicable						M.2.
<i>Memorandum item 3 are to be completed by:</i>						
<i>* banks with \$300 million or more in total assets, and</i>						
<i>* banks with less than \$300 million in total assets that have loans to finance agricultural production and other loans to farmers (Schedule RC-C, Part I, item 3) exceeding 5 percent of total loans</i>						
3. Loans to finance agricultural production and other loans to farmers (included in Schedule RI-B, Part I, item 7, above) ²	RIAD4655	0	RIAD4665	0		M.3.

2. Includes charge-offs and recoveries on "Loans to depository institutions and acceptances of other banks," "Loans to finance agricultural production and other loans to farmers," "Obligations (other than securities and leases) of states and political subdivisions in the U.S.," and "Loans to nondepository financial institutions and other loans."

2. The \$300 million asset-size test and the 5 percent of total loans test are based on the total assets and total loans reported on the June 30, 2018, Report of Condition.

Schedule RI-B Part II - Changes in Allowances for Credit Losses(Form Type - 051)

Dollar amounts in thousands	(Column A) Loans and Leases Held for Investment		(Column B) Held-to-maturity Debt Securities		(Column C) Available-for-sale Debt Securities		
1. Balance most recently reported for the December 31, 2020, Reports of Condition and Income (i.e., after adjustments from amended Reports of Income).....	RIADB522	17,452	RIADJH88	NR	RIADJH94	NR	1.
2. Recoveries (column A must equal Part I, item 9, column B, above).....	RIAD4605	213	RIADJH89	NR	RIADJH95	NR	2.
3. LESS: Charge-offs (column A must equal Part I, item 9, column A, above less Schedule RI-B, Part II, item 4, column A).....	RIADC079	538	RIADJH92	NR	RIADJH98	NR	3.
4. LESS: Write-downs arising from transfers of financial assets ³	RIAD5523	0	RIADJJ00	NR	RIADJJ01	NR	4.
5. Provisions for credit losses ⁴	RIAD4230	0	RIADJH90	NR	RIADJH96	NR	5.
6. Adjustments (see instructions for this schedule)*.....	RIADC233	0	RIADJH91	NR	RIADJH97	NR	6.
7. Balance end of current period (sum of items 1, 2, 5, and 6, less items 3 and 4) (column A must equal Schedule RC, item 4.c).....	RIAD3123	17,127	RIADJH93	NR	RIADJH99	NR	7.

Dollar amounts in thousands		
1. Not applicable		M.1.
2. Not applicable		M.2.
3. Not applicable		M.3.
4. Not applicable		M.4.
5. Provisions for credit losses on other financial assets measured at amortized cost (not included in item 5, above) ¹ ...	RIADJJ02	NR M.5.
6. Allowance for credit losses on other financial assets measured at amortized cost (not included in item 7, above) ¹ ...	RCONJJ03	NR M.6.
7. Provisions for credit losses on off-balance-sheet credit exposures.....	RIADMG93	NR M.7.

3. Institutions that have not yet adopted ASU 2016-13 should report write-downs arising from transfers of loans to a held-for-sale account in item 4, column A.
 4. Institutions that have not yet adopted ASU 2016-13 should report the provision for loan and lease losses in item 5, column A and the amount reported must equal Schedule RI, item 4.
 *. Describe on Schedule RI-E - Explanations.
 1. Memorandum items 5, 6, and 7 are to be completed only by institutions that have adopted ASU 2016-13.
 1. Memorandum items 5, 6, and 7 are to be completed only by institutions that have adopted ASU 2016-13.

Schedule RI-C - Disaggregated Data on the Allowance for Loan and Lease Losses (Form Type - 051)

Items 1 through 6 are to be completed semiannually in the June and December reports only by institutions with \$1 billion or more in total assets. The \$1 billion asset size test is based on the total assets reported on the June 30, 2018, Report of Condition.

Dollar amounts in thousands	(Column A) Recorded Investment		(Column B) Allowance Balance		
1. Real estate loans:					1.
a. Construction loans.....	RCONJJ04	NR	RCONJJ12	NR	1.a.
b. Commercial real estate loans.....	RCONJJ05	NR	RCONJJ13	NR	1.b.
c. Residential real estate loans.....	RCONJJ06	NR	RCONJJ14	NR	1.c.
2. Commercial loans ³	RCONJJ07	NR	RCONJJ15	NR	2.
3. Credit cards.....	RCONJJ08	NR	RCONJJ16	NR	3.
4. Other consumer loans.....	RCONJJ09	NR	RCONJJ17	NR	4.
5. Unallocated, if any.....			RCONJJ18	NR	5.
6. Total (sum of items 1.a through 5) ⁴	RCONJJ11	NR	RCONJJ19	NR	6.

Dollar amounts in thousands					
<i>Items 7 through 11 are to be completed semiannually in the June and December reports only by institutions with \$1 billion or more in total assets.</i>					
7. Securities issued by states and political subdivisions in the U.S.....		RCONJJ20		NR	7.
8. Mortgage-backed securities (MBS) (including CMOs, REMICs, and stripped MBS).....		RCONJJ21		NR	8.
9. Asset-backed securities and structured financial products.....		RCONJJ23		NR	9.
10. Other debt securities.....		RCONJJ24		NR	10.
11. Total (sum of items 7 through 10) ⁶		RCONJJ25		NR	11.

3. Include all loans and leases not reported as real estate loans, credit cards, or other consumer loans in items 1, 3, or 4 of Schedule RI-C.
 4. Item 6, column B, must equal Schedule RC, item 4.c.
 6. Item 11 must equal Schedule RI-B, Part II, item 7, column B.

Schedule RI-E - Explanations (Form Type - 051)

Schedule RI-E is to be completed each quarter on a calendar year-to-date basis, unless otherwise noted.

Detail all adjustments in Schedule RI-A and RI-B, all extraordinary items and other adjustments in Schedule RI, and all significant items of other noninterest income and other noninterest expense in Schedule RI. (See instructions for details.)

Items 1.a through 1.j and 2.a through 2.p are to be completed annually on a calendar year-to-date basis in the December report only.

Dollar amounts in thousands

1. Other noninterest income (from Schedule RI, item 5.l) Itemize and describe amounts greater than \$100,000 that exceed 7 percent of Schedule RI, item 5.l:			1.
a. Income and fees from the printing and sale of checks.....	RIADC013	NR	1.a.
b. Earnings on/increase in value of cash surrender value of life insurance.....	RIADC014	NR	1.b.
c. Income and fees from automated teller machines (ATMs).....	RIADC016	NR	1.c.
d. Rent and other income from other real estate owned.....	RIAD4042	NR	1.d.
e. Safe deposit box rent.....	RIADC015	NR	1.e.
f. Bank card and credit card interchange fees.....	RIADF555	NR	1.f.
g. Income and fees from wire transfers.....	RIADT047	NR	1.g.
h. Disclose component and the dollar amount of that component:			1.h.
(TEXT4461) NR	RIAD4461	NR	1.h.1.
i. Disclose component and the dollar amount of that component:			1.i.
(TEXT4462) NR	RIAD4462	NR	1.i.1.
j. Disclose component and the dollar amount of that component:			1.j.
(TEXT4463) NR	RIAD4463	NR	1.j.1.
2. Other noninterest expense (from Schedule RI, item 7.d) Itemize and describe amounts greater than \$100,000 that exceed 7 percent of Schedule RI, item 7.d:			2.
a. Data processing expenses.....	RIADC017	NR	2.a.
b. Advertising and marketing expenses.....	RIAD0497	NR	2.b.
c. Directors' fees.....	RIAD4136	NR	2.c.
d. Printing, stationery, and supplies.....	RIADC018	NR	2.d.
e. Postage.....	RIAD8403	NR	2.e.
f. Legal fees and expenses.....	RIAD4141	NR	2.f.
g. FDIC deposit insurance assessments.....	RIAD4146	CONF	2.g.
h. Accounting and auditing expenses.....	RIADF556	NR	2.h.
i. Consulting and advisory expenses.....	RIADF557	NR	2.i.
j. Automated teller machine (ATM) and interchange expenses.....	RIADF558	NR	2.j.
k. Telecommunications expenses.....	RIADF559	NR	2.k.
l. Other real estate owned expenses.....	RIADY923	NR	2.l.
m. Insurance expenses (not included in employee expenses, premises and fixed asset expenses, and other real estate owned expenses).....	RIADY924	NR	2.m.
n. Disclose component and the dollar amount of that component:			2.n.
(TEXT4464) NR	RIAD4464	NR	2.n.1.
o. Disclose component and the dollar amount of that component:			2.o.
(TEXT4467) NR	RIAD4467	NR	2.o.1.
p. Disclose component and the dollar amount of that component:			2.p.
(TEXT4468) NR	RIAD4468	NR	2.p.1.
3. Discontinued operations and applicable income tax effect (from Schedule RI, item 11) (itemize and describe each discontinued operation):			3.
a. Disclose component, the gross dollar amount of that component, and its related income tax:			3.a.
(TEXTFT29) NR	RIADFT29	0	3.a.1.
3. Applicable income tax effect.....	RIADFT30	0	3.a.3.
b. Disclose component, the gross dollar amount of that component, and its related income tax:			3.b.
(TEXTFT31) NR	RIADFT31	0	3.b.1.
3. Applicable income tax effect.....	RIADFT32	0	3.b.3.
4. Cumulative effect of changes in accounting principles and corrections of material accounting errors (from Schedule RI-A, item 2) (itemize and describe all such effects):			4.

Dollar amounts in thousands

a. Effect of adoption of Current Expected Credit Losses Methodology - ASU 2016-13 ¹	RIADJJ26	NR	4.a.
b. Effect of adoption of lease accounting standard - ASC Topic 842.....	RIADKW17	NR	4.b.
c. Disclose component and the dollar amount of that component:			4.c.
(TEXTB526) NR	RIADB526	0	4.c.1.
d. Disclose component and the dollar amount of that component:			4.d.
(TEXTB527) NR	RIADB527	0	4.d.1.
5. Other transactions with stockholders (including a parent holding company) (from Schedule RI-A, item 11) (itemize and describe all such transactions):			5.
a. Disclose component and the dollar amount of that component:			5.a.
(TEXT4498) NR	RIAD4498	0	5.a.1.
b. Disclose component and the dollar amount of that component:			5.b.
(TEXT4499) NR	RIAD4499	0	5.b.1.
6. Adjustments to allowances for credit losses (from Schedule RI-B, Part II, item 6) (itemize and describe all adjustments). ³			6.
a. Initial allowances for credit losses recognized upon the acquisition of purchased credit-deteriorated assets on or after the effective date of ASU 2016-13 ¹	RIADJJ27	NR	6.a.
b. Effect of adoption of current expected credit losses methodology on allowances for credit losses ¹	RIADJJ28	NR	6.b.
c. Disclose component and the dollar amount of that component:			6.c.
(TEXT4521) NR	RIAD4521	0	6.c.1.
d. Disclose component and the dollar amount of that component:			6.d.
(TEXT4522) NR	RIAD4522	0	6.d.1.
7. Other explanations (the space below is provided for the bank to briefly describe, at its option, any other significant items affecting the Report of Income):			7.
a. Comments?.....	RIAD4769	No	7.a.
b. Other explanations (please type or print clearly; 750 character limit):.....	TEXT4769	NR	7.b.

1. Only institutions that have adopted ASU 2016-13 should report an amount in item 4.a, if applicable.
 3. Institutions that have not adopted ASU 2016-13 should report the allowance for loan and lease losses in item 6, where applicable.
 1. Only institutions that have adopted ASU 2016-13 should report amounts in items 6.a and 6.b, if applicable.
 1. Only institutions that have adopted ASU 2016-13 should report amounts in items 6.a and 6.b, if applicable.

Schedule RC - Balance Sheet(Form Type - 051)

All schedules are to be reported in thousands of dollars. Unless otherwise indicated, report the amount outstanding as of the last business day of the quarter.

Dollar amounts in thousands

1. Cash and balances due from depository institutions:			1.
a. Noninterest-bearing balances and currency and coin ¹	RCON0081	10,694	1.a.
b. Interest-bearing balances ²	RCON0071	249,289	1.b.
2. Securities:			2.
a. Held-to-maturity securities (from Schedule RC-B, column A) ³	RCONJJ34	0	2.a.
b. Available-for-sale debt securities (from Schedule RC-B, column D).....	RCON1773	43,227	2.b.
c. Equity securities with readily determinable fair values not held for trading ⁴	RCONJA22	0	2.c.
3. Federal funds sold and securities purchased under agreements to resell:			3.
a. Federal funds sold.....	RCONB987	0	3.a.
b. Securities purchased under agreements to resell ⁵	RCONB989	0	3.b.
4. Loans and lease financing receivables (from Schedule RC-C):			4.
a. Loans and leases held for sale.....	RCON5369	0	4.a.
b. Loans and leases held for investment.....	RCONB528	1,244,772	4.b.
c. LESS: Allowance for loan and lease losses ⁷	RCON3123	17,127	4.c.
d. Loans and leases held for investment, net of allowance (item 4.b minus 4.c).....	RCONB529	1,227,645	4.d.
5. Trading assets.....	RCON3545	0	5.
6. Premises and fixed assets (including capitalized leases).....	RCON2145	10,170	6.
7. Other real estate owned (from Schedule RC-M).....	RCON2150	0	7.
8. Investments in unconsolidated subsidiaries and associated companies.....	RCON2130	2,231	8.
9. Direct and indirect investments in real estate ventures.....	RCON3656	0	9.
10. Intangible assets (from Schedule RC-M).....	RCON2143	370	10.
11. Other assets (from Schedule RC-F) ⁶	RCON2160	35,497	11.
12. Total assets (sum of items 1 through 11).....	RCON2170	1,579,123	12.
13. Deposits:			13.
a. In domestic offices (sum of totals of columns A and C from Schedule RC-E).....	RCON2200	1,388,317	13.a.
1. Noninterest-bearing ⁸	RCON6631	653,335	13.a.1.
2. Interest-bearing.....	RCON6636	734,982	13.a.2.
b. Not applicable			13.b.
14. Federal funds purchased and securities sold under agreements to repurchase:			14.
a. Federal funds purchased ⁹	RCONB993	0	14.a.
b. Securities sold under agreements to repurchase ¹⁰	RCONB995	0	14.b.
15. Trading liabilities.....	RCON3548	0	15.
16. Other borrowed money (includes mortgage indebtedness and obligations under capitalized leases) (from Schedule RC-M).....	RCON3190	0	16.
17. Not applicable			17.
18. Not applicable			18.
19. Subordinated notes and debentures ¹¹	RCON3200	0	19.
20. Other liabilities (from Schedule RC-G).....	RCON2930	16,764	20.
21. Total liabilities (sum of items 13 through 20).....	RCON2948	1,405,081	21.

1. Includes cash items in process of collection and unposted debits.
2. Includes time certificates of deposit not held for trading.
3. Institutions that have adopted ASU 2016-13 should report in item 2.a, amounts net of any applicable allowance for credit losses, and should equal to Schedule RC-B, item 8, column A less Schedule RI-B, Part II, item 7, column B.
4. Item 2.c is to be completed by all institutions. See the instructions for this item and the Glossary entry for "Securities Activities" for further detail on accounting for investments in equity securities.
5. Includes all securities resale agreements, regardless of maturity.
7. Institutions that have adopted ASU 2016-13 should report in item 4.c the allowance for credit losses on loans and leases.
6. Institutions that have adopted ASU 2016-13 should report in items 3.b and 11 amounts net of any applicable allowance for credit losses.
8. Includes noninterest-bearing demand, time, and savings deposits.
9. Report overnight Federal Home Loan Bank advances in Schedule RC, item 16, "Other borrowed money."
10. Includes all securities repurchase agreements, regardless of maturity.
11. Includes limited-life preferred stock and related surplus.

Dollar amounts in thousands

22. Not applicable			22.
23. Perpetual preferred stock and related surplus.....	RCON3838	0	23.
24. Common stock.....	RCON3230	30,875	24.
25. Surplus (exclude all surplus related to preferred stock).....	RCON3839	93,375	25.
26. Not available			26.
a. Retained earnings.....	RCON3632	51,037	26.a.
b. Accumulated other comprehensive income ¹	RCONB530	-1,245	26.b.
c. Other equity capital components ²	RCONA130	0	26.c.
27. Not available			27.
a. Total bank equity capital (sum of items 23 through 26.c.).....	RCON3210	174,042	27.a.
b. Noncontrolling (minority) interests in consolidated subsidiaries.....	RCON3000	0	27.b.
28. Total equity capital (sum of items 27.a and 27.b).....	RCONG105	174,042	28.
29. Total liabilities and equity capital (sum of items 21 and 28).....	RCON3300	1,579,123	29.
<i>To be reported with the March Report of Condition.</i>			
<i>1a = An integrated audit of the reporting institution's financial statements and its internal control over financial reporting conducted in accordance with the standards of the American Institute of Certified Public Accountants (AICPA) or the Public Company Accounting Oversight Board (PCAOB) by an independent public accountant that submits a report on the institution.</i>			
<i>1b = An audit of the reporting institution's financial statements only conducted in accordance with the auditing standards of the AICPA or the PCAOB by an independent public accountant that submits a report on the institution.</i>			
<i>2a = An integrated audit of the reporting institution's parent holding company's consolidated financial statements and its internal control over financial reporting conducted in accordance with the standards of the AICPA or the PCAOB by an independent public accountant that submits a report on the consolidated holding company (but not on the institution separately).</i>			
<i>2b = An audit of the reporting institution's parent holding company's consolidated financial statements only conducted in accordance with the auditing standards of the AICPA or the PCAOB by an independent public accountant that submits a report on the consolidated holding company (but not on the institution separately).</i>			
<i>3 = This number is not to be used.</i>			
<i>4 = Directors' examination of the bank conducted in accordance with generally accepted auditing standards by a certified public accounting firm (may be required by state-chartering authority)</i>			
<i>5 = Directors' examination of the bank performed by other external auditors (may be required by state-chartering authority)</i>			
<i>6 = Review of the bank's financial statements by external auditors</i>			
<i>7 = Compilation of the bank's financial statements by external auditors</i>			
<i>8 = Other audit procedures (excluding tax preparation work)</i>			
<i>9 = No external audit work</i>			
<i>1. Indicate in the box at the right the number of the statement below that best describes the most comprehensive level of auditing work performed for the bank by independent external auditors as of any date during 2020.....</i>			
<i>To be reported with the March Report of Condition.</i>			
2. Bank's fiscal year-end date (report the date in MMDD format).....	RCON8678	1231	M.2.

RCON6724 **2a** M.1.

1. Includes, but is not limited to, net unrealized holding gains (losses) on available-for-sale securities, accumulated net gains (losses) on cash flow hedges, and accumulated defined benefit pension and other postretirement plan adjustments.

2. Includes treasury stock and unearned Employee Stock Ownership Plan shares.

Schedule RC-B - Securities(Form Type - 051)

Exclude assets held for trading.

Dollar amounts in thousands	(Column A) Held-to-maturity Amortized Cost		(Column B) Held-to-maturity Fair Value		(Column C) Available-for-sale Amortized Cost		(Column D) Available-for-sale Fair Value		
1. U.S. Treasury securities.....	RCON0211	0	RCON0213	0	RCON1286	0	RCON1287	0	1.
2. U.S. Government agency and sponsored agency obligations (exclude mortgage-backed securities) ¹	RCONHT50	0	RCONHT51	0	RCONHT52	0	RCONHT53	0	2.
3. Securities issued by states and political subdivisions in the U.S.....	RCON8496	0	RCON8497	0	RCON8498	0	RCON8499	0	3.
4. Mortgage-backed securities (MBS):									4.
a. Residential mortgage pass-through securities:									4.a.
1. Issued or guaranteed by FNMA, FHLMC, or GNMA.....	RCONHT54	0	RCONHT55	0	RCONHT56	7,763	RCONHT57	7,853	4.a.1.
2. Other pass-through securities.....	RCONG308	0	RCONG309	0	RCONG310	0	RCONG311	0	4.a.2.
b. Other residential mortgage-backed securities (include CMOs, REMICs, and stripped MBS):									4.b.
1. Issued or guaranteed by U.S. Government agencies or sponsored agencies ¹	RCONG312	0	RCONG313	0	RCONG314	0	RCONG315	0	4.b.1.
2. Collateralized by MBS issued or guaranteed by U.S. Government agencies or sponsored agencies ¹	RCONG316	0	RCONG317	0	RCONG318	0	RCONG319	0	4.b.2.
3. All other residential MBS.....	RCONG320	0	RCONG321	0	RCONG322	0	RCONG323	0	4.b.3.
c. Commercial MBS:									4.c.
1. Commercial mortgage pass-through securities:									4.c.1.
a. Issued or guaranteed by FNMA, FHLMC, or GNMA.....	RCONK142	0	RCONK143	0	RCONK144	0	RCONK145	0	4.c.1a.
b. Other pass-through securities.....	RCONK146	0	RCONK147	0	RCONK148	0	RCONK149	0	4.c.1b.
2. Other commercial MBS:									4.c.2.
a. Issued or guaranteed by U.S. Government agencies or sponsored agencies ¹	RCONK150	0	RCONK151	0	RCONK152	28,579	RCONK153	27,390	4.c.2a.
b. All other commercial MBS.....	RCONK154	0	RCONK155	0	RCONK156	0	RCONK157	0	4.c.2b.
5. Asset-backed securities and structured financial products:									5.
a. Asset-backed securities (ABS).....	RCONC026	0	RCONC988	0	RCONC989	0	RCONC027	0	5.a.
b. Structured financial products.....	RCONHT58	0	RCONHT59	0	RCONHT60	0	RCONHT61	0	5.b.
6. Other debt securities:									6.
a. Other domestic debt securities.....	RCON1737	0	RCON1738	0	RCON1739	8,033	RCON1741	7,984	6.a.
b. Other foreign debt securities.....	RCON1742	0	RCON1743	0	RCON1744	0	RCON1746	0	6.b.
7. Not applicable.									7.
8. Total (sum of items 1 through 6.b) ²	RCON1754	0	RCON1771	0	RCON1772	44,375	RCON1773	43,227	8.

Dollar amounts in thousands

1. Pledged securities ¹	RCON0416	1,615	M.1.
2. Maturity and repricing data for debt securities (excluding those in nonaccrual status): ¹			M.2.
a. Securities issued by the U.S. Treasury, U.S. Government agencies, and states and political subdivisions in the U.S.; other non-mortgage debt securities; and mortgage pass-through securities other than those backed by closed-end first lien 1-4 family residential mortgages with a remaining maturity or next repricing date of: ²			M.2.a.
1. Three months or less.....	RCONA549	0	M.2.a.1.
2. Over three months through 12 months.....	RCONA550	0	M.2.a.2.
3. Over one year through three years.....	RCONA551	0	M.2.a.3.
4. Over three years through five years.....	RCONA552	7,984	M.2.a.4.
5. Over five years through 15 years.....	RCONA553	0	M.2.a.5.
6. Over 15 years.....	RCONA554	0	M.2.a.6.
b. Mortgage pass-through securities backed by closed-end first lien 1-4 family residential mortgages with a remaining maturity or next repricing date of: ²			M.2.b.
1. Three months or less.....	RCONA555	155	M.2.b.1.
2. Over three months through 12 months.....	RCONA556	188	M.2.b.2.
3. Over one year through three years.....	RCONA557	0	M.2.b.3.
4. Over three years through five years.....	RCONA558	11	M.2.b.4.
5. Over five years through 15 years.....	RCONA559	7,499	M.2.b.5.
6. Over 15 years.....	RCONA560	0	M.2.b.6.
c. Other mortgage-backed securities (include CMOs, REMICs, and stripped MBS; exclude mortgage pass-through securities) with an expected average life of: ⁵			M.2.c.
1. Three years or less.....	RCONA561	0	M.2.c.1.
2. Over three years.....	RCONA562	27,390	M.2.c.2.
d. Debt securities with a REMAINING MATURITY of one year or less (included in Memorandum items 2.a through 2.c above).....	RCONA248	0	M.2.d.
<i>Memorandum item 3 is to be completed semiannually in the June and December reports only.</i>			
3. Amortized cost of held-to-maturity securities sold or transferred to available-for-sale or trading securities during the calendar year-to-date (report the amortized cost at date of sale or transfer).....	RCON1778	NR	M.3.
4. Structured notes (included in the held-to-maturity and available-for-sale accounts in Schedule RC-B, items 2, 3, 5, and 6):			M.4.
a. Amortized cost.....	RCON8782	0	M.4.a.
b. Fair value.....	RCON8783	0	M.4.b.

1. Includes Small Business Administration "Guaranteed Loan Pool Certificates"; U.S. Maritime Administration obligations; Export-Import Bank participation certificates; and obligations (other than mortgage-backed securities) issued by the Farm Credit System, the Federal Home Loan Bank System, the Federal Home Loan Mortgage Corporation, the Federal National Mortgage Association, the Financing Corporation, Resolution Funding Corporation, the Student Loan Marketing Association, and the Tennessee Valley Authority.

1. U.S. Government agencies include, but are not limited to, such agencies as the Government National Mortgage Association (GNMA), the Federal Deposit Insurance Corporation (FDIC), and the National Credit Union Administration (NCUA). U.S. Government-sponsored agencies include, but are not limited to, such agencies as the Federal Home Loan Mortgage Corporation (FHLMC) and the Federal National Mortgage Association (FNMA).

1. U.S. Government agencies include, but are not limited to, such agencies as the Government National Mortgage Association (GNMA), the Federal Deposit Insurance Corporation (FDIC), and the National Credit Union Administration (NCUA). U.S. Government-sponsored agencies include, but are not limited to, such agencies as the Federal Home Loan Mortgage Corporation (FHLMC) and the Federal National Mortgage Association (FNMA).

2. For institutions that have adopted ASU 2016-13, the total reported in column A must equal Schedule RC, item 2.a. plus Schedule RI-B, Part II, item 7, column B. For institutions that have not adopted ASU 2016-13, the total reported in column A must equal Schedule RC, item 2.a. For all institutions, the total reported in column D must equal Schedule RC, item 2.b.

1. Includes held-to-maturity securities at amortized cost, available-for-sale debt securities at fair value, and equity securities with readily determinable fair values not held for trading (reported in Schedule RC, item 2.c) at fair value.

1. Includes held-to-maturity securities at amortized cost, available-for-sale debt securities at fair value, and equity securities with readily determinable fair values not held for trading (reported in Schedule RC, item 2.c) at fair value.

2. Report fixed-rate debt securities by remaining maturity and floating-rate debt securities by next repricing date.

2. Report fixed-rate debt securities by remaining maturity and floating-rate debt securities by next repricing date.

5. Sum of Memorandum items 2.c.(1) and 2.c.(2) plus any nonaccrual "Other mortgage-backed securities" included in Schedule RC-N, item 10, column C, must equal Schedule RC-B, sum of items 4.b and 4.c.(2), columns A and D.

Schedule RC-C Part I - Loans and Leases(Form Type - 051)

Do not deduct the allowance for loan and lease losses or the allocated transfer risk reserve from amounts reported in this schedule. Report (1) loans and leases held for sale at the lower of cost or fair value, (2) loans and leases held for investment, net of unearned income, and (3) loans and leases accounted for at fair value under a fair value option. Exclude assets held for trading and commercial paper.

Dollar amounts in thousands

1. Loans secured by real estate:			1.
a. Construction, land development, and other land loans:			1.a.
1. 1-4 family residential construction loans.....	RCONF158	0	1.a.1.
2. Other construction loans and all land development and other land loans.....	RCONF159	11,774	1.a.2.
b. Secured by farmland (including farm residential and other improvements).....	RCON1420	0	1.b.
c. Secured by 1-4 family residential properties:			1.c.
1. Revolving, open-end loans secured by 1-4 family residential properties and extended under lines of credit.	RCON1797	4,963	1.c.1.
2. Closed-end loans secured by 1-4 family residential properties:			1.c.2.
a. Secured by first liens.....	RCON5367	23,002	1.c.2.a.
b. Secured by junior liens.....	RCON5368	4,567	1.c.2.b.
d. Secured by multifamily (5 or more) residential properties.....	RCON1460	157,647	1.d.
e. Secured by nonfarm nonresidential properties:			1.e.
1. Loans secured by owner-occupied nonfarm nonresidential properties.....	RCONF160	183,290	1.e.1.
2. Loans secured by other nonfarm nonresidential properties.....	RCONF161	183,765	1.e.2.
2. Loans to depository institutions and acceptances of other banks.....	RCON1288	NR	2.
3. Loans to finance agricultural production and other loans to farmers.....	RCON1590	0	3.
4. Commercial and industrial loans.....	RCON1766	596,797	4.
5. Not applicable			5.
6. Loans to individuals for household, family, and other personal expenditures (i.e., consumer loans) (includes purchased paper):			6.
a. Credit cards.....	RCONB538	0	6.a.
b. Other revolving credit plans.....	RCONB539	0	6.b.
c. Automobile loans.....	RCONK137	76,574	6.c.
d. Other consumer loans (includes single payment and installment, loans other than automobile loans, and all student loans).....	RCONK207	2,393	6.d.
7. Not applicable			7.
8. Obligations (other than securities and leases) of states and political subdivisions in the U.S.....	RCON2107	0	8.
9. Loans to nondepository financial institutions and other loans:			9.
a. Loans to nondepository financial institutions.....	RCONJ454	0	9.a.
b. Other loans.....	RCONJ464	0	9.b.
10. Lease financing receivables (net of unearned income).....	RCON2165	0	10.
11. LESS: Any unearned income on loans reflected in items 1-9 above.....	RCON2123	0	11.
12. Total loans and leases held for investment and held for sale (sum of items 1 through 10 minus item 11) (must equal Schedule RC, sum of items 4.a and 4.b).....	RCON2122	1,244,772	12.

Dollar amounts in thousands

Memorandum items 1.a.(1) through 1.f.(5) are to be completed semiannually in the June and December reports only. Memorandum item 1.g is to be completed quarterly.

1. Loans restructured in troubled debt restructurings that are in compliance with their modified terms (included in Schedule RC-C, Part I, and not reported as past due or nonaccrual in Schedule RC-N, Memorandum item 1):

- a. Construction, land development, and other land loans:
 - 1. 1-4 family residential construction loans.....
 - 2. Other construction loans and all land development and other land loans.....
- b. Loans secured by 1-4 family residential properties.....
- c. Secured by multifamily (5 or more) residential properties.....
- d. Secured by nonfarm nonresidential properties:
 - 1. Loans secured by owner-occupied nonfarm nonresidential properties.....
 - 2. Loans secured by other nonfarm nonresidential properties.....
- e. Commercial and industrial loans.....
- f. All other loans (include loans to individuals for household, family, and other personal expenditures).....
 - 1. Loans secured by farmland.....
 - 2. Not applicable
 - 3. Not applicable
 - 4. Loans to individuals for household, family, and other personal expenditures:
 - a. Credit cards.....
 - b. Automobile loans.....
 - c. Other (includes revolving credit plans other than credit cards and other consumer loans).....

Memorandum item 1.f.(5) is to be completed by:

* Banks with \$300 million or more in total assets

* Banks with less than \$300 million in total assets that have loans to finance agricultural production and other loans to farmers (Schedule RC-C, Part I, item 3) exceeding 5 percent of total loans

- 5. Loans to finance agricultural production and other loans to farmers¹.....
- g. Total loans restructured in troubled debt restructurings that are in compliance with their modified terms (sum of Memorandum items 1.a.(1) through 1.f.).....

2. Maturity and repricing data for loans and leases (excluding those in nonaccrual status):

- a. Closed-end loans secured by first liens on 1-4 family residential properties (reported in Schedule RC-C, Part I, item 1.c.(2)(a)) with a remaining maturity or next repricing date of:^{1, 2}

- 1. Three months or less.....
- 2. Over three months through 12 months.....
- 3. Over one year through three years.....
- 4. Over three years through five years.....
- 5. Over five years through 15 years.....
- 6. Over 15 years.....

b. All loans and leases (reported in Schedule RC-C, Part I, items 1 through 10, above) EXCLUDING closed-end loans secured by first liens on 1-4 family residential properties (reported in Schedule RC-C, Part I, item 1.c.(2)(a), above) with a remaining maturity or next repricing date of:^{1, 3}

- 1. Three months or less.....
- 2. Over three months through 12 months.....
- 3. Over one year through three years.....
- 4. Over three years through five years.....
- 5. Over five years through 15 years.....
- 6. Over 15 years.....

c. Loans and leases (reported in Schedule RC-C, Part I, items 1 through 10, above) with a REMAINING MATURITY of one year or less (excluding those in nonaccrual status).....

3. Loans to finance commercial real estate, construction, and land development activities (not secured by real estate) included in Schedule RC-C, Part I, items 4 and 9⁴.....

			M.1.
			M.1.a.
RCONK158		NR	M.1.a.1.
RCONK159		NR	M.1.a.2.
RCONF576		NR	M.1.b.
RCONK160		NR	M.1.c.
			M.1.d.
RCONK161		NR	M.1.d.1.
RCONK162		NR	M.1.d.2.
RCONK256		NR	M.1.e.
RCONK165		NR	M.1.f.
RCONK166		NR	M.1.f.1.
			M.1.f.2.
			M.1.f.3.
			M.1.f.4.
RCONK098		NR	M.1.f.4.a.
RCONK203		NR	M.1.f.4.b.
RCONK204		NR	M.1.f.4.c.
RCONK168		NR	M.1.f.5.
RCONHK25		5,589	M.1.g.
			M.2.
			M.2.a.
RCONA564		1,852	M.2.a.1.
RCONA565		449	M.2.a.2.
RCONA566		947	M.2.a.3.
RCONA567		790	M.2.a.4.
RCONA568		18,412	M.2.a.5.
RCONA569		552	M.2.a.6.
			M.2.b.
RCONA570		233,794	M.2.b.1.
RCONA571		59,929	M.2.b.2.
RCONA572		330,227	M.2.b.3.
RCONA573		227,139	M.2.b.4.
RCONA574		267,290	M.2.b.5.
RCONA575		82,831	M.2.b.6.
RCONA247		122,426	M.2.c.
RCON2746		0	M.3.

1. The \$300 million asset-size test and the 5 percent of total loans test are based on the total assets and total loans reported on the June 30, 2018, Report of Condition.
 1, 2. 1. Report fixed-rate loans and leases by remaining maturity and floating rate loans by next repricing date. 2. Sum of Memorandum items 2.a.(1) through 2.a.(6) plus total nonaccrual closed-end loans secured by first liens on 1-4 family residential properties included in Schedule RC-N, item 1.c.(2)(a), column C, must equal total closed-end loans secured by first liens on 1-4 family residential properties from Schedule RC-C, Part I, item 1.c.(2)(a).
 1, 3. 1. Report fixed-rate loans and leases by remaining maturity and floating rate loans by next repricing date. 3. Sum of Memorandum items 2.b.(1) through 2.b.(6), plus total nonaccrual loans and leases from Schedule RC-N, item 9, column C, minus nonaccrual closed-end loans secured by first liens on 1-4 family residential properties included in Schedule RC-N, item 1.c.(2)(a), column C, must equal total loans and leases from Schedule RC-C, Part I, sum of items 1 through 10, minus total closed-end loans secured
 4. Exclude loans secured by real estate that are included in Schedule RC-C, Part I, items 1.a through 1.e.

Dollar amounts in thousands

<i>Memorandum item 4 is to be completed semiannually in the June and December reports only.</i>			
4. Adjustable-rate closed-end loans secured by first liens on 1-4 family residential properties (included in Schedule RC-C, Part I, item 1.c.(2)(a)).....	RCON5370	NR	M.4.
5. Not applicable			M.5.
6. Not applicable			M.6.
<i>Memorandum items 7.a, 7.b and 8.a are to be completed semiannually in the June and December reports only.</i>			
7. Purchased credit-impaired loans held for investment accounted for in accordance with FASB ASC 310-30 (former AICPA Statement of Position 03-3) (exclude loans held for sale): ¹			M.7.
a. Outstanding balance.....	RCONC779	NR	M.7.a.
b. Amount included in Schedule RC-C, Part I, items 1 through 9.....	RCONC780	NR	M.7.b.
8. Closed-end loans with negative amortization features secured by 1-4 family residential properties:			M.8.
a. Total amount of closed-end loans with negative amortization features secured by 1-4 family residential properties (included in Schedule RC-C, Part I, items 1.c.(2)(a) and 1.c.(2)(b)).....	RCONF230	NR	M.8.a.
<i>Memorandum items 8.b and 8.c are to be completed annually in the December report only by banks that had closed-end loans with negative amortization features secured by 1-4 family residential properties (as reported in Schedule RC-C, Part I, Memorandum item 8.a) as of December 31, 2019, that exceeded the lesser of \$100 million or 5 percent of total loans and leases held for investment and held for sale (as reported in Schedule RC-C, Part I, item 12).</i>			
b. Total maximum remaining amount of negative amortization contractually permitted on closed-end loans secured by 1-4 family residential properties.....	RCONF231	NR	M.8.b.
c. Total amount of negative amortization on closed-end loans secured by 1-4 family residential properties included in the amount reported in Memorandum item 8.a above.....	RCONF232	NR	M.8.c.
9. Loans secured by 1-4 family residential properties in process of foreclosure (included in Schedule RC-C, Part I, items 1.c.(1), 1.c.(2)(a), and 1.c.(2)(b)).....	RCONF577	0	M.9.
10. Not applicable			M.10.

1. Memorandum item 7 is to be completed only by institutions that have not yet adopted ASU 2016-13.

Dollar amounts in thousands

11. Not applicable M.11.

Dollar amounts in thousands		(Column A) Fair value of acquired loans and leases at acquisition date	(Column B) Gross contractual amounts receivable at acquisition date	(Column C) Best estimate at acquisition date of contractual cash flows not expected to be collected			
<i>Memorandum item 12 is to be completed semiannually in the June and December reports only.</i>							
12. Loans (not subject to the requirements of FASB ASC 310-30 (former AICPA Statement of Position 03-3)) and leases held for investment that were acquired in business combinations with acquisition dates in the current calendar year ² .	RCONGW45	NR	RCONGW46	NR	RCONGW47	NR	M.12.

Dollar amounts in thousands

<i>Memorandum item 13 is to be completed by banks that had construction, land development, and other land loans (as reported in Schedule RC-C, Part I, item 1.a) that exceeded 100 percent of the sum of tier 1 capital (as reported in Schedule RC-R, Part I, item 26) plus the allowance for loan and lease losses or the allowance for credit losses on loans and leases, as applicable (as reported in Schedule RC, item 4.c) as of December 31, 2020.</i>							M.13.
13. Construction, land development, and other land loans with interest reserves:							
a. Amount of loans that provide for the use of interest reserves (included in Schedule RC-C, Part I, item 1.a).....	RCONG376			NR			M.13.a.
b. Amount of interest capitalized from interest reserves on construction, land development, and other land loans that is included in interest and fee income on loans during the quarter (included in Schedule RI, item 1.a.(1)(b))..	RIADG377			NR			M.13.b.
<i>Memorandum item 14 is to be completed by all banks.</i>							
14. Pledged loans and leases.....	RCONG378			439,457			M.14.
<i>Memorandum item 15 is to be completed for the December report only.</i>							
15. Reverse mortgages:							M.15.
a. Reverse mortgages outstanding that are held for investment (included in Schedule RC-C, item 1.c, above):							M.15.a.
1. Home Equity Conversion Mortgage (HECM) reverse mortgages.....	RCONJ466			NR			M.15.a.1.
2. Proprietary reverse mortgages.....	RCONJ467			NR			M.15.a.2.
b. Estimated number of reverse mortgage loan referrals to other lenders during the year from whom compensation has been received for services performed in connection with the origination of the reverse mortgages:							M.15.b.
1. Home Equity Conversion Mortgage (HECM) reverse mortgages.....	RCONJ468			NR			M.15.b.1.
2. Proprietary reverse mortgages.....	RCONJ469			NR			M.15.b.2.
c. Principal amount of reverse mortgage originations that have been sold during the year:							M.15.c.
1. Home Equity Conversion Mortgage (HECM) reverse mortgages.....	RCONJ470			NR			M.15.c.1.
2. Proprietary reverse mortgages.....	RCONJ471			NR			M.15.c.2.
<i>Memorandum item 16 is to be completed by all banks in the June and December reports only.</i>							
16. Revolving, open-end loans secured by 1-4 family residential properties and extended under lines of credit that have converted to non-revolving closed-end status (included in item 1.c.(1) above).....	RCONLE75			NR			M.16.
<i>Amounts reported in Memorandum items 17.a and 17.b will not be made available to the public on an individual institution basis.</i>							
17. Eligible loan modifications under Section 4013, Temporary Relief from Troubled Debt Restructurings, of the 2020 Coronavirus Aid, Relief, and Economic Security Act:							M.17.
a. Number of Section 4013 loans outstanding.....	RCONLG24			CONF			M.17.a.
b. Outstanding balance of Section 4013 loans.....	RCONLG25			CONF			M.17.b.

2. Institutions that have adopted ASU 2016-13 should report only loans held for investment not considered purchased credit-deteriorated in Memorandum item 12.

Schedule RC-C Part II - Loans to Small Businesses and Small Farms(Form Type - 051)

Report the number and amount currently outstanding as of the report date of business loans with "original amounts" of \$1,000,000 or less and farm loans with "original amounts" of \$500,000 or less. The following guidelines should be used to determine the "original amount" of a loan:
 (1) For loans drawn down under lines of credit or loan commitments, the "original amount" of the loan is the size of the line of credit or loan commitment when the line of credit or loan commitment was most recently approved, extended, or renewed prior to the report date. However, if the amount currently outstanding as of the report date exceeds this size, the "original amount" is the amount currently outstanding on the report date. (2) For loan participations and syndications, the "original amount" of the loan participation or syndication is the entire amount of the credit originated by the lead lender. (3) For all other loans, the "original amount" is the total amount of the loan at origination or the amount currently outstanding as of the report date, whichever is larger.

Dollar amounts in thousands

1. Indicate in the appropriate box at the right whether all or substantially all of the dollar volume of your bank's "Loans secured by nonfarm nonresidential properties" reported in Schedule RC-C, Part I, items 1.e.(1) and 1.e.(2), and all or substantially all of the dollar volume of your bank's "Commercial and industrial loans" reported in Schedule RC-C, Part I, item 4, have original amounts of \$100,000 or less (If your bank has no loans outstanding in both of these two loan categories, place an "X" in the box marked "NO.").....	RCON6999	NR	1.
<i>If YES, complete items 2.a and 2.b below, skip items 3 and 4, and go to item 5. If NO and your bank has loans outstanding in either loan category, skip items 2.a and 2.b, complete items 3 and 4 below, and go to item 5. If NO and your bank has no loans outstanding in both loan categories, skip items 2 through 4, and go to item 5</i>			2.
2. Report the total number of loans currently outstanding for each of the following Schedule RC-C, Part I, loan categories:			
a. "Loans secured by nonfarm nonresidential properties" reported in Schedule RC-C, Part I, items 1.e.(1) and 1.e.(2) (Note: Sum of items 1.e.(1) and 1.e.(2) divided by the number of loans should NOT exceed \$100,000.).....	RCON5562	NR	2.a.
b. "Commercial and industrial loans" reported in Schedule RC-C, Part I, item 4 (Note: Item 4 divided by the number of loans should NOT exceed \$100,000.).....	RCON5563	NR	2.b.

Dollar amounts in thousands

	(Column A) Number of Loans		(Column B) Amount Currently Outstanding		
3. Number and amount currently outstanding of "Loans secured by nonfarm nonresidential properties" reported in Schedule RC-C, Part I, items 1.e.(1) and 1.e.(2) (sum of items 3.a through 3.c must be less than or equal to Schedule RC-C, Part I, sum of items 1.e.(1) and 1.e.(2)):					3.
a. With original amounts of \$100,000 or less.....	RCON5564	NR	RCON5565	NR	3.a.
b. With original amounts of more than \$100,000 through \$250,000.....	RCON5566	NR	RCON5567	NR	3.b.
c. With original amounts of more than \$250,000 through \$1,000,000.....	RCON5568	NR	RCON5569	NR	3.c.
4. Number and amount currently outstanding of "Commercial and industrial loans" reported in Schedule RC-C, Part I, item 4 (sum of items 4.a through 4.c must be less than or equal to Schedule RC-C, Part I, item 4):					4.
a. With original amounts of \$100,000 or less.....	RCON5570	NR	RCON5571	NR	4.a.
b. With original amounts of more than \$100,000 through \$250,000.....	RCON5572	NR	RCON5573	NR	4.b.
c. With original amounts of more than \$250,000 through \$1,000,000.....	RCON5574	NR	RCON5575	NR	4.c.

Dollar amounts in thousands

5. Indicate in the appropriate box at the right whether all or substantially all of the dollar volume of your bank's "Loans secured by farmland (including farm residential and other improvements)" reported in Schedule RC-C, Part I, item 1.b, and all or substantially all of the dollar volume of your bank's "Loans to finance agricultural production and other loans to farmers" in reported in Schedule RC-C, Part I, item 3, have original amounts of \$100,000 or less (If your bank has no loans outstanding in both of these two loan categories, place an "X" in the box marked "NO.").....	RCON6860	NR	5.
<i>If YES, complete items 6.a and 6.b below, and do not complete items 7 and 8. If NO and your bank has loans outstanding in either loan category, skip items 6.a and 6.b and complete items 7 and 8 below. If NO and your bank has no loans outstanding in both loan categories, do not complete items 6 through 8.</i>			6.
6. Report the total number of loans currently outstanding for each of the following Schedule RC-C, Part I, loan categories:			
a. "Loans secured by farmland (including farm residential and other improvements)" reported in Schedule RC-C, Part I, item 1.b (Note: Item 1.b, divided by the number of loans should NOT exceed \$100,000.).....	RCON5576	NR	6.a.
b. "Loans to finance agricultural production and other loans to farmers" in reported in Schedule RC-C, Part I, item 3 (Note: Item 3 divided by the number of loans should NOT exceed \$100,000.).....	RCON5577	NR	6.b.

Dollar amounts in thousands		(Column A) Number of Loans		(Column B) Amount Currently Outstanding		
7. Number and amount currently outstanding of "Loans secured by farmland (including farm residential and other improvements)" reported in Schedule RC-C, Part I, item 1.b (sum of items 7.a through 7.c must be less than or equal to Schedule RC-C, Part I, item 1.b):						7.
a. With original amounts of \$100,000 or less.....		RCON5578	NR	RCON5579	NR	7.a.
b. With original amounts of more than \$100,000 through \$250,000.....		RCON5580	NR	RCON5581	NR	7.b.
c. With original amounts of more than \$250,000 through \$500,000.....		RCON5582	NR	RCON5583	NR	7.c.
8. Number and amount currently outstanding of "Loans to finance agricultural production and other loans to farmers" reported in Schedule RC-C, Part I, item 3 (sum of items 8.a through 8.c must be less than or equal to Schedule RC-C, Part I, item 3):						8.
a. With original amounts of \$100,000 or less.....		RCON5584	NR	RCON5585	NR	8.a.
b. With original amounts of more than \$100,000 through \$250,000.....		RCON5586	NR	RCON5587	NR	8.b.
c. With original amounts of more than \$250,000 through \$500,000.....		RCON5588	NR	RCON5589	NR	8.c.

Schedule RC-E - Deposit Liabilities(Form Type - 051)

Dollar amounts in thousands		(Column A) Transaction Accounts Total transaction accounts (including total demand deposits)		(Column B) Transaction Accounts Memo: Total demand deposits (included in column A)		(Column C) Nontransaction Accounts Total nontransaction accounts (including MMDAs)	
Deposits of:							
1. Individuals, partnerships, and corporations.....	RCONB549	213,996			RCONB550	1,126,879	1.
2. U.S. Government.....	RCON2202	0			RCON2520	0	2.
3. States and political subdivisions in the U.S.....	RCON2203	8,235			RCON2530	245	3.
4. Commercial banks and other depository institutions in the U.S.....	RCONB551	0			RCONB552	38,962	4.
5. Banks in foreign countries.....	RCON2213	0			RCON2236	0	5.
6. Foreign governments and official institutions (including foreign central banks).....	RCON2216	0			RCON2377	0	6.
7. Total (sum of items 1 through 6) (sum of columns A and C must equal Schedule RC, item 13.a).....	RCON2215	222,231	RCON2210	90,076	RCON2385	1,166,086	7.

Dollar amounts in thousands

1. Selected components of total deposits (i.e., sum of item 7, columns A and C):			M.1.
<i>Memorandum item 1.a is to be completed semiannually in the June and December reports only.</i>			
a. Total Individual Retirement Accounts (IRAs) and Keogh Plan accounts.....	RCON6835	NR	M.1.a.
b. Total brokered deposits.....	RCON2365	163,021	M.1.b.
c. Brokered deposits of \$250,000 or less (fully insured brokered deposits) ²	RCONHK05	0	M.1.c.
d. Maturity data for brokered deposits:			M.1.d.
1. Brokered deposits of \$250,000 or less with a remaining maturity of one year or less (included in Memorandum item 1.c above).....	RCONHK06	0	M.1.d.1.
2. Not applicable			M.1.d.2.
3. Brokered deposits of more than \$250,000 with a remaining maturity of one year or less (included in Memorandum item 1.b above).....	RCONK220	163,021	M.1.d.3.
e. Preferred deposits (uninsured deposits of states and political subdivisions in the U.S. reported in item 3 above which are secured or collateralized as required under state law) (to be completed for the December report only).	RCON5590	NR	M.1.e.
f. Estimated amount of deposits obtained through the use of deposit listing services that are not brokered deposits.....	RCONK223	31,411	M.1.f.
g. Total reciprocal deposits (as of the report date).....	RCONJH83	103,989	M.1.g.
2. Components of total nontransaction accounts (sum of Memorandum items 2.a through 2.d must equal item 7, column C above):			M.2.
a. Savings deposits:			M.2.a.
1. Money market deposit accounts (MMDAs).....	RCON6810	254,614	M.2.a.1.
2. Other savings deposits (excludes MMDAs).....	RCON0352	712,279	M.2.a.2.
b. Total time deposits of less than \$100,000.....	RCON6648	17,472	M.2.b.
c. Total time deposits of \$100,000 through \$250,000.....	RCONJ473	96,869	M.2.c.
d. Total time deposits of more than \$250,000.....	RCONJ474	84,852	M.2.d.
e. Individual Retirement Accounts (IRAs) and Keogh Plan accounts of \$100,000 or more included in Memorandum items 2.c and 2.d above.....	RCONF233	15,335	M.2.e.
3. Maturity and repricing data for time deposits of \$250,000 or less:			M.3.
a. Time deposits of \$250,000 or less with a remaining maturity or next repricing date of:			M.3.a.
1. Three months or less.....	RCONHK07	24,830	M.3.a.1.
2. Over three months through 12 months.....	RCONHK08	65,554	M.3.a.2.
3. Over one year through three years.....	RCONHK09	21,843	M.3.a.3.
4. Over three years.....	RCONHK10	2,114	M.3.a.4.
b. Time deposits of \$250,000 or less with a REMAINING MATURITY of one year or less (included in Memorandum items 3.a.(1) and 3.a.(2) above) ³	RCONHK11	90,384	M.3.b.
4. Maturity and repricing data for time deposits of more than \$250,000:			M.4.
a. Time deposits of more than \$250,000 with a remaining maturity or next repricing date of:			M.4.a.
1. Three months or less.....	RCONHK12	19,134	M.4.a.1.
2. Over three months through 12 months.....	RCONHK13	57,408	M.4.a.2.
3. Over one year through three years.....	RCONHK14	7,091	M.4.a.3.
4. Over three years.....	RCONHK15	1,219	M.4.a.4.
b. Time deposits of more than \$250,000 with a REMAINING MATURITY of one year or less (included in Memorandum items 4.a.(1) and 4.a.(2) above) ³	RCONK222	76,542	M.4.b.
<i>Memorandum item 5 is to be completed semiannually in the June and December reports only.</i>			
5. Does your institution offer one or more consumer deposit account products, i.e., transaction account or nontransaction savings account deposit products intended primarily for individuals for personal, household, or family use?.....	RCONP752	NR	M.5.
<i>Memorandum items 6 and 7 are to be completed annually in the December report only by institutions with \$1 billion or more in total assets that answered "Yes" to Memorandum 5 above. The \$1 billion asset size test is based on the total assets reported on the June 30, 2018, Report of Condition.</i>			
6. Components of total transaction account deposits of individuals, partnerships, and corporations (sum of Memorandum items 6.a and 6.b must be less than or equal to Schedule RC-E, item 1, column A):			M.6.
a. Total deposits in those noninterest-bearing transaction account deposit products intended primarily for individuals for personal, household, or family use.....	RCONP753	NR	M.6.a.
b. Total deposits in those interest-bearing transaction account deposit products intended primarily for individuals for personal, household, or family use.....	RCONP754	NR	M.6.b.

2. The dollar amounts used as the basis for reporting in Memorandum items 1.c reflect the deposit insurance limits in effect on the report date.

3. Report both fixed-and floating-rate time deposits by remaining maturity. Exclude floating-rate time deposits with a next repricing date of one year or less that have a remaining maturity of over one year.

Dollar amounts in thousands

7. Components of total nontransaction account deposits of individuals, partnerships, and corporations (sum of Memorandum items 7.a.(1), 7.a.(2), 7.b.(1), and 7.b.(2) plus all time deposits of individuals, partnerships, and corporations must equal Schedule RC-E, item 1, column C):			M.7.
a. Money market deposit accounts (MMDAs) of individuals, partnerships, and corporations (sum of Memorandum items 7.a.(1) and 7.a.(2) must be less than or equal to Schedule RC-E, Memorandum item 2.a.(1) above):			M.7.a.
1. Total deposits in those MMDA deposit products intended primarily for individuals for personal, household, or family use.....	RCONP756	NR	M.7.a.1.
2. Deposits in all other MMDAs of individuals, partnerships, and corporations.....	RCONP757	NR	M.7.a.2.
b. Other savings deposit accounts of individuals, partnerships, and corporations (sum of Memorandum s 7.b.(1) and 7.b.(2) must be less than or equal to Schedule RC-E, Memorandum item 2.a.(2) above):			M.7.b.
1. Total deposits in those other savings deposit account deposit products intended primarily for individuals for personal, household, or family use.....	RCONP758	NR	M.7.b.1.
2. Deposits in all other savings deposit accounts of individuals, partnerships, and corporations.....	RCONP759	NR	M.7.b.2.

Schedule RC-F - Other Assets(Form Type - 051)

Dollar amounts in thousands

1. Accrued interest receivable ²	RCONB556	7,065	1.
2. Net deferred tax assets ³	RCON2148	8,991	2.
3. Interest-only strips receivable (not in the form of a security) on mortgage loans and other financial assets ⁴	RCONHT80	0	3.
4. Equity investments without readily determinable fair values ⁵	RCON1752	8,410	4.
5. Life insurance assets:			5.
a. General account life insurance assets.....	RCONK201	7,752	5.a.
b. Separate account life insurance assets.....	RCONK202	1,142	5.b.
c. Hybrid account life insurance assets.....	RCONK270	0	5.c.
<i>Items 6.a through 6.j are to be completed semiannually in the June and December reports only.</i>			
6. All other assets (itemize and describe amounts greater than \$100,000 that exceed 25 percent of this item).....	RCON2168	2,137	6.
a. Prepaid expenses.....	RCON2166	NR	6.a.
b. Repossessed personal property (including vehicles).....	RCON1578	NR	6.b.
c. Derivatives with a positive fair value held for purposes other than trading.....	RCONC010	NR	6.c.
d. FDIC loss-sharing indemnification assets.....	RCONJ448	NR	6.d.
e. Computer software.....	RCONFT33	NR	6.e.
f. Accounts receivable.....	RCONFT34	NR	6.f.
g. Receivables from foreclosed government-guaranteed mortgage loans.....	RCONFT35	NR	6.g.
h. Disclose component and the dollar amount of that component:			6.h.
1. Describe component.....	TEXT3549	NR	6.h.1.
2. Amount of component.....	RCON3549	NR	6.h.2.
i. Disclose component and the dollar amount of that component:			6.i.
1. Describe component.....	TEXT3550	NR	6.i.1.
2. Amount of component.....	RCON3550	NR	6.i.2.
j. Disclose component and the dollar amount of that component:			6.j.
1. Describe component.....	TEXT3551	NR	6.j.1.
2. Amount of component.....	RCON3551	NR	6.j.2.
7. Total (sum of items 1 through 6) (must equal Schedule RC, item 11).....	RCON2160	35,497	7.

2. Include accrued interest receivable on loans, leases, debt securities, and other interest-bearing assets. Exclude accrued interest receivables on financial assets that are reported elsewhere on the balance sheet.
 3. See discussion of deferred income taxes in Glossary entry on "income taxes."
 4. Report interest-only strips receivable in the form of a security as available-for-sale securities in Schedule RC, item 2.b, or as trading assets in Schedule RC, item 5, as appropriate.
 5. Include Federal Reserve stock, Federal Home Loan Bank stock, and bankers' bank stock.

Schedule RC-G - Other Liabilities(Form Type - 051)

Dollar amounts in thousands

1. Not available			1.
a. Interest accrued and unpaid on deposits ¹	RCON3645	93	1.a.
b. Other expenses accrued and unpaid (includes accrued income taxes payable)	RCON3646	4,121	1.b.
2. Net deferred tax liabilities ²	RCON3049	0	2.
3. Allowance for credit losses on off-balance sheet credit exposures ³	RCONB557	350	3.
4. All other liabilities (itemize and describe amounts greater than \$100,000 that exceed 25 percent of this item)	RCON2938	12,200	4.
a. Accounts payable	RCON3066	NR	4.a.
b. Deferred compensation liabilities	RCONC011	NR	4.b.
c. Dividends declared but not yet payable	RCON2932	NR	4.c.
d. Derivatives with a negative fair value held for purposes other than trading	RCONC012	NR	4.d.
e. Operating lease liabilities	RCONLB56	NR	4.e.
f. Disclose component and the dollar amount of that component:			4.f.
1. Describe component	TEXT3552	NR	4.f.1.
2. Amount of component	RCON3552	NR	4.f.2.
g. Disclose component and the dollar amount of that component:			4.g.
1. Describe component	TEXT3553	NR	4.g.1.
2. Amount of component	RCON3553	NR	4.g.2.
h. Disclose component and the dollar amount of that component:			4.h.
1. Describe component	TEXT3554	NR	4.h.1.
2. Amount of component	RCON3554	NR	4.h.2.
5. Total	RCON2930	16,764	5.

1. For savings banks, include "dividends" accrued and unpaid on deposits.

2. See discussion of deferred income taxes in Glossary entry on "income taxes."

3. Institutions that have adopted ASU 2016-13 should report in Schedule RC-G, item 3 the allowance for credit losses on those off-balance sheet credit exposures that are not unconditionally cancelable.

Schedule RC-K - Quarterly Averages(Form Type - 051)

Dollar amounts in thousands

1. Interest-bearing balances due from depository institutions.....	RCON3381	199,978	1.
2. U.S. Treasury securities and U.S. Government agency obligations (excluding mortgage-backed securities) ²	RCONB558	0	2.
3. Mortgage-backed securities ²	RCONB559	38,164	3.
4. All other debt securities and equity securities with readily determinable fair values not held for trading purposes ²	RCONB560	7,589	4.
5. Federal funds sold and securities purchased under agreements to resell.....	RCON3365	0	5.
6. Loans:			6.
a. Total loans.....	RCON3360	1,250,846	6.a.
b. Loans secured by real estate:			6.b.
1. Loans secured by 1-4 family residential properties.....	RCON3465	10,643	6.b.1.
2. All other loans secured by real estate.....	RCON3466	547,147	6.b.2.
c. Commercial and industrial loans.....	RCON3387	322,040	6.c.
d. Loans to individuals for household, family, and other personal expenditures:			6.d.
1. Credit cards.....	RCONB561	0	6.d.1.
2. Other (includes revolving credit plans other than credit cards, automobile loans, and other consumer loans).....	RCONB562	78,405	6.d.2.
7. Not applicable			7.
8. Lease financing receivables (net of unearned income).....	RCON3484	0	8.
9. Total assets ⁴	RCON3368	1,545,870	9.
10. Interest-bearing transaction accounts (interest-bearing demand deposits, NOW accounts, ATS accounts, and telephone and preauthorized transfer accounts).....	RCON3485	126,350	10.
11. Nontransaction accounts:			11.
a. Savings deposits (includes MMDAs).....	RCONB563	937,414	11.a.
b. Time deposits of \$250,000 or less.....	RCONHK16	120,084	11.b.
c. Time deposits of more than \$250,000.....	RCONHK17	84,766	11.c.
12. Federal funds purchased and securities sold under agreements to repurchase.....	RCON3353	0	12.
<i>To be completed by banks with \$100 million or more in total assets:</i>			
13. Other borrowed money (includes mortgage indebtedness and obligations under capitalized leases) ⁵	RCON3355	13,402	13.
<i>Memorandum item 1 is to be completed by:</i> <i>* banks with \$300 million or more in total assets, and</i> <i>* banks with less than \$300 million in total assets that have loans to finance agricultural production and other loans to farmers (Schedule RC-C, Part 1, item 3) exceeding 5 percent of total loans.</i>			
1. Loans to finance agricultural production and other loans to farmers ²	RCON3386	0	M.1.

2. Quarterly averages for all debt securities should be based on amortized cost.
 2. Quarterly averages for all debt securities should be based on amortized cost.
 4. The quarterly average for total assets should reflect securities not held for trading as follows: a) Debt securities at amortized cost, b) Equity securities with readily determinable fair values at fair value, and c) Equity investments without readily determinable fair values, their balance sheet carrying values (i.e., fair value or, if elected, cost minus impairment, if any, plus or minus changes resulting from observable price changes).
 5. The \$100 million asset-size test is based on the total assets reported on the June 30, 2018, Report of Condition.
 2. The \$300 million asset-size test and the 5 percent of total loans test are based on the total assets and total loans reported on the June 30, 2018, Report of Condition.

Schedule RC-L - Off-Balance Sheet Items(Form Type - 051)

Please read carefully the instructions for the preparation of Schedule RC-L. Some of the amounts reported in Schedule RC-L are regarded as volume indicators and not necessarily as measures of risk.

Dollar amounts in thousands

1. Unused commitments:			1.
a. Revolving, open-end lines secured by 1-4 family residential properties, i.e., home equity lines.....	RCON3814	7,498	1.a.
b. Credit card lines.....	RCON3815	14,620	1.b.
c. Commitments to fund commercial real estate, construction, and land development loans:			1.c.
1. Secured by real estate:			1.c.1.
a. 1-4 family residential construction loan commitments.....	RCONF164	0	1.c.1.a.
b. Commercial real estate, other construction loan, and land development loan commitments.....	RCONF165	15,453	1.c.1.b.
2. NOT secured by real estate.....	RCON6550	0	1.c.2.
d. Not applicable			1.d.
e. Other unused commitments:			1.e.
1. Commercial and industrial loans.....	RCONJ457	293,206	1.e.1.
2. Loans to financial institutions.....	RCONJ458	0	1.e.2.
3. All other unused commitments.....	RCONJ459	1,500	1.e.3.
2. Financial standby letters of credit.....	RCON3819	8,309	2.
3. Performance standby letters of credit.....	RCON3821	250	3.
4. Commercial and similar letters of credit.....	RCON3411	0	4.
5. Not applicable			5.
6. Securities lent and borrowed:			6.
a. Securities lent (including customers' securities lent where the customer is indemnified against loss by the reporting bank).....	RCON3433	0	6.a.
b. Securities borrowed.....	RCON3432	0	6.b.

Dollar amounts in thousands

7. Not applicable			7.
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Dollar amounts in thousands

8. Not applicable			8.
9. All other off-balance sheet liabilities (exclude derivatives) (itemize and describe each component of this item over 25 percent of Schedule RC, item 27.a, "Total bank equity capital").....	RCON3430	0	9.
a. Not applicable			9.a.
b. Not applicable			9.b.
c. Standby letters of credit issued by another party (e.g., a Federal Home Loan Bank) on the bank's behalf.....	RCONC978	NR	9.c.
d. Disclose component and the dollar amount of that component:			9.d.
1. Describe component.....	TEXT3555	NR	9.d.1.
2. Amount of component.....	RCON3555	NR	9.d.2.
e. Disclose component and the dollar amount of that component:			9.e.
1. Describe component.....	TEXT3556	NR	9.e.1.
2. Amount of component.....	RCON3556	NR	9.e.2.
f. Disclose component and the dollar amount of that component:			9.f.
(TEXT3557) NR	RCON3557	NR	9.f.1.
10. All other off-balance sheet assets (exclude derivatives) (itemize and describe each component of this item over 25 percent of Schedule RC, item 27.a, "Total bank equity capital").....	RCON5591	0	10.
a. Not applicable			10.a.
b. Disclose component and the dollar amount of that component:			10.b.
1. Describe component.....	TEXT5592	NR	10.b.1.
2. Amount of component.....	RCON5592	NR	10.b.2.
c. Disclose component and the dollar amount of that component:			10.c.
1. Describe component.....	TEXT5593	NR	10.c.1.
2. Amount of component.....	RCON5593	NR	10.c.2.
d. Disclose component and the dollar amount of that component:			10.d.
1. Describe component.....	TEXT5594	NR	10.d.1.
2. Amount of component.....	RCON5594	NR	10.d.2.
e. Disclose component and the dollar amount of that component:			10.e.
1. Describe component.....	TEXT5595	NR	10.e.1.
2. Amount of component.....	RCON5595	NR	10.e.2.
<i>Items 11.a and 11.b are to be completed semiannually in the June and December reports only.</i>			11.
11. Year-to-date merchant credit card sales volume:			
a. Sales for which the reporting bank is the acquiring bank.....	RCONC223	NR	11.a.
b. Sales for which the reporting bank is the agent bank with risk.....	RCONC224	NR	11.b.

Schedule RC-M - Memoranda(Form Type - 051)

Dollar amounts in thousands

1. Extensions of credit by the reporting bank to its executive officers, directors, principal shareholders, and their related interests as of the report date:			1.
a. Aggregate amount of all extensions of credit to all executive officers, directors, principal shareholders, and their related interests.....	RCON6164	0	1.a.
b. Number of executive officers, directors, and principal shareholders to whom the amount of all extensions of credit by the reporting bank (including extensions of credit to related interests) equals or exceeds the lesser of \$500,000 or 5 percent of total capital as defined for this purpose in agency regulations.....	RCON6165	0	1.b.
2. Intangible assets:			2.
a. Mortgage servicing assets.....	RCON3164	0	2.a.
1. Estimated fair value of mortgage servicing assets.....	RCONA590	0	2.a.1.
b. Goodwill.....	RCON3163	0	2.b.
c. All other identifiable intangible assets.....	RCONJF76	370	2.c.
d. Total (sum of items 2.a, 2.b, and 2.c) (must equal Schedule RC, item 10).....	RCON2143	370	2.d.
3. Other real estate owned:			3.
a. Construction, land development, and other land.....	RCON5508	0	3.a.
b. Farmland.....	RCON5509	0	3.b.
c. 1-4 family residential properties.....	RCON5510	0	3.c.
d. Multifamily (5 or more) residential properties.....	RCON5511	0	3.d.
e. Nonfarm nonresidential properties.....	RCON5512	0	3.e.
f. Total (sum of items 3.a through 3.e) (must equal Schedule RC, item 7).....	RCON2150	0	3.f.
4. Cost of equity securities with readily determinable fair values not held for trading (the fair value of which is reported in Schedule RC, item 2.c) ¹	RCONJA29	0	4.
5. Other borrowed money:			5.
a. Federal Home Loan Bank advances:			5.a.
1. Advances with a remaining maturity or next repricing date of: ¹			5.a.1.
a. One year or less.....	RCONF055	0	5.a.1.a.
b. Over one year through three years.....	RCONF056	0	5.a.1.b.
c. Over three years through five years.....	RCONF057	0	5.a.1.c.
d. Over five years.....	RCONF058	0	5.a.1.d.
2. Advances with a REMAINING MATURITY of one year or less (included in item 5.a.(1)(a) above) ²	RCON2651	0	5.a.2.
3. Structured advances (included in items 5.a.(1)(a) - (d) above).....	RCONF059	0	5.a.3.
b. Other borrowings:			5.b.
1. Other borrowings with a remaining maturity or next repricing date of: ³			5.b.1.
a. One year or less.....	RCONF060	0	5.b.1.a.
b. Over one year through three years.....	RCONF061	0	5.b.1.b.
c. Over three years through five years.....	RCONF062	0	5.b.1.c.
d. Over five years.....	RCONF063	0	5.b.1.d.
2. Other borrowings with a REMAINING MATURITY of one year or less (included in item 5.b.(1)(a) above) ⁴	RCONB571	0	5.b.2.
c. Total (sum of items 5.a.(1)(a)-(d) and items 5.b.(1)(a)-(d)) (must equal Schedule RC, item 16).....	RCON3190	0	5.c.
6. Does the reporting bank sell private label or third party mutual funds and annuities?.....	RCONB569	NR	6.
7. Assets under the reporting bank's management in proprietary mutual funds and annuities.....	RCONB570	NR	7.
Items 8.a, 8.b, and 8.c are to be completed semiannually in the June and December reports only.			8.
8. Internet website addresses and physical office trade names:			
a. Uniform Resource Locator (URL) of the reporting institution's primary Internet website (home page), if any (Example: www.examplebank.com):.....	TEXT4087	NR	8.a.

1. Item 4 is to be completed only by insured state banks that have been approved by the FDIC to hold grandfathered equity investments. See instructions for this item and the Glossary entry for "Securities Activities" for further detail on accounting for investments in equity securities.

1. Report fixed-rate advances by remaining maturity and floating-rate advances by next repricing date.

2. Report both fixed- and floating-rate advances by remaining maturity. Exclude floating-rate advances with a next repricing date of one year or less that have a remaining maturity of over one year.

3. Report fixed-rate other borrowings by remaining maturity and floating-rate other borrowings by next repricing date.

4. Report both fixed- and floating-rate other borrowings by remaining maturity. Exclude floating-rate other borrowings with a next repricing date of one year or less that have a remaining maturity of over one year.

Dollar amounts in thousands

b. URLs of all other public-facing Internet websites that the reporting institution uses to accept or solicit deposits from the public, if any (Example: www.examplebank.biz): ¹			8.b.
1. URL 1.....	TE01N528	NR	8.b.1.
2. URL 2.....	TE02N528	NR	8.b.2.
3. URL 3.....	TE03N528	NR	8.b.3.
4. URL 4.....	TE04N528	NR	8.b.4.
5. URL 5.....	TE05N528	NR	8.b.5.
6. URL 6.....	TE06N528	NR	8.b.6.
7. URL 7.....	TE07N528	NR	8.b.7.
8. URL 8.....	TE08N528	NR	8.b.8.
9. URL 9.....	TE09N528	NR	8.b.9.
10. URL 10.....	TE10N528	NR	8.b.10.
c. Trade names other than the reporting institution's legal title used to identify one or more of the institution's physical offices at which deposits are accepted or solicited from the public, if any:			8.c.
1. Trade name 1.....	TE01N529	NR	8.c.1.
2. Trade name 2.....	TE02N529	NR	8.c.2.
3. Trade name 3.....	TE03N529	NR	8.c.3.
4. Trade name 4.....	TE04N529	NR	8.c.4.
5. Trade name 5.....	TE05N529	NR	8.c.5.
6. Trade name 6.....	TE06N529	NR	8.c.6.
<i>Items 9, 11, 12, 14.a, and 14.b are to be completed annually in the December report only.</i>			
9. Do any of the bank's Internet websites have transactional capability, i.e., allow the bank's customers to execute transactions on their accounts through the website?.....	RCON4088	NR	9.
10. Secured liabilities:			10.
a. Amount of "Federal funds purchased" that are secured (included in Schedule RC, item 14.a).....	RCONF064	0	10.a.
b. Amount of "Other borrowings" that are secured (included in Schedule RC-M, items 5.b.(1)(a) - (d)).....	RCONF065	0	10.b.
11. Does the bank act as trustee or custodian for Individual Retirement Accounts, Health Savings Accounts, and other similar accounts?.....	RCONG463	NR	11.
12. Does the bank provide custody, safekeeping, or other services involving the acceptance of orders for the sale or purchase of securities?.....	RCONG464	NR	12.
13. Not applicable			13.
14. Captive insurance and reinsurance subsidiaries:			14.
a. Total assets of captive insurance subsidiaries ¹	RCONK193	NR	14.a.
b. Total assets of captive reinsurance subsidiaries ¹	RCONK194	NR	14.b.
<i>Item 15 is to be completed by institutions that are required or have elected to be treated as a Qualified Thrift Lender.</i>			
15. Qualified Thrift Lender (QTL) test:			15.
a. Does the institution use the Home Owners' Loan Act (HOLA) QTL test or the Internal Revenue Service Domestic Building and Loan Association (IRS DBLA) test to determine its QTL compliance? (for the HOLA QTL test, enter 1; for the IRS DBLA test, enter 2).....	RCONL133	NR	15.a.
b. Has the institution been in compliance with the HOLA QTL test as of each month end during the quarter or the IRS DBLA test for its most recent taxable year, as applicable?.....	RCONL135	NR	15.b.
<i>Item 16.a and, if appropriate, items 16.b.(1) through 16.b.(3) are to be completed annually in the December report only.</i>			
16. International remittance transfers offered to consumers: ¹			16.
a. Estimated number of international remittance transfers provided by your institution during the calendar year ending on the report date.....	RCONN523	NR	16.a.
<i>Items 16.b.(1) through 16.b.(3) are to be completed by institutions that reported 501 or more international remittance transfers in item 16.a in either or both of the current report or the most recent prior report in which item 16.a was required to be completed.</i>			16.b.
b. Estimated dollar value of remittance transfers provided by your institution and usage of regulatory exceptions during the calendar year ending on the report date and:			
1. Estimated dollar value of international remittance transfers.....	RCONN524	NR	16.b.1.
2. Estimated number of international remittance transfers for which your institution applied the permanent exchange rate exception.....	RCONMM07	NR	16.b.2.

1. Report only highest level URLs (for example, report www.examplebank.biz, but do not also report www.examplebank.biz/checking). Report each top level domain name used (for example, report both www.examplebank.biz and www.examplebank.net).

1. Report total assets before eliminating intercompany transactions between the consolidated insurance or reinsurance subsidiary and other offices or consolidated subsidiaries of the reporting bank.

1. Report information about international electronic transfers of funds offered to consumers in the United States that: (a) are "remittance transfers" as defined by subpart B of Regulation E (12 CFR § 1005.30(e)), or (b) would qualify as "remittance transfers" under subpart B of Regulation E (12 CFR § 1005.30(e)) but are excluded from that definition only because the provider is not providing those transfers in the normal course of its business. See 12 CFR § 1005.30(f). For purposes of this item 16, such trans

Dollar amounts in thousands

3. Estimated number of international remittance transfers for which your institution applied the permanent covered third- party exception.....	RCONMQ52	NR	16.b.3.
17. U.S. Small Business Administration Paycheck Protection Program (PPP) loans and the Federal Reserve PPP Liquidity Facility (PPPLF): ¹			17.
a. Number of PPP loans outstanding.....	RCONLG26	514	17.a.
b. Outstanding balance of PPP loans.....	RCONLG27	280,562	17.b.
c. Outstanding balance of PPP loans pledged to the PPPLF.....	RCONLG28	0	17.c.
d. Outstanding balance of borrowings from Federal Reserve Banks under the PPPLF with a remaining maturity of:			17.d.
1. One year or less.....	RCONLL59	0	17.d.1.
2. More than one year.....	RCONLL60	0	17.d.2.
e. Quarterly average amount of PPP loans pledged to the PPPLF and excluded from "Total assets for the leverage ratio" reported in Schedule RC-R, Part I, item 30.....	RCONLL57	0	17.e.
18. Money Market Mutual Fund Liquidity Facility (MMLF):			18.
a. Outstanding balance of assets purchased under the MMLF.....	RCONLL61	0	18.a.
b. Quarterly average amount of assets purchased under the MMLF and excluded from "Total assets for the leverage ratio" reported in Schedule RC-R, Part I, item 30.....	RCONLL58	0	18.b.

1. Paycheck Protection Program (PPP) covered loans as defined in section 7(a)(36) and 7(a)(37) of the Small Business Act (15 U.S.C. 636(a)(36 and 37)). The PPP was established by Section 1102 of the 2020 Coronavirus Aid, Relief, and Economic Security Act.

Schedule RC-N - Past Due and Nonaccrual Loans Leases and Other Assets(Form Type - 051)

Amounts reported in Schedule RC-N, items 1 through 8, include guaranteed and unguaranteed portions of past due and nonaccrual loans and leases. Report in items 10 and 11 below certain guaranteed loans and leases that have already been included in the amounts reported in items 1 through 8

Dollar amounts in thousands	(Column A) Past due 30 through 89 days and still accruing		(Column B) Past due 90 days or more and still accruing		(Column C) Nonaccrual		
1. Loans secured by real estate:							1.
a. Construction, land development, and other land loans:							1.a.
1. 1-4 family residential construction loans.....	RCONF172	0	RCONF174	0	RCONF176	0	1.a.1.
2. Other construction loans and all land development and other land loans.....	RCONF173	0	RCONF175	0	RCONF177	0	1.a.2.
b. Secured by farmland.....	RCON3493	0	RCON3494	0	RCON3495	0	1.b.
c. Secured by 1-4 family residential properties:							1.c.
1. Revolving, open-end loans secured by 1-4 family residential properties and extended under lines of credit.....	RCON5398	0	RCON5399	0	RCON5400	0	1.c.1.
2. Closed-end loans secured by 1-4 family residential properties:							1.c.2.
a. Secured by first liens.....	RCONC236	0	RCONC237	0	RCONC229	0	1.c.2a.
b. Secured by junior liens.....	RCONC238	0	RCONC239	0	RCONC230	300	1.c.2b.
d. Secured by multifamily (5 or more) residential properties.....	RCON3499	0	RCON3500	0	RCON3501	0	1.d.
e. Secured by nonfarm nonresidential properties:							1.e.
1. Loans secured by owner-occupied nonfarm nonresidential properties.....	RCONF178	0	RCONF180	0	RCONF182	652	1.e.1.
2. Loans secured by other nonfarm nonresidential properties.....	RCONF179	0	RCONF181	0	RCONF183	0	1.e.2.
2. Loans to depository institutions and acceptances of other banks.....	RCONB834	0	RCONB835	0	RCONB836	0	2.
3. Not applicable							3.
4. Commercial and industrial loans.....	RCON1606	1,447	RCON1607	0	RCON1608	19,426	4.
5. Loans to individuals for household, family, and other personal expenditures:							5.
a. Credit cards.....	RCONB575	0	RCONB576	0	RCONB577	0	5.a.
b. Automobile loans.....	RCONK213	89	RCONK214	0	RCONK215	181	5.b.
c. Other (includes revolving credit plans other than credit cards and other consumer loans).....	RCONK216	0	RCONK217	0	RCONK218	0	5.c.
6. Not applicable							6.
7. All other loans ¹	RCON5459	0	RCON5460	0	RCON5461	0	7.
8. Lease financing receivables.....	RCON1226	0	RCON1227	0	RCON1228	0	8.
9. Total loans and leases (sum of items 1 through 8).....	RCON1406	1,536	RCON1407	0	RCON1403	20,559	9.
10. Debt securities and other assets (exclude other real estate owned and other repossessed assets).....	RCON3505	0	RCON3506	0	RCON3507	0	10.
11. Loans and leases reported in items 1 through 8 above that are wholly or partially guaranteed by the U.S. Government, excluding loans and leases covered by loss-sharing agreements with the FDIC.....	RCONK036	0	RCONK037	0	RCONK038	0	11.
a. Guaranteed portion of loans and leases included in item 11 above, excluding rebooked "GNMA loans".....	RCONK039	0	RCONK040	0	RCONK041	0	11.a.
b. Rebooked "GNMA loans" that have been repurchased or are eligible for repurchase included in item 11 above.....	RCONK042	0	RCONK043	0	RCONK044	0	11.b.
<i>Memorandum items 1.a.(1) through 1.f.(5) are to be completed semiannually in the June and December reports only. Memorandum item 1.g is to be completed quarterly.</i>							
1. Loans restructured in troubled debt restructurings included in Schedule RC-N, items 1 through 7, above (and not reported in Schedule RC-C, Part 1, Memorandum item 1):							M.1.
a. Construction, land development, and other land loans:							M.1.a.
1. 1-4 family residential construction loans.....	RCONK105	NR	RCONK106	NR	RCONK107	NR	M1a1.
2. Other construction loans and all land development and other land loans.....	RCONK108	NR	RCONK109	NR	RCONK110	NR	M1a2.
b. Loans secured by 1-4 family residential properties.....	RCONF661	NR	RCONF662	NR	RCONF663	NR	M.1.b.
c. Secured by multifamily (5 or more) residential properties.....	RCONK111	NR	RCONK112	NR	RCONK113	NR	M.1.c.

1. Includes past due and nonaccrual "Loans to finance agricultural productions and other loans to farmers," "Obligations (other than securities and leases) of states and political subdivisions in the U.S.," and "Loans to nondepository financial institutions and other loans."

Dollar amounts in thousands	(Column A) Past due 30 through 89 days and still accruing		(Column B) Past due 90 days or more and still accruing		(Column C) Nonaccrual		
d. Secured by nonfarm nonresidential properties:							M.1.d.
1. Loans secured by owner-occupied nonfarm nonresidential properties.....	RCONK114	NR	RCONK115	NR	RCONK116	NR	M1d1.
2. Loans secured by other nonfarm nonresidential properties.....	RCONK117	NR	RCONK118	NR	RCONK119	NR	M1d2.
e. Commercial and industrial loans.....	RCONK257	NR	RCONK258	NR	RCONK259	NR	M.1.e.
f. All other loans (include loans to individuals for household, family, and other personal expenditures).....	RCONK126	NR	RCONK127	NR	RCONK128	NR	M.1.f.
<i>Itemize loan categories included in Memorandum item 1.f, above that exceed 10 percent of total loans restructured in troubled debt restructurings that are past due 30 days or more or in nonaccrual status (sum of Memorandum items 1.a through 1.e plus 1.f, columns A through C):</i>							
1. Loans secured by farmland.....	RCONK130	NR	RCONK131	NR	RCONK132	NR	M1.f1.
2. Not applicable							M1.f2.
3. Not applicable							M1.f3.
4. Loans to individuals for household, family, and other personal expenditures:							M1.f4.
a. Credit cards.....	RCONK274	NR	RCONK275	NR	RCONK276	NR	M1f4a.
b. Automobile loans.....	RCONK277	NR	RCONK278	NR	RCONK279	NR	M1f4b.
c. Other (includes revolving credit plans other than credit cards and other consumer loans).....	RCONK280	NR	RCONK281	NR	RCONK282	NR	M1f4c.
<i>Memorandum item 1.f.(5) is to be completed by: * Banks with \$300 million or more in total assets * Banks with less than \$300 million in total assets that have loans to finance agricultural production and other loans to farmers (Schedule RC-C, Part I, item 3) exceeding 5 percent of total loans</i>							
5. Loans to finance agricultural production and other loans to farmers ¹	RCONK138	NR	RCONK139	NR	RCONK140	NR	M1.f5.
g. Total loans restructured in troubled debt restructurings included in Schedule RC-N, items 1 through 7, above and not reported in Schedule RC-C, Part I, Memorandum item 1 (sum of items Memorandum item 1.a.(1) through Memorandum item 1.f).....	RCONHK26	0	RCONHK27	0	RCONHK28	3,495	M.1.g.
2. Loans to finance commercial real estate, construction, and land development activities (not secured by real estate) included in Schedule RC-N, items 4 and 7, above.....	RCON6558	0	RCON6559	0	RCON6560	0	M.2.
3. Not applicable							M.3.
<i>Memorandum item 4 is to be completed by: * banks with \$300 million or more in total assets * banks with less than \$300 million in total assets that have loans to finance agricultural production and other loans to farmers (Schedule RC-C, Part I, item 3) exceeding 5 percent of total loans:</i>							
4. Loans to finance agricultural production and other loans to farmers (included in Schedule RC-N, item 7, above) ¹	RCON1594	0	RCON1597	0	RCON1583	0	M.4.

1. The \$300 million asset-size test and the 5 percent of total loans test are based on the total assets and total loans reported on the June 30, 2018, Report of Condition.
 1. The \$300 million asset-size test and the 5 percent of total loans test are based on the total assets and total loans reported on the June 30, 2018, Report of Condition.

Dollar amounts in thousands	(Column A) Past due 30 through 89 days and still accruing		(Column B) Past due 90 days or more and still accruing		(Column C) Nonaccrual		
5. Loans and leases held for sale (included in Schedule RC-N, items 1 through 8, above).....	RCONC240	NR	RCONC241	NR	RCONC226	NR	M.5.

Dollar amounts in thousands			
6. Not applicable			M.6.

Dollar amounts in thousands			
<i>Memorandum items 7, 8, 9.a, and 9.b are to be completed semiannually in the June and December reports only.</i>			
7. Additions to nonaccrual assets during the previous six months.....	RCONC410	NR	M.7.
8. Nonaccrual assets sold during the previous six months.....	RCONC411	NR	M.8.

Dollar amounts in thousands	(Column A) Past due 30 through 89 days and still accruing		(Column B) Past due 90 days or more and still accruing		(Column C) Nonaccrual		
9. Purchased credit-impaired loans accounted for in accordance with FASB ASC 310-30 (former AICPA Statement of Position 03-3): ²							M.9.
a. Outstanding balance.....	RCONL183	NR	RCONL184	NR	RCONL185	NR	M.9.a.
b. Amount included in Schedule RC-N, items 1 through 7, above.....	RCONL186	NR	RCONL187	NR	RCONL188	NR	M.9.b.

2. Memorandum items 9.a and 9.b should be completed only by institutions that have not yet adopted ASU 2016-13.

Schedule RC-O - Other Data for Deposit Insurance and FICO Assessments(Form Type - 051)

All FDIC-insured depository institutions must complete items 1 and 2, 4 through 9,10, and 11, Memorandum item 1, and, if applicable, item 9.a, Memorandum items 2, 3, and 6 through 18 each quarter. Unless otherwise indicated, complete items 1 through 11 and Memorandum items 1 through 3 on an "unconsolidated single FDIC certificate number basis" (see instructions) and complete Memorandum items 6 through 18 on a fully consolidated basis.

Dollar amounts in thousands

1. Total deposit liabilities before exclusions (gross) as defined in Section 3(l) of the Federal Deposit Insurance Act and FDIC regulations.....	RCONF236	1,388,411	1.
2. Total allowable exclusions, including interest accrued and unpaid on allowable exclusions.....	RCONF237	0	2.
3. Not applicable			3.
4. Average consolidated total assets for the calendar quarter.....	RCONK652	1,545,870	4.
a. Averaging method used (for daily averaging, enter 1; for weekly averaging, enter 2).....	RCONK653	1	4.a.
5. Average tangible equity for the calendar quarter ¹	RCONK654	171,787	5.
6. Holdings of long-term unsecured debt issued by other FDIC-insured depository institutions.....	RCONK655	7,984	6.
7. Unsecured "Other borrowings" with a remaining maturity of (sum of items 7.a through 7.d must be less than or equal to Schedule RC-M, items 5.b.(1)(a)-(d) minus item 10.b):			7.
a. One year or less.....	RCONG465	0	7.a.
b. Over one year through three years.....	RCONG466	0	7.b.
c. Over three years through five years.....	RCONG467	0	7.c.
d. Over five years.....	RCONG468	0	7.d.
8. Subordinated notes and debentures with a remaining maturity of (sum of items 8.a through 8.d must equal Schedule RC, item 19):			8.
a. One year or less.....	RCONG469	0	8.a.
b. Over one year through three years.....	RCONG470	0	8.b.
c. Over three years through five years.....	RCONG471	0	8.c.
d. Over five years.....	RCONG472	0	8.d.
9. Brokered reciprocal deposits (included in Schedule RC-E, Memorandum item 1.b).....	RCONG803	103,988	9.
<i>Item 9.a is to be completed on a fully consolidated basis by all institutions that own another insured depository institution.</i>			
a. Fully consolidated brokered reciprocal deposits.....	RCONL190	NR	9.a.
10. Banker's bank certification: Does the reporting institution meet both the statutory definition of a banker's bank and the business conduct test set forth in FDIC regulations?.....	RCONK656	No	10.
<i>If the answer to item 10 is "YES," complete items 10.a and 10.b.</i>			
a. Banker's bank deduction.....	RCONK657	NR	10.a.
b. Banker's bank deduction limit.....	RCONK658	NR	10.b.
11. Custodial bank certification: Does the reporting institution meet the definition of a custodial bank set forth in FDIC regulations?.....	RCONK659	No	11.
<i>If the answer to item 11 is "YES," complete items 11.a and 11.b.</i>			
a. Custodial bank deduction.....	RCONK660	NR	11.a.
b. Custodial bank deduction limit.....	RCONK661	NR	11.b.
1. Total deposit liabilities of the bank, including related interest accrued and unpaid, less allowable exclusions, including related interest accrued and unpaid (sum of Memorandum items 1.a.(1), 1.b.(1), 1.c.(1), and 1.d.(1) must equal Schedule RC-O, item 1 less item 2):			M.1.
a. Deposit accounts (excluding retirement accounts) of \$250,000 or less: ¹			M.1.a.
1. Amount of deposit accounts (excluding retirement accounts) of \$250,000 or less.....	RCONF049	270,905	M.1.a.1.
2. Number of deposit accounts (excluding retirement accounts) of \$250,000 or less.....	RCONF050	4734	M.1.a.2.
b. Deposit accounts (excluding retirement accounts) of more than \$250,000: ¹			M.1.b.
1. Amount of deposit accounts (excluding retirement accounts) of more than \$250,000.....	RCONF051	1,095,253	M.1.b.1.
2. Number of deposit accounts (excluding retirement accounts) of more than \$250,000.....	RCONF052	769	M.1.b.2.
c. Retirement deposit accounts of \$250,000 or less: ¹			M.1.c.
1. Amount of retirement deposit accounts of \$250,000 or less.....	RCONF045	17,867	M.1.c.1.
2. Number of retirement deposit accounts of \$250,000 or less.....	RCONF046	250	M.1.c.2.
d. Retirement deposit accounts of more than \$250,000: ¹			M.1.d.
1. Amount of retirement deposit accounts of more than \$250,000.....	RCONF047	4,385	M.1.d.1.

1. See instructions for averaging methods. For deposit insurance assessment purposes, tangible equity is defined as Tier 1 capital as set forth in the banking agencies' regulatory capital standards and reported in Schedule RC-R, Part I, item 26, except as described in the instructions.
 1. The dollar amounts used as the basis for reporting in Memorandum items 1.a through 1.d reflect the deposit insurance limits in effect on the report date.

Dollar amounts in thousands

2. Number of retirement deposit accounts of more than \$250,000.....	RCONF048	13	M.1.d.2.
<i>Memorandum item 2 is to be completed by banks with \$1 billion or more in total assets. The \$1 billion asset-size test is based on the total assets reported on the June 30, 2018, Report of Condition.</i>			
2. Estimated amount of uninsured deposits including related interest accrued and unpaid (see instructions) ³	RCON5597	903,638	M.2.
3. Has the reporting institution been consolidated with a parent bank or savings association in that parent bank's or parent savings association's Call Report? If so, report the legal title and FDIC Certificate Number of the parent bank or parent savings association:			M.3.
a. Legal title.....	TEXTA545	NR	M.3.a.
b. FDIC Certificate Number.....	RCONA545	0	M.3.b.

3. Uninsured deposits should be estimated based on the deposit insurance limits set forth in Memorandum items 1.a through 1.d.

Schedule RC-R Part I - Regulatory Capital Components and Ratios(Form Type - 051)

Part I is to be completed on a consolidated basis.

Dollar amounts in thousands

1. Common stock plus related surplus, net of treasury stock and unearned employee stock ownership plan (ESOP) shares.....	RCOAP742	124,250	1.
2. Retained earnings ¹	RCOAKW00	51,037	2.
<i>To be completed only by institutions that have adopted ASU 2016-13:</i>			
a. Does your institution have a CECL transition election in effect as of the quarter-end report date? (enter "0" for No; enter "1" for Yes with a 3-year CECL transition election; enter "2" for Yes with a 5-year 2020 CECL transition election.).....	RCOAJJ29	NR	2.a.
3. Accumulated other comprehensive income (AOCI).....	RCOAB530	-1,245	3.
a. AOCI opt-out election (enter "1" for Yes; enter "0" for No.).....	RCOAP838	1	3.a.
4. Common equity tier 1 minority interest includable in common equity tier 1 capital.....	RCOAP839	0	4.
5. Common equity tier 1 capital before adjustments and deductions (sum of items 1 through 4).....	RCOAP840	174,042	5.
6. LESS: Goodwill net of associated deferred tax liabilities (DTLs).....	RCOAP841	0	6.
7. LESS: Intangible assets (other than goodwill and mortgage servicing assets (MSAs)), net of associated DTLs.....	RCOAP842	370	7.
8. LESS: Deferred tax assets (DTAs) that arise from net operating loss and tax credit carryforwards, net of any related valuation allowances and net of DTLs.....	RCOAP843	1,871	8.
9. AOCI-related adjustments (if entered "1" for Yes in item 3.a, complete only items 9.a through 9.e; if entered "0" for No in item 3.a, complete only item 9.f):			9.
a. LESS: Net unrealized gains (losses) on available-for-sale debt securities (if a gain, report as a positive value; if a loss, report as a negative value).....	RCOAP844	-1,245	9.a.
b. Not applicable.			9.b.
c. LESS: Accumulated net gains (losses) on cash flow hedges (if a gain, report as a positive value; if a loss, report as a negative value).....	RCOAP846	0	9.c.
d. LESS: Amounts recorded in AOCI attributed to defined benefit postretirement plans resulting from the initial and subsequent application of the relevant GAAP standards that pertain to such plans (if a gain, report as a positive value; if a loss, report as a negative value).....	RCOAP847	0	9.d.
e. LESS: Net unrealized gains (losses) on held-to-maturity securities that are included in AOCI (if a gain, report as a positive value; if a loss, report as a negative value).....	RCOAP848	0	9.e.
f. LESS: Accumulated net gain (loss) on cash flow hedges included in AOCI, net of applicable income taxes, that relate to the hedging of items that are not recognized at fair value on the balance sheet (if a gain, report as a positive value; if a loss, report as a negative value) (To be completed only by institutions that entered "0" for No in item 3.a.).....	RCOAP849	NR	9.f.
10. Other deductions from (additions to) common equity tier 1 capital before threshold-based deductions:			10.
a. LESS: Unrealized net gain (loss) related to changes in the fair value of liabilities that are due to changes in own credit risk (if a gain, report as a positive value; if a loss, report as a negative value).....	RCOAQ258	0	10.a.
b. LESS: All other deductions from (additions to) common equity tier 1 capital before threshold-based deductions.	RCOAP850	0	10.b.
11. Not applicable			11.
12. Subtotal (item 5 minus items 6 through 10.b.).....	RCOAP852	173,046	12.
13. LESS: Investments in the capital of unconsolidated financial institutions, net of associated DTLs, that exceed 25 percent of item 12.....	RCOALB58	0	13.
14. LESS: MSAs, net of associated DTLs, that exceed 25 percent of item 12.....	RCOALB59	0	14.
15. LESS: DTAs arising from temporary differences that could not be realized through net operating loss carrybacks, net of related valuation allowances and net of DTLs, that exceed 25 percent of 12.....	RCOALB60	0	15.
16. Not applicable			16.
17. LESS: Deductions applied to common equity tier 1 capital due to insufficient amounts of additional tier 1 capital and tier 2 capital to cover deductions ¹	RCOAP857	0	17.
18. Total adjustments and deductions for common equity tier 1 capital (sum of items 13 through 17).....	RCOAP858	0	18.
19. Common equity tier 1 capital (item 12 minus item 18).....	RCOAP859	173,046	19.
20. Additional tier 1 capital instruments plus related surplus.....	RCOAP860	0	20.
21. Non-qualifying capital instruments subject to phase out from additional tier 1 capital	RCOAP861	0	21.
22. Tier 1 minority interest not included in common equity tier 1 capital.....	RCOAP862	0	22.
23. Additional tier 1 capital before deductions (sum of items 20, 21, and 22).....	RCOAP863	0	23.
24. LESS: Additional tier 1 capital deductions.....	RCOAP864	0	24.
25. Additional tier 1 capital (greater of item 23 minus item 24, or zero).....	RCOAP865	0	25.
26. Tier 1 capital (sum of items 19 and 25).....	RCOA8274	173,046	26.

Dollar amounts in thousands

27. Average total consolidated assets ²	RCOAKW03	1,545,870	27.
28. LESS: Deductions from common equity tier 1 capital and additional tier 1 capital (sum of items 6, 7, 8, 10.b, 13 through 15, 17, and certain elements of item 24 - see instructions).....	RCOAP875	2,241	28.
29. LESS: Other deductions from (additions to) assets for leverage ratio purposes.....	RCOAB596	0	29.
30. Total assets for the leverage ratio (item 27 minus items 28 and 29).....	RCOAA224	1,543,629	30.
31. Leverage ratio (item 26 divided by 30).....	RCOA7204	11.2103%	31.
a. Does your institution have a community bank leverage ratio (CBLR) framework election in effect as of the quarter-end report date? (enter "1" for Yes; enter "0" for No).....	RCOALE74	0	31.a.

Dollar amounts in thousands

	(Column A) Amount		(Column B) Percentage		
32. Total assets *	RCOA2170	NR			32.
33. Trading assets and trading liabilities (Schedule RC, sum of items 5 and 15). Report as a dollar amount in Column A and as a percentage of total assets (5% limit) in Column B.....	RCOAKX77	NR	RCOAKX78	NR	33.
34. Off-balance sheet exposures:					34.
a. Unused portion of conditionally cancellable commitments.....	RCOAKX79	NR			34.a.
b. Securities lent and borrowed (Schedule RC-L, sum of items 6.a and 6.b).....	RCOAKX80	NR			34.b.
c. Other off-balance sheet exposures.....	RCOAKX81	NR			34.c.
d. Total off-balance sheet exposures (sum of items 34.a through 34.c). Report as a dollar amount in Column A and as a percentage of total assets (25% limit) in Column B.....	RCOAKX82	NR	RCOAKX83	NR	34.d.

Dollar amounts in thousands

35. Unconditionally cancellable commitments.....	RCOAS540	NR	35.
36. Investments in the tier 2 capital of unconsolidated financial institutions.....	RCOALB61	NR	36.
37. Allocated transfer risk reserve.....	RCOA3128	NR	37.
38. Amount of allowances for credit losses on purchased credit-deteriorated assets. ²			38.
a. Loans and leases held for investment.....	RCOAJJ30	NR	38.a.
b. Held-to-maturity debt securities.....	RCOAJJ31	NR	38.b.
c. Other financial assets measured at amortized cost.....	RCOAJJ32	NR	38.c.

Dollar amounts in thousands

39. Tier 2 capital instruments plus related surplus.....	RCOAP866	0	39.
40. Non-qualifying capital instruments subject to phase out from tier 2 capital.....	RCOAP867	0	40.
41. Total capital minority interest that is not included in tier 1 capital.....	RCOAP868	0	41.
42. Allowance for loan and lease losses includable in tier 2 capital ¹	RCOA5310	14,003	42.
43. Not applicable.			43.
44. Tier 2 capital before deductions (sum of items 39 through 42).....	RCOAP870	14,003	44.
45. LESS: Tier 2 capital deductions.....	RCOAP872	0	45.
46. Tier 2 capital (greater of item 44 minus item 45, or zero).....	RCOA5311	14,003	46.
47. Total capital (sum of items 26 and 46).....	RCOA3792	187,049	47.
48. Total risk-weighted assets (from Schedule RC-R, Part II, item 31).....	RCOAA223	1,116,786	48.

Dollar amounts in thousands

49. Common equity tier 1 capital ratio (item 19 divided by item 48).....	RCOAP793	15.4950%	49.
50. Tier 1 capital ratio (item 26 divided by item 48).....	RCOA7206	15.4950%	50.
51. Total capital ratio (item 47 divided by item 48).....	RCOA7205	16.7489%	51.

1. Institutions that have adopted ASU 2016-13 and have elected to apply the 3-year or the 5-year 2020 CECL transition provision should include the applicable portion of the CECL transitional amount or the modified CECL transitional amount, respectively, in this item.
 1. An institution that has a CBLR framework election in effect as of the quarter-end report date is neither required to calculate tier 2 capital nor make any deductions that would have been taken from tier 2 capital as of the report date.

Dollar amounts in thousands

52. Institution-specific capital conservation buffer necessary to avoid limitations on distributions and discretionary bonus payments.....	RCOAH311	8.7489%	52.
53. Eligible retained income ³	RCOAH313	NR	53.
54. Distributions and discretionary bonus payments during the quarter ⁴	RCOAH314	NR	54.

2. Institutions that have adopted ASU 2016-13 and have elected to apply the 3-year or the 5-year 2020 CECL transition provision should include the applicable portion of the CECL transitional amount or the modified CECL transitional amount, respectively, in item 27.

*. For report dates through December 31, 2021, report the lesser of total assets reported in Schedule RC, item 12, as of December 31, 2019, or the current report date, which must be less than \$10 billion.

2. Items 38.a through 38.c should be completed only by institutions that have adopted ASU 2016-13.

1. Institutions that have adopted ASU 2016-13 should report the adjusted allowances for credit losses (AACL), as defined in the regulatory capital rule, in item 30.

3. Institutions must complete item 53 only if the amount reported in item 52 above is less than or equal to 2.5000 percent.

4. Institutions must complete item 54 only if the amount reported in Schedule RC-R, Part I, item 52, in the Call Report for the previous calendar quarter-end report date was less than or equal to 2.5000 percent.

Schedule RC-R Part II - Risk-Weighted Assets(Form Type - 051)

Institutions are required to assign a 100 percent risk weight to all assets not specifically assigned a risk weight under Subpart D of the federal banking agencies' regulatory capital rules and not deducted from tier 1 or tier 2 capital.

(Column A) Totals from Schedule RC	(Column B) Adjustments to Totals Reported in Column A	(Column C) Allocation by Risk-Weight Category 0%	(Column D) Allocation by Risk-Weight Category 2%	(Column E) Allocation by Risk-Weight Category 4%	(Column F) Allocation by Risk-Weight Category 10%	(Column G) Allocation by Risk-Weight Category 20%	(Column H) Allocation by Risk-Weight Category 50%	(Column I) Allocation by Risk-Weight Category 100%	(Column J) Allocation by Risk-Weight Category 150%
RCOND957 NR	RCONS396 NR	RCOND958 NR				RCOND959 NR	RCONS397 NR	RCOND960 NR	RCONS398 NR
Dollar amounts in thousands									
1. Cash and balances due from depository institutions.....									
2. Securities:									
a. Held-to-maturity securities ³									
b. Available-for-sale debt securities and equity securities with readily determinable fair values not held for trading.....									
3. Federal funds sold and securities purchased under agreements to resell:									
a. Federal funds sold.....									
b. Securities purchased under agreements to resell.....									
4. Loans and leases held for sale:									
a. Residential mortgage exposures.....									
b. High volatility commercial real estate exposures.....									
c. Exposures past due 90 days or more or on nonaccrual ³									

(Column K) Allocation by Risk-Weight Category 250%	(Column L) Allocation by Risk-Weight Category 300%	(Column M) Allocation by Risk-Weight Category 400%	(Column N) Allocation by Risk-Weight Category 600%	(Column O) Allocation by Risk-Weight Category 625%	(Column P) Allocation by Risk-Weight Category 937.5%	(Column Q) Allocation by Risk-Weight Category 1,250%	(Column R) Application of Other Risk-Weighting Approaches Exposure Amount	(Column S) Application of Other Risk-Weighting Approaches Risk-Weighted Asset Amount
Dollar amounts in thousands								
1. Cash and balances due from depository institutions								
2. Securities:								
a. Held-to-maturity securities								
b. Available-for-sale debt securities and equity securities with readily determinable fair values not held for trading.....								
3. Federal funds sold and securities purchased under agreements to resell:								
a. Federal funds sold								

3. Institutions that have adopted ASU 2016-13 should report as a negative number allowances eligible for inclusion in tier 2 capital in Column B, which excludes PCD allowances.
 3. For loans and leases held for sale, exclude residential mortgage exposures, high volatility commercial real estate exposures, or sovereign exposures that are past due 90 days or more or on nonaccrual.

Dollar amounts in thousands

	(Column K) Allocation by Risk-Weight Category 250%	(Column L) Allocation by Risk-Weight Category 300%	(Column M) Allocation by Risk-Weight Category 400%	(Column N) Allocation by Risk-Weight Category 600%	(Column O) Allocation by Risk-Weight Category 625%	(Column P) Allocation by Risk-Weight Category 937.5%	(Column Q) Allocation by Risk-Weight Category 1,250%	(Column R) Application of Other Risk-Weighting Approaches Exposure Amount	(Column S) Application of Other Risk-Weighting Approaches Asset Amount
								RCONH277	RCONH278

c. Exposures past due 90 days or more or on nonaccrual⁶

Dollar amounts in thousands

	(Column A) Totals from Schedule RC	(Column B) Adjustments to Totals Reported in Column A	(Column C) Allocation by Risk-Weight Category 0%	(Column D) Allocation by Risk-Weight Category 2%	(Column E) Allocation by Risk-Weight Category 4%	(Column F) Allocation by Risk-Weight Category 10%	(Column G) Allocation by Risk-Weight Category 20%	(Column H) Allocation by Risk-Weight Category 50%	(Column I) Allocation by Risk-Weight Category 100%	(Column J) Allocation by Risk-Weight Category 150%
4. Loans and leases held for sale (continued):										
d. All other exposures.....	RCONS431 NR	RCONS432 NR	RCONS433 NR	RCONHJ80 NR	RCONHJ81 NR		RCONS434 NR	RCONS435 NR	RCONS436 NR	RCONS437 NR
5. Loans and leases held for investment:										
a. Residential mortgage exposures.....	RCONS439 NR	RCONS440 NR	RCONH178 NR				RCONS441 NR	RCONS442 NR	RCONS443 NR	
b. High volatility commercial real estate exposures.....	RCONS445 NR	RCONS446 NR	RCONH179 NR				RCONH180 NR	RCONH181 NR	RCONH182 NR	RCONS447 NR
c. Exposures past due 90 days or more or on nonaccrual ⁷	RCONS449 NR	RCONS450 NR	RCONS451 NR	RCONHJ82 NR	RCONHJ83 NR		RCONS452 NR	RCONS453 NR	RCONS454 NR	RCONS455 NR
d. All other exposures.....	RCONS457 NR	RCONS458 NR	RCONS459 NR	RCONHJ84 NR	RCONHJ85 NR		RCONS460 NR	RCONS461 NR	RCONS462 NR	RCONS463 NR
6. LESS: Allowance for loan and lease losses.....	RCON3123 17,127	RCON3123 17,127								
7. Trading assets.....	RCOND976 NR	RCONS466 NR	RCOND977 NR	RCONHJ86 NR	RCONHJ87 NR		RCOND978 NR	RCOND979 NR	RCOND980 NR	RCONS467 NR
8. All other assets ⁸	RCOND981 NR	RCONS469 NR	RCOND982 NR	RCONHJ88 NR	RCONHJ89 NR		RCOND983 NR	RCOND984 NR	RCOND985 NR	RCONH185 NR
a. Separate account bank-owned life insurance										
b. Default fund contributions to central counterparties										

8.a.

8.b.

Dollar amounts in thousands

- 4. Loans and leases held for sale (continued):
 - d. All other exposures.....
- 5. Loans and leases held for investment:
 - a. Residential mortgage exposures.....
 - b. High volatility commercial real estate exposures.....
 - c. Exposures past due 90 days or more or on nonaccrual¹¹
 - d. All other exposures.....
- 6. LESS: Allowance for loan and lease losses
- 7. Trading assets.....
- 8. All other assets¹²
- a. Separate account bank-owned life insurance.....
- b. Default fund contributions to central counterparties.....

(Column K) Allocation by Risk-Weight Category 250%	(Column L) Allocation by Risk-Weight Category 300%	(Column M) Allocation by Risk-Weight Category 400%	(Column N) Allocation by Risk-Weight Category 600%	(Column O) Allocation by Risk-Weight Category 625%	(Column P) Allocation by Risk-Weight Category 937.5%	(Column Q) Allocation by Risk-Weight Category 1,250%	(Column R) Application of Other Risk-Weighting Approaches Exposure Amount	(Column S) Application of Other Risk-Weighting Approaches Risk-Weighted Asset Amount
								4.
							RCONH279	RCONH280
								4.d. NR
								5.
							RCONH281	RCONH282
								5.a. NR
							RCONH283	RCONH284
								5.b. NR
							RCONH285	RCONH286
								5.c. NR
							RCONH287	RCONH288
								5.d. NR
								6.
	RCONH186	RCONH290	RCONH187				RCONH291	RCONH292
								7. NR
RCONH293	RCONH188	RCONS470	RCONS471				RCONH294	RCONH295
								8. NR
							RCONH296	RCONH297
								8.a. NR
							RCONH298	RCONH299
								8.b. NR

6. For loans and leases held for sale, exclude residential mortgage exposures, high volatility commercial real estate exposures, or sovereign exposures that are past due 90 days or more or on nonaccrual.
 7. For loans and leases, net of unearned income, exclude residential mortgage exposures, high volatility commercial real estate exposures, or sovereign exposures that are past due 90 days or more or on nonaccrual.
 8. Includes premises and fixed assets; other real estate owned; investments in unconsolidated subsidiaries and associated companies; direct and indirect investments in real estate ventures; intangible assets; and other assets.
 11. For loans and leases, net of unearned income, exclude residential mortgage exposures, high volatility commercial real estate exposures, or sovereign exposures that are past due 90 days or more or on nonaccrual.
 12. Includes premises and fixed assets; other real estate owned; investments in unconsolidated subsidiaries and associated companies; direct and indirect investments in real estate ventures; intangible assets; and other assets.

Dollar amounts in thousands						
	(Column A) Totals	(Column B) Adjustments to Totals Reported in Column A	(Column Q) Allocation by Risk-Weight Category (Exposure Amount) 1,250%	(Column T) Total Risk-Weighted Asset Amount by Calculation Methodology SSFA	(Column U) Total Risk-Weighted Asset Amount by Calculation Methodology Gross-Up	
9. On-balance sheet securitization exposures:						9.
a. Held-to-maturity securities.....	RCONS475 NR	RCONS476 NR	RCONS477 NR	RCONS478 NR	RCONS479 NR	9.a.
b. Available-for-sale securities.....	RCONS480 NR	RCONS481 NR	RCONS482 NR	RCONS483 NR	RCONS484 NR	9.b.
c. Trading assets.....	RCONS485 NR	RCONS486 NR	RCONS487 NR	RCONS488 NR	RCONS489 NR	9.c.
d. All other on-balance sheet securitization exposures.....	RCONS490 NR	RCONS491 NR	RCONS492 NR	RCONS493 NR	RCONS494 NR	9.d.
10. Off-balance sheet securitization exposures.....	RCONS495 NR	RCONS496 NR	RCONS497 NR	RCONS498 NR	RCONS499 NR	10.

(Column A) Totals From Schedule RC	(Column B) Adjustments to Totals Reported in Column A	(Column C) Allocation by Risk-Weight Category 0%	(Column D) Allocation by Risk-Weight Category 2%	(Column E) Allocation by Risk-Weight Category 4%	(Column F) Allocation by Risk-Weight Category 10%	(Column G) Allocation by Risk-Weight Category 20%	(Column H) Allocation by Risk-Weight Category 50%	(Column I) Allocation by Risk-Weight Category 100%	(Column J) Allocation by Risk-Weight Category 150%
RCON2170 1,579,123	RCONS500 NR	RCOND987 NR	RCONHJ90 NR	RCONHJ91 NR	RCOND988 NR	RCOND989 NR	RCOND990 NR	RCONS503 NR	11.

Dollar amounts in thousands

11. Total balance sheet assets¹⁴

(Column K) Allocation by Risk-Weight Category 250%	(Column L) Allocation by Risk-Weight Category 300%	(Column M) Allocation by Risk-Weight Category 400%	(Column N) Allocation by Risk-Weight Category 600%	(Column O) Allocation by Risk-Weight Category 625%	(Column P) Allocation by Risk-Weight Category 937.5%	(Column Q) Allocation by Risk-Weight Category 1,250%	(Column R) Application of Other Risk-Weighting Approaches Exposure Amount
RCONS504 NR	RCONS505 NR	RCONS506 NR	RCONS507 NR	RCONS510 NR	RCONH300 NR	11.	

Dollar amounts in thousands

11. Total balance sheet assets¹⁴

(Column A) Face, Notional, or Other Amount	(Column B) Credit Equivalent Amount	(Column C) Allocation by Risk-Weight Category 0%	(Column D) Allocation by Risk-Weight Category 2%	(Column E) Allocation by Risk-Weight Category 4%	(Column F) Allocation by Risk-Weight Category 10%	(Column G) Allocation by Risk-Weight Category 20%	(Column H) Allocation by Risk-Weight Category 50%	(Column I) Allocation by Risk-Weight Category 100%	(Column J) Allocation by Risk-Weight Category 150%
RCOND991 NR	RCOND992 NR	RCOND993 NR	RCONHJ92 NR	RCONHJ93 NR	RCOND994 NR	RCOND995 NR	RCOND996 NR	RCONS511 NR	12.
RCOND997 NR	RCOND998 NR	RCOND999 NR	RCONHJ94 NR	RCONHJ95 NR	RCOND999 NR	RCOND999 NR	RCOND999 NR	RCONS512 NR	13.
RCONG606 NR	RCONG607 NR	RCONG608 NR	RCONHJ94 NR	RCONHJ95 NR	RCONG609 NR	RCONG610 NR	RCONG611 NR	RCONS513 NR	14.
RCONG612 NR	RCONG613 NR	RCONG614 NR	RCONG614 NR		RCONG615 NR	RCONG616 NR	RCONG617 NR	RCONS514 NR	15.

Dollar amounts in thousands

12. Financial standby letters of credit.....
 13. Performance standby letters of credit and transaction-related contingent items.....
 14. Commercial and similar letters of credit with an original maturity of one year or less.....
 15. Retained recourse on small business obligations sold with recourse.....

(Column A) Face, Notional, or Other Amount	(Column B) Credit Equivalent Amount	(Column C) Allocation by Risk-Weight Category 0%	(Column D) Allocation by Risk-Weight Category 2%	(Column E) Allocation by Risk-Weight Category 4%	(Column F) Allocation by Risk-Weight Category 10%	(Column G) Allocation by Risk-Weight Category 20%	(Column H) Allocation by Risk-Weight Category 50%	(Column I) Allocation by Risk-Weight Category 100%	(Column J) Allocation by Risk-Weight Category 150%
RCONS515 NR	RCONS516 NR	RCONS517 NR	RCONS518 NR	RCONS519 NR	RCONS520 NR	RCONS521 NR	RCONS522 NR	RCONS523 NR	16.
RCONG618 NR	RCONG619 NR	RCONG620 NR	RCONG621 NR	RCONG622 NR	RCONG623 NR	RCONG624 NR	RCONG625 NR	RCONS524 NR	17.
RCONS525 NR	RCONS526 NR	RCONS527 NR	RCONHJ96 NR	RCONHJ97 NR	RCONS528 NR	RCONS529 NR	RCONS530 NR	RCONS531 NR	18.

Dollar amounts in thousands

16. Repo-style transactions²¹

17. All other off-balance sheet liabilities.....

18. Unused commitments (exclude unused commitments to asset-backed commercial paper conduits):

a. Original maturity of one year or less.....

14. For each of columns A through R of item 11, report the sum of items 1 through 9. For item 11, the sum of columns B through R must equal column A. Item 11, column A, must equal Schedule RC, item 12.

21. Includes securities purchased under agreements to resell (reverse repos), securities sold under agreements to repurchase (repos), securities borrowed, and securities lent.

Dollar amounts in thousands

(Column A) Face, Notional, or Other Amount	(Column B) Credit Equivalent Amount	(Column C) Allocation by Risk-Weight Category 0%	(Column D) Allocation by Risk-Weight Category 2%	(Column E) Allocation by Risk-Weight Category 4%	(Column F) Allocation by Risk-Weight Category 10%	(Column G) Allocation by Risk-Weight Category 20%	(Column H) Allocation by Risk-Weight Category 50%	(Column I) Allocation by Risk-Weight Category 100%	(Column J) Allocation by Risk-Weight Category 150%
RCONG624 NR	RCONG625 NR	RCONG626 NR	RCONHJ98 NR	RCONHJ99 NR		RCONG627 NR	RCONG628 NR	RCONG629 NR	RCONS539 NR
RCONS540 NR	RCONS541 NR								
	RCONS542 NR	RCONS543 NR	RCONHK00 NR	RCONHK01 NR	RCONS544 NR	RCONS545 NR	RCONS546 NR	RCONS547 NR	RCONS548 NR
	RCONS549 NR	RCONS550 NR	RCONS551 NR	RCONS552 NR		RCONS554 NR	RCONS555 NR	RCONS556 NR	RCONS557 NR
RCONH191 NR		RCONH193 NR				RCONH194 NR	RCONH195 NR	RCONH196 NR	RCONH197 NR

- b. Original maturity exceeding one year..... 18.b.
- 19. Unconditionally cancelable commitments..... 19.
- 20. Over-the-counter derivatives..... 20.
- 21. Centrally cleared derivatives..... 21.
- 22. Unsettled transactions (failed trades)²² 22.

22. For item 22, the sum of columns C through Q must equal column A.

	(Column O) Allocation by Risk-Weight Category 625%	(Column P) Allocation by Risk-Weight Category 937.5%	(Column Q) Allocation by Risk-Weight Category 1,250%	(Column R) Application of Other Risk-Weighting Approaches Credit Equivalent Amount	(Column S) Application of Other Risk-Weighting Approaches Risk-Weighted Asset Amount	
Dollar amounts in thousands						
16. Repo-style transactions ²⁴				RCONH301 NR	RCONH302 NR	16.
17. All other off-balance sheet liabilities						17.
18. Unused commitments (exclude unused commitments to asset-backed commercial paper conduits):						18.
a. Original maturity of one year or less.....				RCONH303 NR	RCONH304 NR	18.a.
b. Original maturity exceeding one year.....				RCONH307 NR	RCONH308 NR	18.b.
19. Unconditionally cancelable commitments						19.
20. Over-the-counter derivatives.....				RCONH309 NR	RCONH310 NR	20.
21. Centrally cleared derivatives						21.
22. Unsettled transactions (failed trades) ²⁵	RCONH198 NR	RCONH199 NR	RCONH200 NR			22.

24. Includes securities purchased under agreements to resell (reverse repos), securities sold under agreements to repurchase (repos), securities borrowed, and securities lent.
 25. For item 22, the sum of columns C through Q must equal column A.

Dollar amounts in thousands

23. Total assets, derivatives, off-balance sheet items, and other items subject to risk weighting by risk-weight category (for each of columns C through P; sum of items 11 through 22; for column Q, sum of items 10 through 22).....

24. Risk weight factor

25. Risk-weighted assets by risk-weight category (for each column, item 23 multiplied by item 24).....

(Column C) Allocation by Risk-Weight Category 0%	(Column D) Allocation by Risk-Weight Category 2%	(Column E) Allocation by Risk-Weight Category 4%	(Column F) Allocation by Risk-Weight Category 10%	(Column G) Allocation by Risk-Weight Category 20%	(Column H) Allocation by Risk-Weight Category 50%	(Column I) Allocation by Risk-Weight Category 100%	(Column J) Allocation by Risk-Weight Category 150%
RCONG6630 NR	RCONS558 NR	RCONS559 NR	RCONS560 NR	RCONG631 NR	RCONG632 NR	RCONG633 NR	RCONS561 NR
RCONG6634 NR	RCONS569 NR	RCONS570 NR	RCONS571 NR	RCONG635 NR	RCONG636 NR	RCONG637 NR	RCONS572 NR

Dollar amounts in thousands

23. Total assets, derivatives, off-balance sheet items, and other items subject to risk weighting by risk-weight category (for each of columns C through P; sum of items 11 through 22; for column Q, sum of items 10 through 22).....

24. Risk weight factor

25. Risk-weighted assets by risk-weight category (for each column, item 23 multiplied by item 24).....

(Column K) Allocation by Risk-Weight Category 250%	(Column L) Allocation by Risk-Weight Category 300%	(Column M) Allocation by Risk-Weight Category 400%	(Column N) Allocation by Risk-Weight Category 600%	(Column O) Allocation by Risk-Weight Category 625%	(Column P) Allocation by Risk-Weight Category 937.5%	(Column Q) Allocation by Risk-Weight Category 1,250%
RCONS562 NR	RCONS563 NR	RCONS564 NR	RCONS565 NR	RCONS566 NR	RCONS567 NR	RCONS568 NR
RCONS573 NR	RCONS574 NR	RCONS575 NR	RCONS576 NR	RCONS577 NR	RCONS578 NR	RCONS579 NR

Dollar amounts in thousands

<i>Items 26 through 31 are to be completed quarterly.</i>			
26. Risk-weighted assets base for purposes of calculating the allowance for loan and lease losses 1.25 percent threshold.....	RCONS580	1,120,260	26.
27. Standardized market-risk weighted assets (applicable only to banks that are covered by the market risk capital rule).....	RCONS581	0	27.
28. Risk-weighted assets before deductions for excess allowance of loan and lease losses and allocated risk transfer risk reserve ²⁷	RCONB704	1,120,260	28.
29. LESS: Excess allowance for loan and lease losses.....	RCONA222	3,474	29.
30. LESS: Allocated transfer risk reserve.....	RCON3128	0	30.
31. Total risk-weighted assets (item 28 minus items 29 and 30).....	RCONG641	1,116,786	31.
<i>Memorandum items 1, 2, and 3 are to be completed semiannually in the June and December reports only.</i>			
1. Current credit exposure across all derivative contracts covered by the regulatory capital rules.....	RCONG642	NR	M.1.

Dollar amounts in thousands

	(Column A) With a remaining maturity of One year or less		(Column B) With a remaining maturity of Over one year through five years		(Column C) With a remaining maturity of Over five years		
2. Notional principal amounts of over-the-counter derivative contracts:						M.2.	
a. Interest rate.....	RCONS582	NR	RCONS583	NR	RCONS584	NR	M.2.a.
b. Foreign exchange rate and gold.....	RCONS585	NR	RCONS586	NR	RCONS587	NR	M.2.b.
c. Credit (investment grade reference asset).....	RCONS588	NR	RCONS589	NR	RCONS590	NR	M.2.c.
d. Credit (non-investment grade reference asset).....	RCONS591	NR	RCONS592	NR	RCONS593	NR	M.2.d.
e. Equity.....	RCONS594	NR	RCONS595	NR	RCONS596	NR	M.2.e.
f. Precious metals (except gold).....	RCONS597	NR	RCONS598	NR	RCONS599	NR	M.2.f.
g. Other.....	RCONS600	NR	RCONS601	NR	RCONS602	NR	M.2.g.
3. Notional principal amounts of centrally cleared derivative contracts:						M.3.	
a. Interest rate.....	RCONS603	NR	RCONS604	NR	RCONS605	NR	M.3.a.
b. Foreign exchange rate and gold.....	RCONS606	NR	RCONS607	NR	RCONS608	NR	M.3.b.
c. Credit (investment grade reference asset).....	RCONS609	NR	RCONS610	NR	RCONS611	NR	M.3.c.
d. Credit (non-investment grade reference asset).....	RCONS612	NR	RCONS613	NR	RCONS614	NR	M.3.d.
e. Equity.....	RCONS615	NR	RCONS616	NR	RCONS617	NR	M.3.e.
f. Precious metals (except gold).....	RCONS618	NR	RCONS619	NR	RCONS620	NR	M.3.f.
g. Other.....	RCONS621	NR	RCONS622	NR	RCONS623	NR	M.3.g.

Dollar amounts in thousands

4. Amount of allowances for credit losses on purchased credit-deteriorated assets: ¹			M.4.
a. Loans and leases held for investment.....	RCONJJ30	NR	M.4.a.
b. Held-to-maturity debt securities.....	RCONJJ31	NR	M.4.b.
c. Other financial assets measured at amortized cost.....	RCONJJ32	NR	M.4.c.

Schedule RC-T - Fiduciary and Related Services(Form Type - 051)

Dollar amounts in thousands

1. Does the institution have fiduciary powers? (If "NO," do not complete Schedule RC-T.).....	RCONA345	No	1.
2. Does the institution exercise the fiduciary powers it has been granted?.....	RCONA346	No	2.
3. Does the institution have any fiduciary or related activity (in the form of assets or accounts) to report in this schedule? (If "NO," do not complete the rest of Schedule RC-T.).....	RCONB867	No	3.

27. Sum of items 2.b through 20, column S; items 9.a, 9.b, 9.c, 9.d, and 10, columns T and U; item 25, columns C through Q; and item 27 (if applicable).
 1. Memorandum items 4.a through 4.c should be completed only by institutions that have adopted ASU 2016-13.

Dollar amounts in thousands		(Column A) Managed Assets		(Column B) Non-Managed Assets		(Column C) Number of Managed Accounts		(Column D) Number of Non-Managed Accounts	
4. Personal trust and agency accounts.....	RCONB868	NR	RCONB869	NR	RCONB870	NR	RCONB871	NR	4.
5. Employee benefit and retirement-related trust and agency accounts:									5.
a. Employee benefit - defined contribution.....	RCONB872	NR	RCONB873	NR	RCONB874	NR	RCONB875	NR	5.a.
b. Employee benefit - defined benefit.....	RCONB876	NR	RCONB877	NR	RCONB878	NR	RCONB879	NR	5.b.
c. Other employee benefit and retirement-related accounts.....	RCONB880	NR	RCONB881	NR	RCONB882	NR	RCONB883	NR	5.c.
6. Corporate trust and agency accounts.....	RCONB884	NR	RCONB885	NR	RCONC001	NR	RCONC002	NR	6.
7. Investment management and investment advisory agency accounts.....	RCONB886	NR	RCONJ253	NR	RCONB888	NR	RCONJ254	NR	7.
8. Foundation and endowment trust and agency accounts.....	RCONJ255	NR	RCONJ256	NR	RCONJ257	NR	RCONJ258	NR	8.
9. Other fiduciary accounts.....	RCONB890	NR	RCONB891	NR	RCONB892	NR	RCONB893	NR	9.
10. Total fiduciary accounts (sum of items 4 through 9).....	RCONB894	NR	RCONB895	NR	RCONB896	NR	RCONB897	NR	10.
11. Custody and safekeeping accounts.....			RCONB898	NR			RCONB899	NR	11.
12. Not applicable									12.
13. Individual Retirement Accounts, Health Savings Accounts, and other similar accounts (included in items 5.c and 11).....	RCONJ259	NR	RCONJ260	NR	RCONJ261	NR	RCONJ262	NR	13.

Dollar amounts in thousands			
14. Personal trust and agency accounts.....	RIADB904		NR 14.
15. Employee benefit and retirement-related trust and agency accounts:			15.
a. Employee benefit - defined contribution.....	RIADB905		NR 15.a.
b. Employee benefit - defined benefit.....	RIADB906		NR 15.b.
c. Other employee benefit and retirement-related accounts.....	RIADB907		NR 15.c.
16. Corporate trust and agency accounts.....	RIADA479		NR 16.
17. Investment management and investment advisory agency accounts.....	RIADJ315		NR 17.
18. Foundation and endowment trust and agency accounts.....	RIADJ316		NR 18.
19. Other fiduciary accounts.....	RIADA480		NR 19.
20. Custody and safekeeping accounts.....	RIADB909		NR 20.
21. Other fiduciary and related services income.....	RIADB910		NR 21.
22. Total gross fiduciary and related services income (sum of items 14 through 21) (must equal Schedule RI, item 5.a).....	RIAD4070		0 22.
23. Less: Expenses.....	RIADC058		NR 23.
24. Less: Net losses from fiduciary and related services.....	RIADA488		NR 24.
25. Plus: Intracompany income credits for fiduciary and related services.....	RIADB911		NR 25.
26. Net fiduciary and related services income.....	RIADA491		NR 26.

Dollar amounts in thousands	(Column A) Personal Trust and Agency and Investment Management Agency Accounts		(Column B) Employee Benefit and Retirement-Related Trust and Agency Accounts		(Column C) All Other Accounts		
1. Managed assets held in fiduciary accounts:							M.1.
a. Noninterest-bearing deposits.....	RCONJ263	NR	RCONJ264	NR	RCONJ265	NR	M.1.a.
b. Interest-bearing deposits.....	RCONJ266	NR	RCONJ267	NR	RCONJ268	NR	M.1.b.
c. U.S. Treasury and U.S. Government agency obligations.....	RCONJ269	NR	RCONJ270	NR	RCONJ271	NR	M.1.c.
d. State, county, and municipal obligations.....	RCONJ272	NR	RCONJ273	NR	RCONJ274	NR	M.1.d.
e. Money market mutual funds.....	RCONJ275	NR	RCONJ276	NR	RCONJ277	NR	M.1.e.
f. Equity mutual funds.....	RCONJ278	NR	RCONJ279	NR	RCONJ280	NR	M.1.f.
g. Other mutual funds.....	RCONJ281	NR	RCONJ282	NR	RCONJ283	NR	M.1.g.
h. Common trust funds and collective investment funds.....	RCONJ284	NR	RCONJ285	NR	RCONJ286	NR	M.1.h.
i. Other short-term obligations.....	RCONJ287	NR	RCONJ288	NR	RCONJ289	NR	M.1.i.
j. Other notes and bonds.....	RCONJ290	NR	RCONJ291	NR	RCONJ292	NR	M.1.j.
k. Investments in unregistered funds and private equity investments.....	RCONJ293	NR	RCONJ294	NR	RCONJ295	NR	M.1.k.
l. Other common and preferred stocks.....	RCONJ296	NR	RCONJ297	NR	RCONJ298	NR	M.1.l.
m. Real estate mortgages.....	RCONJ299	NR	RCONJ300	NR	RCONJ301	NR	M.1.m.
n. Real estate.....	RCONJ302	NR	RCONJ303	NR	RCONJ304	NR	M.1.n.
o. Miscellaneous assets.....	RCONJ305	NR	RCONJ306	NR	RCONJ307	NR	M.1.o.
p. Total managed assets held in fiduciary accounts (for each column, sum of Memorandum items 1.a through 1.o).....	RCONJ308	NR	RCONJ309	NR	RCONJ310	NR	M.1.p.

Dollar amounts in thousands	(Column A) Managed Assets		(Column B) Number of Managed Accounts		
q. Investments of managed fiduciary accounts in advised or sponsored mutual funds.....	RCONJ311	NR	RCONJ312	NR	M.1.q.

Dollar amounts in thousands	(Column A) Number of Issues		(Column B) Principal Amount Outstanding		
2. Corporate trust and agency accounts:					M.2.
a. Corporate and municipal trusteeships.....	RCONB927	NR	RCONB928	NR	M.2.a.
1. Issues reported in Memorandum item 2.a that are in default.....	RCONJ313	NR	RCONJ314	NR	M.2.a.1.
b. Transfer agent, registrar, paying agent, and other corporate agency.....	RCONB929	NR			M.2.b.

Dollar amounts in thousands	(Column A) Number of Funds		(Column B) Market Value of Fund Assets		
<i>Memoranda items 3.a through 3.g are to be completed by banks with collective investment funds and common trust funds with a total market value of \$1 billion or more as of the preceding December 31.</i>					M.3.
3. Collective investment funds and common trust funds:					
a. Domestic equity.....	RCONB931	NR	RCONB932	NR	M.3.a.
b. International/Global equity.....	RCONB933	NR	RCONB934	NR	M.3.b.
c. Stock/Bond blend.....	RCONB935	NR	RCONB936	NR	M.3.c.
d. Taxable bond.....	RCONB937	NR	RCONB938	NR	M.3.d.
e. Municipal bond.....	RCONB939	NR	RCONB940	NR	M.3.e.
f. Short term investments/Money market.....	RCONB941	NR	RCONB942	NR	M.3.f.
g. Specialty/Other.....	RCONB943	NR	RCONB944	NR	M.3.g.
h. Total collective investment funds (sum of Memorandum items 3.a through 3.g).....	RCONB945	NR	RCONB946	NR	M.3.h.

Dollar amounts in thousands		(Column A) Gross Losses Managed Accounts		(Column B) Gross Losses Non-Managed Accounts		(Column C) Recoveries	
4. Fiduciary settlements, surcharges, and other losses:							M.4.
a. Personal trust and agency accounts.....	RIADB947	NR	RIADB948	NR	RIADB949	NR	M.4.a.
b. Employee benefit and retirement-related trust and agency accounts.....	RIADB950	NR	RIADB951	NR	RIADB952	NR	M.4.b.
c. Investment management agency accounts.....	RIADB953	NR	RIADB954	NR	RIADB955	NR	M.4.c.
d. Other fiduciary accounts and related services.....	RIADB956	NR	RIADB957	NR	RIADB958	NR	M.4.d.
e. Total fiduciary settlements, surcharges, and other losses (sum of Memorandum items 4.a through 4.d) (sum of columns A and B minus column C must equal Schedule RC-T, item 24).....	RIADB959	NR	RIADB960	NR	RIADB961	NR	M.4.e.

Schedule SU - Supplemental Information(Form Type - 051)

Dollar amounts in thousands

1. Does the institution have any derivative contracts?.....	RCONFT00	No	1.
a. Total gross notional amount of interest rate derivatives held for trading.....	RCONA126	NR	1.a.
b. Total gross notional amount of all other derivatives held for trading.....	RCONFT01	NR	1.b.
c. Total gross notional amount of interest rate derivatives not held for trading.....	RCON8725	NR	1.c.
d. Total gross notional amount of all other derivatives not held for trading.....	RCONFT02	NR	1.d.
2. For each of the two calendar quarters preceding the current calendar quarter, did the institution meet one or both of the following mortgage banking activity thresholds: (1) Sales of 1-4 family residential mortgage loans during the calendar quarter exceeded \$10 million, or (2) 1-4 family residential mortgage loans held for sale or trading as of calendar quarter-end exceeded \$10 million?.....	RCONFT03	No	2.
a. Principal amount of 1-4 family residential mortgage loans sold during the quarter.....	RCONFT04	NR	2.a.
b. Quarter-end amount of 1-4 family residential mortgage loans held for sale or trading.....	RCONFT05	NR	2.b.
3. Does the institution use the fair value option to measure any of its assets or liabilities?.....	RCONFT06	No	3.
a. Aggregate amount of fair value option assets.....	RCONHK18	NR	3.a.
b. Aggregate amount of fair value option liabilities.....	RCONHK19	NR	3.b.
c. Year-to-date net gains (losses) recognized in earnings on fair value option assets.....	RIADF551	NR	3.c.
d. Year-to-date net gains (losses) recognized in earnings on fair value option liabilities.....	RIADF553	NR	3.d.
4. Does the institution have any assets it has sold and securitized with servicing retained or with recourse or other seller-provided credit enhancements?.....	RCONFT07	No	4.
a. Total outstanding principal balance of assets sold and securitized by the reporting institution with servicing retained or with recourse or other seller-provided credit enhancement.....	RCONFT08	NR	4.a.
5. Does the institution have any assets it has sold with recourse or other seller-provided credit enhancements but has not securitized?.....	RCONFT09	No	5.
a. Total outstanding principal balance of assets sold by the reporting institution with recourse or other seller-provided credit enhancements, but not securitized by the reporting institution.....	RCONFT10	NR	5.a.
6. Does the institution service any closed-end 1-4 family residential mortgage loans for others or does it service more than \$10 million of other financial assets for others?.....	RCONFT11	Yes	6.
a. Total outstanding principal balance of closed-end 1-4 family residential mortgage loans serviced for others plus the total outstanding principal balance of other financial assets serviced for others if more than \$10 million.....	RCONFT12	20,697	6.a.
7. Does the institution have any consolidated variable interest entities?.....	RCONFT13	No	7.
a. Total assets of consolidated variable interest entities ¹	RCONFT14	NR	7.a.
b. Total liabilities of consolidated variable interest entities.....	RCONFT15	NR	7.b.
8. Does the institution, together with affiliated institutions, have outstanding credit card receivables that exceed \$500 million as of the report date or is the institution a credit card specialty bank as defined for Uniform Bank Performance Report purposes?.....	RCONFT16	No	8.
a. Outstanding credit card fees and finance charges included in credit cards to individuals for household, family, and other personal expenditures (retail credit cards).....	RCONC391	NR	8.a.
b. Separate valuation allowance for uncollectible retail credit card fees and finance charges.....	RIADC389	NR	8.b.
c. Amount of allowance for loan and lease losses attributable to retail credit card fees and finance charges ¹	RIADC390	NR	8.c.
d. Uncollectible retail credit card fees and finance charges reversed against year-to-date income.....	RIADC388	NR	8.d.
9. Does the institution have assets covered by FDIC loss-sharing agreements?.....	RCONFT17	No	9.
a. Loans and leases covered by FDIC loss-sharing agreements.....	RCONFT18	NR	9.a.
b. Past due and nonaccrual loans and leases covered by FDIC loss-sharing agreements:			9.b.
1. Past due 30 through 89 days and still accruing.....	RCONFT19	NR	9.b.1.
2. Past due 90 days and still accruing.....	RCONFT20	NR	9.b.2.
3. Nonaccrual.....	RCONFT21	NR	9.b.3.
c. Portion of past due and nonaccrual covered loans and leases that is protected by FDIC loss-sharing agreements:			9.c.
1. Past due 30 through 89 days and still accruing.....	RCONK102	NR	9.c.1.
2. Past due 90 days and still accruing.....	RCONK103	NR	9.c.2.
3. Nonaccrual.....	RCONK104	NR	9.c.3.
d. Other real estate owned covered by FDIC loss-sharing agreements.....	RCONFT22	NR	9.d.
e. Portion of covered other real estate owned that is protected by FDIC loss-sharing agreements.....	RCONK192	NR	9.e.

1. Institutions that have adopted ASU 2016-13 should report assets net of any applicable allowance for credit losses.
 1. Institutions that have adopted ASU 2016-13 should report in item 8.c the amount of allowance for credit losses on loans and leases attributable to retail credit card fees and finance charges.

Optional Narrative Statement Concerning the Amounts Reported in the Consolidated Reports of Condition and Income(Form Type - 051)

Dollar amounts in thousands

1. Comments?.....	RCON6979	No	1.
2. Bank Management Statement (please type or print clearly; 750 character limit):.....	TEXT6980	NR	2.

PUBLIC EXHIBIT 4

**ACQUIROR : Banc of California Inc.
TARGET : Pacific Mercantile Bancorp**

SUMMARY SHEET

Market	Scenario *	Insti tutions	WEIGHTED DEPOSITS (\$000)/ BRANCH COUNTS		Delta	MARKET SHARE			RANK			Gap	Divest to 1800 (\$000)	Divest to 200 (\$000)	Divest to 35% (\$000)
			A	I		Pre	Post	A	I	C	A				
LOS ANGELES, CA (FRB Market)															
001	FRB Initial Screen	286	5,637,454	1,189,099	846.87	0.28	0.82%	0.17%	0.99%	22	39	19	-	-	-
002	FRB Approach		5,637,454	1,189,099	846.87	0.28	0.82%	0.17%	0.99%	22	39	19	-	-	-
003	DOJ Initial Screen		5,637,454	1,189,099	854.97	0.29	0.83%	0.17%	1.00%	22	38	19	-	-	-
004	DOJ Approach		5,637,454	1,189,099	854.97	0.29	0.83%	0.17%	1.00%	22	38	19	-	-	-
005	Branch HHI		25	5	570.89	0.30	0.87%	0.17%	1.04%	17	67	16	-	-	-

Footnotes:

* FRB Initial Screen: Banks at 100%, Thrifts at 50%, Credit Unions at 0%.
 FRB Approach: Banks at 100%, Commercially Active Thrifts at 100%, Other Thrifts at 50%, Commercially Active Credit Unions at 100%, Competitive Credit Unions at 50%, Other Credit Unions at 0%.
 DOJ Initial Screen: Banks at 100%, Thrifts at 0%, Credit Unions at 0%.
 DOJ Approach: Banks at 100%, Commercially Active Thrifts at 100%, Other Thrifts at 0%, Commercially Active Credit Unions at 100%, Competitive Credit Unions at 0%, Other Credit Unions at 0%.
 Branch HHI: HHI calculated based on pro forma branch counts in markets.

Los Angeles, CA - FRB Banking Market
DEPOSIT BASED HHI
FRB Initial Screen *

Ownership info as of 2/11/2021

Pre Merger Rank	Post Merger Rank	Institution	Type	Pre-Merger				Post-Merger						
				Branch Count	Total Deposits in Market (\$000)	Weight	Weighted Deposits in Market (\$000)	Market Share (%)	Branch Count	Total Deposits in Market (\$000)	Weighted Deposits in Market (\$000)	Market Share (%)	Deposit HHI	
BUYER														
22		Banc of California Inc.	Bank	25	5,637,454	100	5,637,454	0.82	0.67					
TARGET														
39		Pacific Mercantile Bancorp	Bank	5	1,189,099	100	1,189,099	0.17	0.03					
RESULTING INSTITUTION														
19		Banc of California Inc.	Bank				30	6,826,553	0.99	0.99	0.99			
OTHER INSTITUTIONS (Pro Forma **)														
1	2	Bank of America Corp.	Bank	339	116,165,880	100	116,165,880	16.93	286.61	339	116,165,880	116,165,880	16.93	286.61
2	1	JPMorgan Chase & Co.	Bank	400	95,306,350	100	95,306,350	13.89	192.92	400	95,306,350	95,306,350	13.89	192.92
3	3	Wells Fargo & Co.	Bank	334	91,112,740	100	91,112,740	13.28	176.32	334	91,112,740	91,112,740	13.28	176.32
4	4	Mitsubishi UFJ Financial Group Inc.	Bank	111	50,546,327	100	50,546,327	7.37	54.26	111	50,546,327	50,546,327	7.37	54.26
5	5	First Citizens BancShares Inc.	Bank	60	44,962,688	100	44,962,688	6.55	42.94	60	44,962,688	44,962,688	6.55	42.94
6	6	Royal Bank of Canada	Bank	39	38,991,818	100	38,991,818	5.68	32.29	39	38,991,818	38,991,818	5.68	32.29
7	7	East West Bancorp Inc.	Bank	53	28,164,173	100	28,164,173	4.10	16.85	53	28,164,173	28,164,173	4.10	16.85
8	8	Citigroup Inc.	Bank	130	26,807,000	100	26,807,000	3.91	15.26	130	26,807,000	26,807,000	3.91	15.26
9	9	U.S. Bancorp	Bank	179	15,209,685	100	15,209,685	2.22	4.91	179	15,209,685	15,209,685	2.22	4.91
10	10	BNP Paribas SA	Bank	67	14,395,232	100	14,395,232	2.10	4.40	67	14,395,232	14,395,232	2.10	4.40
11	11	Cathay General Bancorp	Bank	24	10,191,594	100	10,191,594	1.49	2.21	24	10,191,594	10,191,594	1.49	2.21
12	12	Hope Bancorp Inc.	Bank	28	10,178,622	100	10,178,622	1.48	2.20	28	10,178,622	10,178,622	1.48	2.20
13	13	First Republic Bank	Bank	10	10,033,896	100	10,033,896	1.46	2.14	10	10,033,896	10,033,896	1.46	2.14
14	14	PacWest Bancorp	Bank	31	9,501,334	100	9,501,334	1.38	1.92	31	9,501,334	9,501,334	1.38	1.92
15	15	Comerica Inc.	Bank	41	8,787,762	100	8,787,762	1.28	1.64	41	8,787,762	8,787,762	1.28	1.64
16	16	HSBC Holdings PLC	Bank	23	8,036,932	100	8,036,932	1.17	1.37	23	8,036,932	8,036,932	1.17	1.37
17	17	CVB Financial Corp.	Bank	34	7,605,258	100	7,605,258	1.11	1.23	34	7,605,258	7,605,258	1.11	1.23
18	18	Palomar Enterprises LLC	Bank	24	7,194,857	100	7,194,857	1.05	1.10	24	7,194,857	7,194,857	1.05	1.10
19	20	Zions Bancorp. NA	Bank	36	6,501,876	100	6,501,876	0.95	0.90	36	6,501,876	6,501,876	0.95	0.90
20	21	Pacific Premier Bancorp Inc.	Bank	22	6,400,278	100	6,400,278	0.93	0.87	22	6,400,278	6,400,278	0.93	0.87
21	22	Bank of China Ltd.	Bank	1	6,327,765	100	6,327,765	0.92	0.85	1	6,327,765	6,327,765	0.92	0.85
22	23	First Foundation Inc.	Bank	9	4,651,344	100	4,651,344	0.68	0.46	9	4,651,344	4,651,344	0.68	0.46
23	24	Hanmi Financial Corp.	Bank	19	3,978,732	100	3,978,732	0.58	0.34	19	3,978,732	3,978,732	0.58	0.34
24	25	Preferred Bank	Bank	10	3,711,129	100	3,711,129	0.54	0.29	10	3,711,129	3,711,129	0.54	0.29
25	26	Sumitomo Mitsui Financial Group Inc.	Bank	9	3,623,262	100	3,623,262	0.53	0.28	9	3,623,262	3,623,262	0.53	0.28
26	27	Luther Burbank Corp.	Bank	8	3,119,847	100	3,119,847	0.45	0.21	8	3,119,847	3,119,847	0.45	0.21
27	28	American Business Bank	Bank	1	3,024,698	100	3,024,698	0.44	0.19	1	3,024,698	3,024,698	0.44	0.19
28	29	MUFG Bank - Los Angeles Branch	Bank	1	2,642,926	100	2,642,926	0.39	0.15	1	2,642,926	2,642,926	0.39	0.15
29	30	FB Corp.	Bank	22	1,907,302	100	1,907,302	0.28	0.08	22	1,907,302	1,907,302	0.28	0.08
30	31	CTBC Financial Holding Co. Ltd.	Bank	8	1,641,327	100	1,641,327	0.24	0.06	8	1,641,327	1,641,327	0.24	0.06
31	32	PCB Bancorp	Bank	11	1,568,838	100	1,568,838	0.23	0.05	11	1,568,838	1,568,838	0.23	0.05
32	33	First American Financial Corp.	Thrift	1	2,928,273	50	1,464,137	0.21	0.05	1	2,928,273	1,464,137	0.21	0.05
33	34	2011 TQRT	Bank	4	1,440,895	100	1,440,895	0.21	0.04	4	1,440,895	1,440,895	0.21	0.04
34	35	RBB Bancorp	Bank	10	1,360,162	100	1,360,162	0.20	0.04	10	1,360,162	1,360,162	0.20	0.04
35	36	First Choice Bancorp	Bank	7	1,351,573	100	1,351,573	0.20	0.04	7	1,351,573	1,351,573	0.20	0.04
36	37	CBC Bancorp	Bank	6	1,203,151	100	1,203,151	0.18	0.03	6	1,203,151	1,203,151	0.18	0.03
37	38	H Bancorp LLC	Bank	3	1,192,719	100	1,192,719	0.17	0.03	3	1,192,719	1,192,719	0.17	0.03

Los Angeles, CA - FRB Banking Market
 DEPOSIT BASED HHI
 FRB Initial Screen *

Ownership info as of 2/11/2021

Pre Merger Rank	Post Merger Rank	Institution	Type	Pre-Merger				Post-Merger						
				Branch Count	Total Deposits in Market (\$000)	Weight	Weighted Deposits in Market (\$000)	Market Share (%)	Deposit HHI	Branch Count	Total Deposits in Market (\$000)	Weighted Deposits in Market (\$000)	Market Share (%)	Deposit HHI
40	39	OP Bancorp	Bank	7	1,057,967	100	1,057,967	0.15	0.02	7	1,057,967	1,057,967	0.15	0.02
41	40	Woori Financial Group Inc.	Bank	7	1,021,052	100	1,021,052	0.15	0.02	7	1,021,052	1,021,052	0.15	0.02
42	41	CBB Bancorp Inc.	Bank	6	955,374	100	955,374	0.14	0.02	6	955,374	955,374	0.14	0.02
43	42	Allegiant United Holdings LLC	Bank	1	949,697	100	949,697	0.14	0.02	1	949,697	949,697	0.14	0.02
44	43	Northern Trust Corp.	Bank	3	917,390	100	917,390	0.13	0.02	3	917,390	917,390	0.13	0.02
45	44	Umpqua Holdings Corp.	Bank	3	890,615	100	890,615	0.13	0.02	3	890,615	890,615	0.13	0.02
46	45	Mizrahi Tefahot Bank - Los Angeles Branch	Bank	1	848,471	100	848,471	0.12	0.02	1	848,471	848,471	0.12	0.02
47	46	CW Bancorp.	Bank	1	841,539	100	841,539	0.12	0.02	1	841,539	841,539	0.12	0.02
48	47	Land Bank of Taiwan Co. Ltd.	Bank	1	821,307	100	821,307	0.12	0.01	1	821,307	821,307	0.12	0.01
49	48	HomeStreet Inc.	Bank	10	803,686	100	803,686	0.12	0.01	10	803,686	803,686	0.12	0.01
50	49	First General Bank	Bank	5	794,512	100	794,512	0.12	0.01	5	794,512	794,512	0.12	0.01
51	50	First Financial Holding Co. Ltd.	Bank	6	709,459	100	709,459	0.10	0.01	6	709,459	709,459	0.10	0.01
52	51	Midland Financial Co.	Thrift	3	1,348,127	50	674,064	0.10	0.01	3	1,348,127	674,064	0.10	0.01
53	52	SVB Financial Group	Bank	5	641,268	100	641,268	0.09	0.01	5	641,268	641,268	0.09	0.01
54	53	Israel Discount Bank Ltd.	Bank	2	602,456	100	602,456	0.09	0.01	2	602,456	602,456	0.09	0.01
55	54	US Metro Bancorp Inc.	Bank	6	578,885	100	578,885	0.08	0.01	6	578,885	578,885	0.08	0.01
56	55	State Bank of India	Bank	5	578,379	100	578,379	0.08	0.01	5	578,379	578,379	0.08	0.01
57	56	Western Alliance Bancorp.	Bank	2	566,432	100	566,432	0.08	0.01	2	566,432	566,432	0.08	0.01
58	57	Bank Leumi le-Israeli BM	Bank	1	543,695	100	543,695	0.08	0.01	1	543,695	543,695	0.08	0.01
59	58	O-Bank Co. Ltd.	Bank	6	537,571	100	537,571	0.08	0.01	6	537,571	537,571	0.08	0.01
60	59	Industrial & Commercial Bank of China Ltd.	Bank	5	527,776	100	527,776	0.08	0.01	5	527,776	527,776	0.08	0.01
61	60	Taiwan Cooperative Financial Holding Co. Ltd.	Bank	1	520,000	100	520,000	0.08	0.01	1	520,000	520,000	0.08	0.01
62	61	Pacific Enterprise Bancorp	Bank	1	504,983	100	504,983	0.07	0.01	1	504,983	504,983	0.07	0.01
63	62	Shinhan Financial Group Co., Ltd.	Bank	4	475,294	100	475,294	0.07	0.00	4	475,294	475,294	0.07	0.00
64	63	American Plus Bank N.A.	Bank	3	470,120	100	470,120	0.07	0.00	3	470,120	470,120	0.07	0.00
65	64	Maham Beteiligungsgesellschaft AG	Bank	2	446,254	100	446,254	0.07	0.00	2	446,254	446,254	0.07	0.00
66	65	SinPac Financial Holdings Co. Ltd.	Bank	1	432,430	100	432,430	0.06	0.00	1	432,430	432,430	0.06	0.00
67	66	Private Bancorp of America Inc.	Bank	3	429,488	100	429,488	0.06	0.00	3	429,488	429,488	0.06	0.00
68	67	Malaga Financial Corp.	Thrift	5	849,168	50	424,584	0.06	0.00	5	849,168	424,584	0.06	0.00
69	68	Mission Valley Bancorp	Bank	2	396,239	100	396,239	0.06	0.00	2	396,239	396,239	0.06	0.00
70	69	GBC Holdings Inc.	Bank	4	390,757	100	390,757	0.06	0.00	4	390,757	390,757	0.06	0.00
71	70	Banner Corp.	Bank	4	378,591	100	378,591	0.06	0.00	4	378,591	378,591	0.06	0.00
72	71	Sterling Bancorp Inc.	Thrift	6	754,973	50	377,487	0.06	0.00	6	754,973	377,487	0.06	0.00
73	72	Big Poppy Holdings Inc.	Bank	2	372,610	100	372,610	0.05	0.00	2	372,610	372,610	0.05	0.00
74	73	CKH Capital Inc.	Bank	3	369,325	100	369,325	0.05	0.00	3	369,325	369,325	0.05	0.00
75	74	Southern California Bancorp	Bank	5	367,058	100	367,058	0.05	0.00	5	367,058	367,058	0.05	0.00
76	75	Golden State Bancorp	Bank	3	355,375	100	355,375	0.05	0.00	3	355,375	355,375	0.05	0.00
77	76	Shanghai Commercial & Savings Bank Ltd.	Bank	1	335,496	100	335,496	0.05	0.00	1	335,496	335,496	0.05	0.00
78	77	OneUnited Bank	Bank	1	327,485	100	327,485	0.05	0.00	1	327,485	327,485	0.05	0.00
79	78	BayCom Corp.	Bank	4	320,021	100	320,021	0.05	0.00	4	320,021	320,021	0.05	0.00
80	79	Partners Bank of California	Bank	2	308,072	100	308,072	0.04	0.00	2	308,072	308,072	0.04	0.00
81	80	Mega Bank	Bank	4	305,239	100	305,239	0.04	0.00	4	305,239	305,239	0.04	0.00
82	81	PNC Financial Services Group Inc.	Bank	2	298,576	100	298,576	0.04	0.00	2	298,576	298,576	0.04	0.00
83	82	Bank of Santa Clarita	Bank	1	276,349	100	276,349	0.04	0.00	1	276,349	276,349	0.04	0.00
84	83	Pacific Alliance Bank	Bank	3	266,201	100	266,201	0.04	0.00	3	266,201	266,201	0.04	0.00
85	84	Chino Commercial Bancorp	Bank	4	245,797	100	245,797	0.04	0.00	4	245,797	245,797	0.04	0.00
86	85	AFNB Holdings Inc.	Bank	3	242,048	100	242,048	0.04	0.00	3	242,048	242,048	0.04	0.00

Ownership info as of 2/11/2021

Los Angeles, CA - FRB Banking Market
DEPOSIT BASED HHI
FRB Initial Screen *

001

Pre Merger Rank	Post Merger Rank	Institution	Type	Pre-Merger			Post-Merger							
				Branch Count	Total Deposits (\$000)	Weight	Weighted Deposits in Market (\$000)	Market Share (%)	Deposit HHI	Branch Count	Total Deposits (\$000)	Weighted Deposits in Market (\$000)	Market Share (%)	Deposit HHI
87	86	American Continental Bancorp	Bank	4	230,914	100	230,914	0.03	0.00	4	230,914	230,914	0.03	0.00
88	87	First Credit Bank	Bank	1	217,538	100	217,538	0.03	0.00	1	217,538	217,538	0.03	0.00
89	88	Mission Bancorp	Bank	1	213,883	100	213,883	0.03	0.00	1	213,883	213,883	0.03	0.00
90	89	EH National Bank	Bank	1	208,158	100	208,158	0.03	0.00	1	208,158	208,158	0.03	0.00
91	90	E/SUN Financial Holding Company Ltd.	Bank	1	204,672	100	204,672	0.03	0.00	1	204,672	204,672	0.03	0.00
92	91	Community Commerce Bank	Bank	4	194,193	100	194,193	0.03	0.00	4	194,193	194,193	0.03	0.00
93	92	Independent Bankers Financial Corp.	Bank	1	184,884	100	184,884	0.03	0.00	1	184,884	184,884	0.03	0.00
94	93	Broadway Financial Corp.	Thrift	3	319,386	50	159,693	0.02	0.00	3	319,386	159,693	0.02	0.00
95	94	Friendly Hills Bank	Bank	2	158,978	100	158,978	0.02	0.00	2	158,978	158,978	0.02	0.00
96	95	Pedcor Capital LLC	Thrift	1	306,093	50	153,047	0.02	0.00	1	306,093	153,047	0.02	0.00
97	96	Golden Bank NA	Bank	3	152,158	100	152,158	0.02	0.00	3	152,158	152,158	0.02	0.00
98	97	Universal Financial Inc.	Thrift	5	292,611	50	146,306	0.02	0.00	5	292,611	146,306	0.02	0.00
99	98	Infinity Bank	Bank	1	142,657	100	142,657	0.02	0.00	1	142,657	142,657	0.02	0.00
100	99	United Pacific Bank	Bank	2	126,253	100	126,253	0.02	0.00	2	126,253	126,253	0.02	0.00
101	100	Hua Nan Financial Holdings Co. Ltd.	Bank	1	122,658	100	122,658	0.02	0.00	1	122,658	122,658	0.02	0.00
102	101	Eastern International Bank	Bank	2	110,840	100	110,840	0.02	0.00	2	110,840	110,840	0.02	0.00
103	102	Enterprise Financial Services Corp.	Bank	1	92,883	100	92,883	0.01	0.00	1	92,883	92,883	0.01	0.00
104	103	Mega International Commercial Bank Co. Ltd.	Bank	1	72,588	100	72,588	0.01	0.00	1	72,588	72,588	0.01	0.00
105	104	California Business Bank	Bank	1	68,585	100	68,585	0.01	0.00	1	68,585	68,585	0.01	0.00
106	105	Greater Pacific Bancshares	Bank	1	66,475	100	66,475	0.01	0.00	1	66,475	66,475	0.01	0.00
107	106	Saddleback Bancorp	Bank	1	66,254	100	66,254	0.01	0.00	1	66,254	66,254	0.01	0.00
108	107	Wallis Bancshares Inc.	Bank	2	60,629	100	60,629	0.01	0.00	2	60,629	60,629	0.01	0.00
109	108	DMG Bancshares Inc.	Bank	1	58,336	100	58,336	0.01	0.00	1	58,336	58,336	0.01	0.00
110	109	Beneficial State Foundation	Bank	1	48,295	100	48,295	0.01	0.00	1	48,295	48,295	0.01	0.00
111	110	Asian Pacific National Bank	Bank	2	46,999	100	46,999	0.01	0.00	2	46,999	46,999	0.01	0.00
112	111	California International Bank NA	Bank	1	38,299	100	38,299	0.01	0.00	1	38,299	38,299	0.01	0.00
113	112	Bank of Taiwan	Bank	1	32,706	100	32,706	0.00	0.00	1	32,706	32,706	0.00	0.00
114	113	Balboa Thrift and Loan Association	Bank	1	32,055	100	32,055	0.00	0.00	1	32,055	32,055	0.00	0.00
115	114	Beal Financial Corp.	Bank	2	25,979	100	25,979	0.00	0.00	2	25,979	25,979	0.00	0.00
116	115	China Merchants Bank Co. Ltd.	Bank	1	25,374	100	25,374	0.00	0.00	1	25,374	25,374	0.00	0.00
117	116	Sierra Bancorp	Bank	1	22,057	100	22,057	0.00	0.00	1	22,057	22,057	0.00	0.00
118	117	SWNB Bancorp Inc.	Bank	1	16,150	100	16,150	0.00	0.00	1	16,150	16,150	0.00	0.00
119	118	Taiwan Business Bank Co. Ltd.	Bank	1	11,684	100	11,684	0.00	0.00	1	11,684	11,684	0.00	0.00
120	119	China Citic Bank International - Los Angeles Branch	Bank	1	9,287	100	9,287	0.00	0.00	1	9,287	9,287	0.00	0.00
121	120	United Overseas Bank Ltd.	Bank	1	8,408	100	8,408	0.00	0.00	1	8,408	8,408	0.00	0.00
122	121	Tangent Holdings Corp.	Bank	1	4,098	100	4,098	0.00	0.00	1	4,098	4,098	0.00	0.00
123	122	Oversea-Chinese Banking Corp. Ltd.	Bank	1	3,202	100	3,202	0.00	0.00	1	3,202	3,202	0.00	0.00
124	123	Bank of East Asia, Ltd.	Bank	1	1,978	100	1,978	0.00	0.00	1	1,978	1,978	0.00	0.00
125	124	Bank of New York Mellon Corp.	Bank	3	1,659	100	1,659	0.00	0.00	3	1,659	1,659	0.00	0.00
126	125	Capital Bank and Trust Co.	Thrift	1	500	50	250	0.00	0.00	1	500	250	0.00	0.00
127	126	Chang Hwa Commercial Bank Ltd.	Bank	1	116	100	116	0.00	0.00	1	116	116	0.00	0.00
128	127	Krung Thai Bank PCL	Bank	1	16	100	16	0.00	0.00	1	16	16	0.00	0.00
129	128	Banco Bilbao Vizcaya Argentaria SA	Bank	0	0	100	0	0.00	0.00	0	0	0	0.00	0.00
130	129	BOK Financial Corp.	Bank	1	0	100	0	0.00	0.00	1	0	0	0.00	0.00
131	130	Boston Private Financial Holdings Inc.	Bank	0	0	100	0	0.00	0.00	0	0	0	0.00	0.00
132	131	California First National Bancorp	Bank	0	0	100	0	0.00	0.00	0	0	0	0.00	0.00
133	132	Canadian Imperial Bank of Commerce	Bank	1	0	100	0	0.00	0.00	1	0	0	0.00	0.00

Ownership info as of 2/11/2021

Los Angeles, CA - FRB Banking Market
DEPOSIT BASED HHI
FRB Initial Screen *

001

Pre Merger Rank	Post Merger Rank	Institution	Type	Pre-Merger				Post-Merger						
				Branch Count	Total Deposits in Market (\$000)	Weight	Weighted Deposits in Market (\$000)	Market Share (%)	Deposit HHI	Branch Count	Total Deposits in Market (\$000)	Weighted Deposits in Market (\$000)	Market Share (%)	Deposit HHI
134	133	CIT Group Inc.	Bank	0	0	100	0	0.00	0.00	0	0	0	0.00	0.00
135	134	DBS Group Holdings Ltd.	Bank	1	0	100	0	0.00	0.00	1	0	0	0.00	0.00
136	135	First IC Corp.	Bank	1	0	100	0	0.00	0.00	1	0	0	0.00	0.00
137	136	First Western Financial Inc.	Bank	1	0	100	0	0.00	0.00	1	0	0	0.00	0.00
138	137	M&T Bank Corp.	Bank	2	0	100	0	0.00	0.00	2	0	0	0.00	0.00
139	138	Mizuho Financial Group Inc.	Bank	1	0	100	0	0.00	0.00	1	0	0	0.00	0.00
140	139	Morgan Stanley	Bank	3	0	100	0	0.00	0.00	3	0	0	0.00	0.00
141	140	Shizuoka Bank Ltd.	Bank	1	0	100	0	0.00	0.00	1	0	0	0.00	0.00
142	141	Signature Bank	Bank	4	0	100	0	0.00	0.00	4	0	0	0.00	0.00
143	142	Sumitomo Mitsui Banking Corporation - Los Angel Bank	CU	1	0	100	0	0.00	0.00	1	0	0	0.00	0.00
144	143	Actors FCU	CU	2	0	0	0	0.00	0.00	2	0	0	0.00	0.00
145	144	Aerospace FCU	CU	1	345,571	0	0	0.00	0.00	1	345,571	0	0.00	0.00
146	145	Airco FCU	CU	1	10,770	0	0	0.00	0.00	1	10,770	0	0.00	0.00
147	146	Alaska USA FCU	CU	1	0	0	0	0.00	0.00	1	0	0	0.00	0.00
148	147	Allied Healthcare FCU	CU	5	69,439	0	0	0.00	0.00	5	69,439	0	0.00	0.00
149	148	America's Christian CU	CU	1	427,012	0	0	0.00	0.00	1	427,012	0	0.00	0.00
150	149	American Airlines FCU	CU	3	0	0	0	0.00	0.00	3	0	0	0.00	0.00
151	150	American Broadcast Employees FCU	CU	3	0	0	0	0.00	0.00	3	0	0	0.00	0.00
152	151	American First CU	CU	3	639,367	0	0	0.00	0.00	3	639,367	0	0.00	0.00
153	152	Arrowhead Central CU	CU	6	1,506,142	0	0	0.00	0.00	6	1,506,142	0	0.00	0.00
154	153	Baxter CU	CU	5	0	0	0	0.00	0.00	5	0	0	0.00	0.00
155	154	Beverly Hills City Employees FCU	CU	1	18,846	0	0	0.00	0.00	1	18,846	0	0.00	0.00
156	155	Bopti FCU	CU	1	59,067	0	0	0.00	0.00	1	59,067	0	0.00	0.00
157	156	Bourne Employees FCU	CU	1	0	0	0	0.00	0.00	1	0	0	0.00	0.00
158	157	C.A.H.P. CU	CU	1	0	0	0	0.00	0.00	1	0	0	0.00	0.00
159	158	Cal Poly FCU	CU	1	15,648	0	0	0.00	0.00	1	15,648	0	0.00	0.00
160	159	Cal State L.A. FCU	CU	2	50,116	0	0	0.00	0.00	2	50,116	0	0.00	0.00
161	160	CalCom FCU	CU	3	60,003	0	0	0.00	0.00	3	60,003	0	0.00	0.00
162	161	California Adventist FCU	CU	1	37,798	0	0	0.00	0.00	1	37,798	0	0.00	0.00
163	162	California Agribusiness CU	CU	3	25,846	0	0	0.00	0.00	3	25,846	0	0.00	0.00
164	163	California Bear CU	CU	2	112,369	0	0	0.00	0.00	2	112,369	0	0.00	0.00
165	164	California CU	CU	14	3,042,065	0	0	0.00	0.00	14	3,042,065	0	0.00	0.00
166	165	California Lithuanian CU	CU	1	128,539	0	0	0.00	0.00	1	128,539	0	0.00	0.00
167	166	Caltech Employees FCU	CU	3	1,708,866	0	0	0.00	0.00	3	1,708,866	0	0.00	0.00
168	167	Camino FCU	CU	2	141,704	0	0	0.00	0.00	2	141,704	0	0.00	0.00
169	168	Canoga Postal FCU	CU	1	661	0	0	0.00	0.00	1	661	0	0.00	0.00
170	169	Capstone FCU	CU	3	33,104	0	0	0.00	0.00	3	33,104	0	0.00	0.00
171	170	Catalyst Corporate FCU	CU	1	0	0	0	0.00	0.00	1	0	0	0.00	0.00
172	171	Certified FCU	CU	6	539,832	0	0	0.00	0.00	6	539,832	0	0.00	0.00
173	172	Chalfey FCU	CU	3	161,856	0	0	0.00	0.00	3	161,856	0	0.00	0.00
174	173	Chevron FCU	CU	2	0	0	0	0.00	0.00	2	0	0	0.00	0.00
175	174	Christian Community CU	CU	2	661,310	0	0	0.00	0.00	2	661,310	0	0.00	0.00
176	175	Clearpath FCU	CU	1	114,531	0	0	0.00	0.00	1	114,531	0	0.00	0.00
177	176	Columbus Club FCU	CU	1	4,467	0	0	0.00	0.00	1	4,467	0	0.00	0.00
178	177	Comunidad Latina FCU	CU	1	4,742	0	0	0.00	0.00	1	4,742	0	0.00	0.00
179	178	CU of Southern California	CU	23	1,564,959	0	0	0.00	0.00	23	1,564,959	0	0.00	0.00
180	179	Downey FCU	CU	1	224,844	0	0	0.00	0.00	1	224,844	0	0.00	0.00

Los Angeles, CA - FRB Banking Market
DEPOSIT BASED HHI
FRB Initial Screen *

Pre Merger Rank	Post Merger Rank	Institution	Type	Pre-Merger				Post-Merger						
				Branch Count	Total Deposits in Market (\$000)	Weight	Weighted Deposits in Market (\$000)	Market Share (%)	Branch Count	Total Deposits in Market (\$000)	Weighted Deposits in Market (\$000)	Market Share (%)	Deposit HHI	
181	180	E-Central CU	CU	1	151,403	0	0	0.00	0.00	1	151,403	0	0.00	0.00
182	181	Eagle Community CU	CU	6	248,938	0	0	0.00	0.00	6	248,938	0	0.00	0.00
183	182	Edwards FCU	CU	1	0	0	0	0.00	0.00	1	0	0	0.00	0.00
184	183	EI Monte Community CU	CU	1	30,446	0	0	0.00	0.00	1	30,446	0	0.00	0.00
185	184	Episcopal Community FCU	CU	1	5,170	0	0	0.00	0.00	1	5,170	0	0.00	0.00
186	185	Evangelical Christian CU	CU	1	651,261	0	0	0.00	0.00	1	651,261	0	0.00	0.00
187	186	F&A FCU	CU	2	1,564,491	0	0	0.00	0.00	2	1,564,491	0	0.00	0.00
188	187	Farmers Insurance Group FCU	CU	2	993,163	0	0	0.00	0.00	2	993,163	0	0.00	0.00
189	188	Federal Employees West FCU	CU	1	11,101	0	0	0.00	0.00	1	11,101	0	0.00	0.00
190	189	FEDEX Employees Credit Association FCU	CU	1	0	0	0	0.00	0.00	1	0	0	0.00	0.00
191	190	Financial Partners CU	CU	16	1,403,160	0	0	0.00	0.00	16	1,403,160	0	0.00	0.00
192	191	Firefighters First FCU	CU	4	1,475,138	0	0	0.00	0.00	4	1,475,138	0	0.00	0.00
193	192	First City CU	CU	8	686,011	0	0	0.00	0.00	8	686,011	0	0.00	0.00
194	193	First Entertainment CU	CU	11	1,581,849	0	0	0.00	0.00	11	1,581,849	0	0.00	0.00
195	194	First Financial FCU	CU	9	604,100	0	0	0.00	0.00	9	604,100	0	0.00	0.00
196	195	Foothill FCU	CU	3	482,725	0	0	0.00	0.00	3	482,725	0	0.00	0.00
197	196	Fountain Valley CU	CU	1	1,623	0	0	0.00	0.00	1	1,623	0	0.00	0.00
198	197	Fox FCU	CU	2	43,689	0	0	0.00	0.00	2	43,689	0	0.00	0.00
199	198	Gain FCU	CU	2	368,967	0	0	0.00	0.00	2	368,967	0	0.00	0.00
200	199	Glendale Area Schools CU	CU	2	350,822	0	0	0.00	0.00	2	350,822	0	0.00	0.00
201	200	Glendale FCU	CU	2	75,584	0	0	0.00	0.00	2	75,584	0	0.00	0.00
202	201	Golden 1 CU	CU	2	0	0	0	0.00	0.00	2	0	0	0.00	0.00
203	202	Hannin FCU	CU	2	31,702	0	0	0.00	0.00	2	31,702	0	0.00	0.00
204	203	Honda FCU	CU	2	874,184	0	0	0.00	0.00	2	874,184	0	0.00	0.00
205	204	Huntington Beach Credit Union	CU	1	49,161	0	0	0.00	0.00	1	49,161	0	0.00	0.00
206	205	I.L.W.U. FCU	CU	3	299,042	0	0	0.00	0.00	3	299,042	0	0.00	0.00
207	206	Interfaith FCU	CU	1	87,145	0	0	0.00	0.00	1	87,145	0	0.00	0.00
208	207	JACOM CU	CU	1	58,908	0	0	0.00	0.00	1	58,908	0	0.00	0.00
209	208	Justice FCU	CU	1	0	0	0	0.00	0.00	1	0	0	0.00	0.00
210	209	Kinecta FCU	CU	20	4,623,797	0	0	0.00	0.00	20	4,623,797	0	0.00	0.00
211	210	L. A. Electrical Workers CU	CU	1	32,450	0	0	0.00	0.00	1	32,450	0	0.00	0.00
212	211	L.A. Healthcare FCU	CU	2	16,335	0	0	0.00	0.00	2	16,335	0	0.00	0.00
213	212	LA Financial FCU	CU	4	396,526	0	0	0.00	0.00	4	396,526	0	0.00	0.00
214	213	LA Mission FCU	CU	1	7,399	0	0	0.00	0.00	1	7,399	0	0.00	0.00
215	214	LBS Financial CU	CU	9	1,465,710	0	0	0.00	0.00	9	1,465,710	0	0.00	0.00
216	215	Logix FCU	CU	15	5,825,714	0	0	0.00	0.00	15	5,825,714	0	0.00	0.00
217	216	Long Beach City Employees FCU	CU	1	273,118	0	0	0.00	0.00	1	273,118	0	0.00	0.00
218	217	Long Beach Firemen's CU	CU	1	161,345	0	0	0.00	0.00	1	161,345	0	0.00	0.00
219	218	Los Angeles FCU	CU	7	950,468	0	0	0.00	0.00	7	950,468	0	0.00	0.00
220	219	Los Angeles Lee FCU	CU	1	382	0	0	0.00	0.00	1	382	0	0.00	0.00
221	220	Los Angeles Police FCU	CU	4	957,454	0	0	0.00	0.00	4	957,454	0	0.00	0.00
222	221	Maryknoll of Los Angeles FCU	CU	1	1,046	0	0	0.00	0.00	1	1,046	0	0.00	0.00
223	222	Matadors Community CU	CU	2	250,462	0	0	0.00	0.00	2	250,462	0	0.00	0.00
224	223	Mattel FCU	CU	1	28,405	0	0	0.00	0.00	1	28,405	0	0.00	0.00
225	224	Media City CU	CU	1	30,502	0	0	0.00	0.00	1	30,502	0	0.00	0.00
226	225	Mid-Cities CU	CU	1	17,171	0	0	0.00	0.00	1	17,171	0	0.00	0.00
227	226	Monrovia City Employees FCU	CU	1	3,288	0	0	0.00	0.00	1	3,288	0	0.00	0.00

Los Angeles, CA - FRB Banking Market
DEPOSIT BASED HHI
FRB Initial Screen *

Pre Merger Rank	Post Merger Rank	Institution	Type	Pre-Merger				Post-Merger						
				Branch Count	Total Deposits in Market (\$000)	Weight	Weighted Deposits in Market (\$000)	Market Share (%)	Deposit HHI	Branch Count	Total Deposits in Market (\$000)	Weighted Deposits in Market (\$000)	Market Share (%)	Deposit HHI
228	227	Navy FCU	CU	8	0	0	0	0.00	0.00	0	0	0.00	0.00	
229	228	Nikkel CU	CU	2	66,009	0	0	0.00	0.00	2	66,009	0	0.00	0.00
230	229	Northrop Grumman FCU	CU	8	1,188,796	0	0	0.00	0.00	8	1,188,796	0	0.00	0.00
231	230	Nuvison FCU	CU	13	2,210,349	0	0	0.00	0.00	13	2,210,349	0	0.00	0.00
232	231	Olive View Employees FCU	CU	1	45,025	0	0	0.00	0.00	1	45,025	0	0.00	0.00
233	232	Ontario Montclair School Employees FCU	CU	1	116,269	0	0	0.00	0.00	1	116,269	0	0.00	0.00
234	233	Ontario Public Employees FCU	CU	1	21,978	0	0	0.00	0.00	1	21,978	0	0.00	0.00
235	234	Orange County's CU	CU	11	1,734,499	0	0	0.00	0.00	11	1,734,499	0	0.00	0.00
236	235	P.V.H.M.C. FCU	CU	1	11,603	0	0	0.00	0.00	1	11,603	0	0.00	0.00
237	236	Pacific FCU	CU	1	17,831	0	0	0.00	0.00	1	17,831	0	0.00	0.00
238	237	Pacific Transportation FCU	CU	2	55,085	0	0	0.00	0.00	2	55,085	0	0.00	0.00
239	238	Parishioners FCU	CU	1	40,834	0	0	0.00	0.00	1	40,834	0	0.00	0.00
240	239	Parsons FCU	CU	1	211,077	0	0	0.00	0.00	1	211,077	0	0.00	0.00
241	240	Partners FCU	CU	7	0	0	0	0.00	0.00	7	0	0	0.00	0.00
242	241	Pasadena FCU	CU	1	174,558	0	0	0.00	0.00	1	174,558	0	0.00	0.00
243	242	Pasadena Service FCU	CU	3	115,721	0	0	0.00	0.00	3	115,721	0	0.00	0.00
244	243	Peoples Independent Church FCU	CU	1	41	0	0	0.00	0.00	1	41	0	0.00	0.00
245	244	Polam FCU	CU	2	57,873	0	0	0.00	0.00	2	57,873	0	0.00	0.00
246	245	Pomona Postal FCU	CU	1	3,565	0	0	0.00	0.00	1	3,565	0	0.00	0.00
247	246	POPA FCU	CU	4	259,092	0	0	0.00	0.00	4	259,092	0	0.00	0.00
248	247	PostCity Financial CU	CU	2	66,030	0	0	0.00	0.00	2	66,030	0	0.00	0.00
249	248	Premier America CU	CU	12	2,724,848	0	0	0.00	0.00	12	2,724,848	0	0.00	0.00
250	249	Printing Industries CU	CU	1	0	0	0	0.00	0.00	1	0	0	0.00	0.00
251	250	Priority One CU	CU	3	169,615	0	0	0.00	0.00	3	169,615	0	0.00	0.00
252	251	Prospectors FCU	CU	2	73,571	0	0	0.00	0.00	2	73,571	0	0.00	0.00
253	252	Rancho FCU	CU	4	98,704	0	0	0.00	0.00	4	98,704	0	0.00	0.00
254	253	SAG-AFTRA FCU	CU	5	314,768	0	0	0.00	0.00	5	314,768	0	0.00	0.00
255	254	San Diego County CU	CU	6	0	0	0	0.00	0.00	6	0	0	0.00	0.00
256	255	San Fernando Valley Japanese CU	CU	1	660	0	0	0.00	0.00	1	660	0	0.00	0.00
257	256	Santa Ana FCU	CU	1	73,401	0	0	0.00	0.00	1	73,401	0	0.00	0.00
258	257	SCE FCU	CU	5	739,606	0	0	0.00	0.00	5	739,606	0	0.00	0.00
259	258	Schools FCU	CU	2	123,101	0	0	0.00	0.00	2	123,101	0	0.00	0.00
260	259	SchoolsFirst FCU	CU	40	18,708,963	0	0	0.00	0.00	40	18,708,963	0	0.00	0.00
261	260	Sea Air FCU	CU	2	101,646	0	0	0.00	0.00	2	101,646	0	0.00	0.00
262	261	Self-Help FCU	CU	2	0	0	0	0.00	0.00	2	0	0	0.00	0.00
263	262	SkyOne FCU	CU	1	478,252	0	0	0.00	0.00	1	478,252	0	0.00	0.00
264	263	South Bay CU	CU	3	109,682	0	0	0.00	0.00	3	109,682	0	0.00	0.00
265	264	Southland CU	CU	7	756,643	0	0	0.00	0.00	7	756,643	0	0.00	0.00
266	265	Sunkist Employees FCU	CU	1	3,901	0	0	0.00	0.00	1	3,901	0	0.00	0.00
267	266	Technicolor FCU	CU	2	86,865	0	0	0.00	0.00	2	86,865	0	0.00	0.00
268	267	Together CU	CU	1	0	0	0	0.00	0.00	1	0	0	0.00	0.00
269	268	Torrance Community FCU	CU	1	135,983	0	0	0.00	0.00	1	135,983	0	0.00	0.00
270	269	TruGrocer FCU	CU	1	0	0	0	0.00	0.00	1	0	0	0.00	0.00
271	270	U.P.S. Employees FCU	CU	1	40,629	0	0	0.00	0.00	1	40,629	0	0.00	0.00
272	271	U.S. Postal Service FCU	CU	1	0	0	0	0.00	0.00	1	0	0	0.00	0.00
273	272	U.S.B. Employees FCU	CU	1	1,559	0	0	0.00	0.00	1	1,559	0	0.00	0.00
274	273	UMe FCU	CU	1	234,006	0	0	0.00	0.00	1	234,006	0	0.00	0.00

Los Angeles, CA - FRB Banking Market
DEPOSIT BASED HHI
FRB Initial Screen *

001

Pre Merger Rank	Post Merger Rank	Institution	Type	Pre-Merger				Post-Merger							
				Branch Count	Total Deposits in Market (\$000)	Weight	Weighted Deposits in Market (\$000)	Market Share (%)	Deposit HHI	Branch Count	Total Deposits in Market (\$000)	Weighted Deposits in Market (\$000)	Weighted Market Share (%)	Deposit HHI	
275	274	UNIFY Financial FCU	CU	11	2,708,095	0	0	0.00	0.00	0.00	11	2,708,095	0	0.00	0.00
276	275	Union Yes FCU	CU	1	67,546	0	0	0.00	0.00	0.00	1	67,546	0	0.00	0.00
277	276	United Catholics FCU	CU	1	38,871	0	0	0.00	0.00	0.00	1	38,871	0	0.00	0.00
278	277	Universal City Studios CU	CU	2	66,416	0	0	0.00	0.00	0.00	2	66,416	0	0.00	0.00
279	278	University CU	CU	3	739,658	0	0	0.00	0.00	0.00	3	739,658	0	0.00	0.00
280	279	USC CU	CU	3	598,270	0	0	0.00	0.00	0.00	3	598,270	0	0.00	0.00
281	280	VA Desert Pacific FCU	CU	2	66,993	0	0	0.00	0.00	0.00	2	66,993	0	0.00	0.00
282	281	Ventura County CU	CU	2	0	0	0	0.00	0.00	0.00	2	0	0	0.00	0.00
283	282	Water & Power Community CU	CU	5	713,401	0	0	0.00	0.00	0.00	5	713,401	0	0.00	0.00
284	283	Westcom Central CU	CU	18	3,621,489	0	0	0.00	0.00	0.00	18	3,621,489	0	0.00	0.00
285	284	Western States Regional FCU	CU	1	475	0	0	0.00	0.00	0.00	1	475	0	0.00	0.00
286	285	Xceed Financial FCU	CU	1	778,941	0	0	0.00	0.00	0.00	1	778,941	0	0.00	0.00
TOTALS:				2,890	769,223,061	686,169,328	100.00	846.58	2,890	769,223,061	686,169,328	100.00	846.87		

PRE-MERGER HHI: 847
 POST-MERGER HHI: 847
 HHI CHANGE: 0

Los Angeles, CA - FRB Banking Market DEPOSIT BASED HHI FRB Initial Screen *

Pre Merger Rank	Post Merger Rank	Institution	Type	Pre-Merger				Post-Merger			
				Branch Count	Total Deposits in Market (\$000)	Weight	Weighted Deposits in Market (\$000)	Market Share (%)	Weighted Market Share (%)	Branch Count	Total Deposits in Market (\$000)

Footnotes:

* FRB Initial Screen: Banks at 100%, Thrifts at 50%, Credit Unions at 0%

** Pro Forma Ownership assumes that announced transactions have been completed

Los Angeles, CA - FRB Banking Market
DEPOSIT BASED HHI
FRB Approach *

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Ownership info as of 2/11/2021

Pre Merger Rank	Post Merger Rank	Institution	Type	Pre-Merger				Post-Merger						
				Branch Count	Total Deposits in Market (\$000)	Weight	Weighted Deposits in Market (\$000)	Market Share (%)	Deposit HHI	Branch Count	Total Deposits in Market (\$000)	Weighted Deposits in Market (\$000)	Market Share (%)	Deposit HHI
BUYER														
22		Banc of California Inc.	Bank	25	5,637,454	100	5,637,454	0.82	0.67					
TARGET														
39		Pacific Mercantile Bancorp	Bank	5	1,189,099	100	1,189,099	0.17	0.03					
RESULTING INSTITUTION														
19		Banc of California Inc.	Bank							30	6,826,553	6,826,553	0.99	0.99
OTHER INSTITUTIONS (Pro Forma **)														
1		Bank of America Corp.	Bank	339	116,165,880	100	116,165,880	16.93	286.61	339	116,165,880	116,165,880	16.93	286.61
2		JPMorgan Chase & Co.	Bank	400	95,306,350	100	95,306,350	13.89	192.92	400	95,306,350	95,306,350	13.89	192.92
3		Wells Fargo & Co.	Bank	334	91,112,740	100	91,112,740	13.28	176.32	334	91,112,740	91,112,740	13.28	176.32
4		Mitsubishi UFJ Financial Group Inc.	Bank	111	50,546,327	100	50,546,327	7.37	54.26	111	50,546,327	50,546,327	7.37	54.26
5		First Citizens BancShares Inc.	Bank	60	44,962,688	100	44,962,688	6.55	42.94	60	44,962,688	44,962,688	6.55	42.94
6		Royal Bank of Canada	Bank	39	38,991,818	100	38,991,818	5.68	32.29	39	38,991,818	38,991,818	5.68	32.29
7		East West Bancorp Inc.	Bank	53	28,164,173	100	28,164,173	4.10	16.85	53	28,164,173	28,164,173	4.10	16.85
8		Citigroup Inc.	Bank	130	26,807,000	100	26,807,000	3.91	15.26	130	26,807,000	26,807,000	3.91	15.26
9		U.S. Bancorp	Bank	179	15,209,685	100	15,209,685	2.22	4.91	179	15,209,685	15,209,685	2.22	4.91
10		BNP Paribas SA	Bank	67	14,395,232	100	14,395,232	2.10	4.40	67	14,395,232	14,395,232	2.10	4.40
11		Cathay General Bancorp	Bank	24	10,191,594	100	10,191,594	1.49	2.21	24	10,191,594	10,191,594	1.49	2.21
12		Hope Bancorp Inc.	Bank	28	10,178,622	100	10,178,622	1.48	2.20	28	10,178,622	10,178,622	1.48	2.20
13		First Republic Bank	Bank	10	10,033,896	100	10,033,896	1.46	2.14	10	10,033,896	10,033,896	1.46	2.14
14		PacWest Bancorp	Bank	31	9,501,334	100	9,501,334	1.38	1.92	31	9,501,334	9,501,334	1.38	1.92
15		Comerica Inc.	Bank	41	8,787,762	100	8,787,762	1.28	1.64	41	8,787,762	8,787,762	1.28	1.64
16		HSBC Holdings PLC	Bank	23	8,036,932	100	8,036,932	1.17	1.37	23	8,036,932	8,036,932	1.17	1.37
17		CVB Financial Corp.	Bank	34	7,605,258	100	7,605,258	1.11	1.23	34	7,605,258	7,605,258	1.11	1.23
18		Palomar Enterprises LLC	Bank	24	7,194,857	100	7,194,857	1.05	1.10	24	7,194,857	7,194,857	1.05	1.10
19		Zions Bancorp. NA	Bank	36	6,501,876	100	6,501,876	0.95	0.90	36	6,501,876	6,501,876	0.95	0.90
20		Pacific Premier Bancorp Inc.	Bank	22	6,400,278	100	6,400,278	0.93	0.87	22	6,400,278	6,400,278	0.93	0.87
21		Bank of China Ltd.	Bank	1	6,327,765	100	6,327,765	0.92	0.85	1	6,327,765	6,327,765	0.92	0.85
22		Bank of China Ltd.	Bank	9	4,651,344	100	4,651,344	0.68	0.46	9	4,651,344	4,651,344	0.68	0.46
23		Hanmi Financial Corp.	Bank	19	3,978,732	100	3,978,732	0.58	0.34	19	3,978,732	3,978,732	0.58	0.34
24		Preferred Bank	Bank	10	3,711,129	100	3,711,129	0.54	0.29	10	3,711,129	3,711,129	0.54	0.29
25		Sumitomo Mitsui Financial Group Inc.	Bank	9	3,623,262	100	3,623,262	0.53	0.28	9	3,623,262	3,623,262	0.53	0.28
26		Luther Burbank Corp.	Bank	8	3,119,847	100	3,119,847	0.45	0.21	8	3,119,847	3,119,847	0.45	0.21
27		American Business Bank	Bank	1	3,024,698	100	3,024,698	0.44	0.19	1	3,024,698	3,024,698	0.44	0.19
28		MUFG Bank - Los Angeles Branch	Bank	1	2,642,926	100	2,642,926	0.39	0.15	1	2,642,926	2,642,926	0.39	0.15
29		FB Corp.	Bank	22	1,907,302	100	1,907,302	0.28	0.08	22	1,907,302	1,907,302	0.28	0.08
30		CTBC Financial Holding Co. Ltd.	Bank	8	1,641,327	100	1,641,327	0.24	0.06	8	1,641,327	1,641,327	0.24	0.06
31		PCB Bancorp	Bank	11	1,568,838	100	1,568,838	0.23	0.05	11	1,568,838	1,568,838	0.23	0.05
32		First American Financial Corp.	Thrift	1	2,928,273	50	1,464,137	0.21	0.05	1	2,928,273	1,464,137	0.21	0.05
33		2011 TGRT	Bank	4	1,440,895	100	1,440,895	0.21	0.04	4	1,440,895	1,440,895	0.21	0.04
34		RBB Bancorp	Bank	10	1,360,162	100	1,360,162	0.20	0.04	10	1,360,162	1,360,162	0.20	0.04
35		First Choice Bancorp	Bank	7	1,351,573	100	1,351,573	0.20	0.04	7	1,351,573	1,351,573	0.20	0.04
36		CBC Bancorp	Bank	6	1,203,151	100	1,203,151	0.18	0.03	6	1,203,151	1,203,151	0.18	0.03
37		H Bancorp LLC	Bank	3	1,192,719	100	1,192,719	0.17	0.03	3	1,192,719	1,192,719	0.17	0.03

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Pre Merger Rank	Post Merger Rank	Institution	Type	Pre-Merger				Post-Merger						
				Branch Count	Total Deposits in Market (\$000)	Weight	Weighted Deposits in Market (\$000)	Market Share (%)	Deposit HHI	Branch Count	Total Deposits in Market (\$000)	Weighted Deposits in Market (\$000)	Market Share (%)	Deposit HHI
40	39	OP Bancorp	Bank	7	1,057,967	100	1,057,967	0.15	0.02	7	1,057,967	1,057,967	0.15	0.02
41	40	Woori Financial Group Inc.	Bank	7	1,021,052	100	1,021,052	0.15	0.02	7	1,021,052	1,021,052	0.15	0.02
42	41	CBB Bancorp Inc.	Bank	6	955,374	100	955,374	0.14	0.02	6	955,374	955,374	0.14	0.02
43	42	Allegiant United Holdings LLC	Bank	1	949,697	100	949,697	0.14	0.02	1	949,697	949,697	0.14	0.02
44	43	Northern Trust Corp.	Bank	3	917,390	100	917,390	0.13	0.02	3	917,390	917,390	0.13	0.02
45	44	Umpqua Holdings Corp.	Bank	3	890,615	100	890,615	0.13	0.02	3	890,615	890,615	0.13	0.02
46	45	Mizrahi Tefahot Bank - Los Angeles Branch	Bank	1	848,471	100	848,471	0.12	0.02	1	848,471	848,471	0.12	0.02
47	46	CW Bancorp.	Bank	1	841,539	100	841,539	0.12	0.02	1	841,539	841,539	0.12	0.02
48	47	Land Bank of Taiwan Co. Ltd.	Bank	1	821,307	100	821,307	0.12	0.01	1	821,307	821,307	0.12	0.01
49	48	HomeStreet Inc.	Bank	10	803,686	100	803,686	0.12	0.01	10	803,686	803,686	0.12	0.01
50	49	First General Bank	Bank	5	794,512	100	794,512	0.12	0.01	5	794,512	794,512	0.12	0.01
51	50	First Financial Holding Co. Ltd.	Bank	6	709,459	100	709,459	0.10	0.01	6	709,459	709,459	0.10	0.01
52	51	Midland Financial Co.	Thrift	3	1,348,127	50	674,064	0.10	0.01	3	1,348,127	674,064	0.10	0.01
53	52	SVB Financial Group	Bank	5	641,268	100	641,268	0.09	0.01	5	641,268	641,268	0.09	0.01
54	53	Israel Discount Bank Ltd.	Bank	2	602,456	100	602,456	0.09	0.01	2	602,456	602,456	0.09	0.01
55	54	US Metro Bancorp Inc.	Bank	6	578,885	100	578,885	0.08	0.01	6	578,885	578,885	0.08	0.01
56	55	State Bank of India	Bank	5	578,379	100	578,379	0.08	0.01	5	578,379	578,379	0.08	0.01
57	56	Western Alliance Bancorp.	Bank	2	566,432	100	566,432	0.08	0.01	2	566,432	566,432	0.08	0.01
58	57	Bank Leumi le-Israeli BM	Bank	1	543,695	100	543,695	0.08	0.01	1	543,695	543,695	0.08	0.01
59	58	O-Bank Co. Ltd.	Bank	6	537,571	100	537,571	0.08	0.01	6	537,571	537,571	0.08	0.01
60	59	Industrial & Commercial Bank of China Ltd.	Bank	5	527,776	100	527,776	0.08	0.01	5	527,776	527,776	0.08	0.01
61	60	Taiwan Cooperative Financial Holding Co. Ltd.	Bank	1	520,000	100	520,000	0.08	0.01	1	520,000	520,000	0.08	0.01
62	61	Pacific Enterprise Bancorp	Bank	1	504,983	100	504,983	0.07	0.01	1	504,983	504,983	0.07	0.01
63	62	Shinhan Financial Group Co., Ltd.	Bank	4	475,294	100	475,294	0.07	0.00	4	475,294	475,294	0.07	0.00
64	63	American Plus Bank N.A.	Bank	3	470,120	100	470,120	0.07	0.00	3	470,120	470,120	0.07	0.00
65	64	Maham Beteiligungsgesellschaft AG	Bank	2	446,254	100	446,254	0.07	0.00	2	446,254	446,254	0.07	0.00
66	65	SinoPac Financial Holdings Co. Ltd.	Bank	1	432,430	100	432,430	0.06	0.00	1	432,430	432,430	0.06	0.00
67	66	Private Bancorp of America Inc.	Bank	3	429,488	100	429,488	0.06	0.00	3	429,488	429,488	0.06	0.00
68	67	Malaga Financial Corp.	Thrift	5	849,168	50	424,584	0.06	0.00	5	849,168	424,584	0.06	0.00
69	68	Mission Valley Bancorp	Bank	2	396,239	100	396,239	0.06	0.00	2	396,239	396,239	0.06	0.00
70	69	GBC Holdings Inc.	Bank	4	390,757	100	390,757	0.06	0.00	4	390,757	390,757	0.06	0.00
71	70	Banner Corp.	Bank	4	378,591	100	378,591	0.06	0.00	4	378,591	378,591	0.06	0.00
72	71	Sterling Bancorp Inc.	Thrift	6	754,973	50	377,487	0.06	0.00	6	754,973	377,487	0.06	0.00
73	72	Big Poppy Holdings Inc.	Bank	2	372,610	100	372,610	0.05	0.00	2	372,610	372,610	0.05	0.00
74	73	CKH Capital Inc.	Bank	3	369,325	100	369,325	0.05	0.00	3	369,325	369,325	0.05	0.00
75	74	Southern California Bancorp	Bank	5	367,058	100	367,058	0.05	0.00	5	367,058	367,058	0.05	0.00
76	75	Golden State Bancorp	Bank	3	355,375	100	355,375	0.05	0.00	3	355,375	355,375	0.05	0.00
77	76	Shanghai Commercial & Savings Bank Ltd.	Bank	1	335,496	100	335,496	0.05	0.00	1	335,496	335,496	0.05	0.00
78	77	OneUnited Bank	Bank	1	327,485	100	327,485	0.05	0.00	1	327,485	327,485	0.05	0.00
79	78	BayCom Corp.	Bank	4	320,021	100	320,021	0.05	0.00	4	320,021	320,021	0.05	0.00
80	79	Partners Bank of California	Bank	2	308,072	100	308,072	0.04	0.00	2	308,072	308,072	0.04	0.00
81	80	Mega Bank	Bank	4	305,239	100	305,239	0.04	0.00	4	305,239	305,239	0.04	0.00
82	81	PNC Financial Services Group Inc.	Bank	2	298,576	100	298,576	0.04	0.00	2	298,576	298,576	0.04	0.00
83	82	Bank of Santa Clarita	Bank	1	276,349	100	276,349	0.04	0.00	1	276,349	276,349	0.04	0.00
84	83	Pacific Alliance Bank	Bank	3	266,201	100	266,201	0.04	0.00	3	266,201	266,201	0.04	0.00
85	84	Chino Commercial Bancorp	Bank	4	245,797	100	245,797	0.04	0.00	4	245,797	245,797	0.04	0.00
86	85	AFNB Holdings Inc.	Bank	3	242,048	100	242,048	0.04	0.00	3	242,048	242,048	0.04	0.00

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Pre Merger Rank	Post Merger Rank	Institution	Type	Pre-Merger				Post-Merger						
				Branch Count	Total Deposits in Market (\$000)	Weight	Weighted Deposits in Market (\$000)	Market Share (%)	Branch Count	Total Deposits in Market (\$000)	Weighted Deposits in Market (\$000)	Market Share (%)	Deposit HHI	
87	86	American Continental Bancorp	Bank	4	230,914	100	230,914	0.03	0.00	4	230,914	230,914	0.03	0.00
88	87	First Credit Bank	Bank	1	217,538	100	217,538	0.03	0.00	1	217,538	217,538	0.03	0.00
89	88	Mission Bancorp	Bank	1	213,883	100	213,883	0.03	0.00	1	213,883	213,883	0.03	0.00
90	89	EH National Bank	Bank	1	208,158	100	208,158	0.03	0.00	1	208,158	208,158	0.03	0.00
91	90	E SUN Financial Holding Company Ltd.	Bank	1	204,672	100	204,672	0.03	0.00	1	204,672	204,672	0.03	0.00
92	91	Community Commerce Bank	Bank	4	194,193	100	194,193	0.03	0.00	4	194,193	194,193	0.03	0.00
93	92	Independent Bankers Financial Corp.	Bank	1	184,884	100	184,884	0.03	0.00	1	184,884	184,884	0.03	0.00
94	93	Broadway Financial Corp.	Thrift	3	319,386	50	159,693	0.02	0.00	3	319,386	159,693	0.02	0.00
95	94	Friendly Hills Bank	Bank	2	158,978	100	158,978	0.02	0.00	2	158,978	158,978	0.02	0.00
96	95	Pedcor Capital LLC	Thrift	1	306,093	50	153,047	0.02	0.00	1	306,093	153,047	0.02	0.00
97	96	Golden Bank NA	Bank	3	152,158	100	152,158	0.02	0.00	3	152,158	152,158	0.02	0.00
98	97	Universal Financial Inc.	Thrift	5	292,611	50	146,306	0.02	0.00	5	292,611	146,306	0.02	0.00
99	98	Infinity Bank	Bank	1	142,657	100	142,657	0.02	0.00	1	142,657	142,657	0.02	0.00
100	99	United Pacific Bank	Bank	2	126,253	100	126,253	0.02	0.00	2	126,253	126,253	0.02	0.00
101	100	Hua Nan Financial Holdings Co. Ltd.	Bank	1	122,658	100	122,658	0.02	0.00	1	122,658	122,658	0.02	0.00
102	101	Eastern International Bank	Bank	2	110,840	100	110,840	0.02	0.00	2	110,840	110,840	0.02	0.00
103	102	Enterprise Financial Services Corp.	Bank	1	92,883	100	92,883	0.01	0.00	1	92,883	92,883	0.01	0.00
104	103	Mega International Commercial Bank Co. Ltd.	Bank	1	72,588	100	72,588	0.01	0.00	1	72,588	72,588	0.01	0.00
105	104	California Business Bank	Bank	1	68,585	100	68,585	0.01	0.00	1	68,585	68,585	0.01	0.00
106	105	Greater Pacific Bancshares	Bank	1	66,475	100	66,475	0.01	0.00	1	66,475	66,475	0.01	0.00
107	106	Saddleback Bancorp	Bank	1	66,254	100	66,254	0.01	0.00	1	66,254	66,254	0.01	0.00
108	107	Wallis Bancshares Inc.	Bank	2	60,629	100	60,629	0.01	0.00	2	60,629	60,629	0.01	0.00
109	108	DMG Bancshares Inc.	Bank	1	58,336	100	58,336	0.01	0.00	1	58,336	58,336	0.01	0.00
110	109	Beneficial State Foundation	Bank	1	48,295	100	48,295	0.01	0.00	1	48,295	48,295	0.01	0.00
111	110	Asian Pacific National Bank	Bank	2	46,999	100	46,999	0.01	0.00	2	46,999	46,999	0.01	0.00
112	111	California International Bank NA	Bank	1	38,299	100	38,299	0.01	0.00	1	38,299	38,299	0.01	0.00
113	112	Bank of Taiwan	Bank	1	32,706	100	32,706	0.00	0.00	1	32,706	32,706	0.00	0.00
114	113	Balboa Thrift and Loan Association	Bank	1	32,055	100	32,055	0.00	0.00	1	32,055	32,055	0.00	0.00
115	114	Beal Financial Corp.	Bank	2	25,979	100	25,979	0.00	0.00	2	25,979	25,979	0.00	0.00
116	115	China Merchants Bank Co. Ltd.	Bank	1	25,374	100	25,374	0.00	0.00	1	25,374	25,374	0.00	0.00
117	116	Sierra Bancorp	Bank	1	22,057	100	22,057	0.00	0.00	1	22,057	22,057	0.00	0.00
118	117	SWNB Bancorp Inc.	Bank	1	16,150	100	16,150	0.00	0.00	1	16,150	16,150	0.00	0.00
119	118	Taiwan Business Bank Co. Ltd.	Bank	1	11,684	100	11,684	0.00	0.00	1	11,684	11,684	0.00	0.00
120	119	China Citic Bank International - Los Angeles Branch	Bank	1	9,287	100	9,287	0.00	0.00	1	9,287	9,287	0.00	0.00
121	120	United Overseas Bank Ltd.	Bank	1	8,408	100	8,408	0.00	0.00	1	8,408	8,408	0.00	0.00
122	121	Tangent Holdings Corp.	Bank	1	4,098	100	4,098	0.00	0.00	1	4,098	4,098	0.00	0.00
123	122	Oversea-Chinese Banking Corp. Ltd.	Bank	1	3,202	100	3,202	0.00	0.00	1	3,202	3,202	0.00	0.00
124	123	Bank of East Asia, Ltd.	Bank	1	1,978	100	1,978	0.00	0.00	1	1,978	1,978	0.00	0.00
125	124	Bank of New York Mellon Corp.	Bank	3	1,659	100	1,659	0.00	0.00	3	1,659	1,659	0.00	0.00
126	125	Capital Bank and Trust Co.	Thrift	1	500	50	250	0.00	0.00	1	500	250	0.00	0.00
127	126	Chang Hwa Commercial Bank Ltd.	Bank	1	116	100	116	0.00	0.00	1	116	116	0.00	0.00
128	127	Krung Thai Bank PCL	Bank	1	16	100	16	0.00	0.00	1	16	16	0.00	0.00
129	128	Banco Bilbao Vizcaya Argentaria SA	Bank	0	0	100	0	0.00	0.00	0	0	0	0.00	0.00
130	129	BOK Financial Corp.	Bank	1	0	100	0	0.00	0.00	1	0	0	0.00	0.00
131	130	Boston Private Financial Holdings Inc.	Bank	0	0	100	0	0.00	0.00	0	0	0	0.00	0.00
132	131	California First National Bancorp	Bank	0	0	100	0	0.00	0.00	0	0	0	0.00	0.00
133	132	Canadian Imperial Bank of Commerce	Bank	1	0	100	0	0.00	0.00	1	0	0	0.00	0.00

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				Branch Count	Total Deposits in Market (\$000)	Weight	Weighted Deposits in Market (\$000)	Market Share (%)	Deposit HHI	Branch Count	Total Deposits in Market (\$000)	Weighted Deposits in Market (\$000)	Market Share (%)	Deposit HHI
134	133	CIT Group Inc.	Bank	0	0	100	0	0.00	0.00	0	0	0	0.00	0.00
135	134	DBS Group Holdings Ltd.	Bank	1	0	100	0	0.00	0.00	1	0	0	0.00	0.00
136	135	First IC Corp.	Bank	1	0	100	0	0.00	0.00	1	0	0	0.00	0.00
137	136	First Western Financial Inc.	Bank	1	0	100	0	0.00	0.00	1	0	0	0.00	0.00
138	137	M&T Bank Corp.	Bank	2	0	100	0	0.00	0.00	2	0	0	0.00	0.00
139	138	Mizuho Financial Group Inc.	Bank	1	0	100	0	0.00	0.00	1	0	0	0.00	0.00
140	139	Morgan Stanley	Bank	3	0	100	0	0.00	0.00	3	0	0	0.00	0.00
141	140	Shizuoka Bank Ltd.	Bank	1	0	100	0	0.00	0.00	1	0	0	0.00	0.00
142	141	Signature Bank	Bank	4	0	100	0	0.00	0.00	4	0	0	0.00	0.00
143	142	Sumitomo Mitsui Banking Corporation - Los Angel Bank	CU	1	0	100	0	0.00	0.00	1	0	0	0.00	0.00
144	143	Actors FCU	CU	2	0	0	0	0.00	0.00	2	0	0	0.00	0.00
145	144	Aerospace FCU	CU	1	345,571	0	0	0.00	0.00	1	345,571	0	0.00	0.00
146	145	Airco FCU	CU	1	10,770	0	0	0.00	0.00	1	10,770	0	0.00	0.00
147	146	Alaska USA FCU	CU	1	0	0	0	0.00	0.00	1	0	0	0.00	0.00
148	147	Allied Healthcare FCU	CU	5	69,439	0	0	0.00	0.00	5	69,439	0	0.00	0.00
149	148	America's Christian CU	CU	1	427,012	0	0	0.00	0.00	1	427,012	0	0.00	0.00
150	149	American Airlines FCU	CU	3	0	0	0	0.00	0.00	3	0	0	0.00	0.00
151	150	American Broadcast Employees FCU	CU	3	0	0	0	0.00	0.00	3	0	0	0.00	0.00
152	151	American First CU	CU	3	639,367	0	0	0.00	0.00	3	639,367	0	0.00	0.00
153	152	Arrowhead Central CU	CU	6	1,506,142	0	0	0.00	0.00	6	1,506,142	0	0.00	0.00
154	153	Baxter CU	CU	5	0	0	0	0.00	0.00	5	0	0	0.00	0.00
155	154	Beverly Hills City Employees FCU	CU	1	18,846	0	0	0.00	0.00	1	18,846	0	0.00	0.00
156	155	Bopti FCU	CU	1	59,067	0	0	0.00	0.00	1	59,067	0	0.00	0.00
157	156	Bourne Employees FCU	CU	1	0	0	0	0.00	0.00	1	0	0	0.00	0.00
158	157	C.A.H.P. CU	CU	1	0	0	0	0.00	0.00	1	0	0	0.00	0.00
159	158	Cal Poly FCU	CU	1	15,648	0	0	0.00	0.00	1	15,648	0	0.00	0.00
160	159	Cal State L.A. FCU	CU	2	50,116	0	0	0.00	0.00	2	50,116	0	0.00	0.00
161	160	CalCom FCU	CU	3	60,003	0	0	0.00	0.00	3	60,003	0	0.00	0.00
162	161	California Adventist FCU	CU	1	37,798	0	0	0.00	0.00	1	37,798	0	0.00	0.00
163	162	California Agribusiness CU	CU	3	25,846	0	0	0.00	0.00	3	25,846	0	0.00	0.00
164	163	California Bear CU	CU	2	112,369	0	0	0.00	0.00	2	112,369	0	0.00	0.00
165	164	California CU	CU	14	3,042,065	0	0	0.00	0.00	14	3,042,065	0	0.00	0.00
166	165	California Lithuanian CU	CU	1	128,539	0	0	0.00	0.00	1	128,539	0	0.00	0.00
167	166	Caltech Employees FCU	CU	3	1,708,866	0	0	0.00	0.00	3	1,708,866	0	0.00	0.00
168	167	Camino FCU	CU	2	141,704	0	0	0.00	0.00	2	141,704	0	0.00	0.00
169	168	Canoga Postal FCU	CU	1	661	0	0	0.00	0.00	1	661	0	0.00	0.00
170	169	Capstone FCU	CU	3	33,104	0	0	0.00	0.00	3	33,104	0	0.00	0.00
171	170	Catalyst Corporate FCU	CU	1	0	0	0	0.00	0.00	1	0	0	0.00	0.00
172	171	Certified FCU	CU	6	539,832	0	0	0.00	0.00	6	539,832	0	0.00	0.00
173	172	Chalfey FCU	CU	3	161,856	0	0	0.00	0.00	3	161,856	0	0.00	0.00
174	173	Chevron FCU	CU	2	0	0	0	0.00	0.00	2	0	0	0.00	0.00
175	174	Christian Community CU	CU	2	661,310	0	0	0.00	0.00	2	661,310	0	0.00	0.00
176	175	Clearpath FCU	CU	1	114,531	0	0	0.00	0.00	1	114,531	0	0.00	0.00
177	176	Columbus Club FCU	CU	1	4,467	0	0	0.00	0.00	1	4,467	0	0.00	0.00
178	177	Comunidad Latina FCU	CU	1	4,742	0	0	0.00	0.00	1	4,742	0	0.00	0.00
179	178	CU of Southern California	CU	23	1,564,959	0	0	0.00	0.00	23	1,564,959	0	0.00	0.00
180	179	Downey FCU	CU	1	224,844	0	0	0.00	0.00	1	224,844	0	0.00	0.00

Ownership info as of 2/11/2021

Los Angeles, CA - FRB Banking Market
DEPOSIT BASED HHI
FRB Approach *

002

Pre Merger Rank	Post Merger Rank	Institution	Type	Pre-Merger				Post-Merger						
				Branch Count	Total Deposits in Market (\$000)	Weight	Weighted Deposits in Market (\$000)	Market Share (%)	Deposit HHI	Branch Count	Total Deposits in Market (\$000)	Weighted Deposits in Market (\$000)	Weighted Market Share (%)	Deposit HHI
181	180	E-Central CU	CU	1	151,403	0	0	0.00	0.00	1	151,403	0	0.00	0.00
182	181	Eagle Community CU	CU	6	248,938	0	0	0.00	0.00	6	248,938	0	0.00	0.00
183	182	Edwards FCU	CU	1	0	0	0	0.00	0.00	1	0	0	0.00	0.00
184	183	EI Monte Community CU	CU	1	30,446	0	0	0.00	0.00	1	30,446	0	0.00	0.00
185	184	Episcopal Community FCU	CU	1	5,170	0	0	0.00	0.00	1	5,170	0	0.00	0.00
186	185	Evangelical Christian CU	CU	1	651,261	0	0	0.00	0.00	1	651,261	0	0.00	0.00
187	186	F&A FCU	CU	2	1,564,491	0	0	0.00	0.00	2	1,564,491	0	0.00	0.00
188	187	Farmers Insurance Group FCU	CU	2	993,163	0	0	0.00	0.00	2	993,163	0	0.00	0.00
189	188	Federal Employees West FCU	CU	1	11,101	0	0	0.00	0.00	1	11,101	0	0.00	0.00
190	189	FEDEX Employees Credit Association FCU	CU	1	0	0	0	0.00	0.00	1	0	0	0.00	0.00
191	190	Financial Partners CU	CU	16	1,403,160	0	0	0.00	0.00	16	1,403,160	0	0.00	0.00
192	191	Firefighters First FCU	CU	4	1,475,138	0	0	0.00	0.00	4	1,475,138	0	0.00	0.00
193	192	First City CU	CU	8	686,011	0	0	0.00	0.00	8	686,011	0	0.00	0.00
194	193	First Entertainment CU	CU	11	1,581,849	0	0	0.00	0.00	11	1,581,849	0	0.00	0.00
195	194	First Financial FCU	CU	9	604,100	0	0	0.00	0.00	9	604,100	0	0.00	0.00
196	195	Foothill FCU	CU	3	482,725	0	0	0.00	0.00	3	482,725	0	0.00	0.00
197	196	Fountain Valley CU	CU	1	1,623	0	0	0.00	0.00	1	1,623	0	0.00	0.00
198	197	Fox FCU	CU	2	43,689	0	0	0.00	0.00	2	43,689	0	0.00	0.00
199	198	Gain FCU	CU	2	368,967	0	0	0.00	0.00	2	368,967	0	0.00	0.00
200	199	Glendale Area Schools CU	CU	2	350,822	0	0	0.00	0.00	2	350,822	0	0.00	0.00
201	200	Glendale FCU	CU	2	75,584	0	0	0.00	0.00	2	75,584	0	0.00	0.00
202	201	Golden 1 CU	CU	2	0	0	0	0.00	0.00	2	0	0	0.00	0.00
203	202	Hannin FCU	CU	2	31,702	0	0	0.00	0.00	2	31,702	0	0.00	0.00
204	203	Honda FCU	CU	2	874,184	0	0	0.00	0.00	2	874,184	0	0.00	0.00
205	204	Huntington Beach Credit Union	CU	1	49,161	0	0	0.00	0.00	1	49,161	0	0.00	0.00
206	205	I.L.W.U. FCU	CU	3	299,042	0	0	0.00	0.00	3	299,042	0	0.00	0.00
207	206	Interfaith FCU	CU	1	87,145	0	0	0.00	0.00	1	87,145	0	0.00	0.00
208	207	JACOM CU	CU	1	58,908	0	0	0.00	0.00	1	58,908	0	0.00	0.00
209	208	Justice FCU	CU	1	0	0	0	0.00	0.00	1	0	0	0.00	0.00
210	209	Kinecta FCU	CU	20	4,623,797	0	0	0.00	0.00	20	4,623,797	0	0.00	0.00
211	210	L. A. Electrical Workers CU	CU	1	32,450	0	0	0.00	0.00	1	32,450	0	0.00	0.00
212	211	L.A. Healthcare FCU	CU	2	16,335	0	0	0.00	0.00	2	16,335	0	0.00	0.00
213	212	LA Financial FCU	CU	4	396,526	0	0	0.00	0.00	4	396,526	0	0.00	0.00
214	213	LA Mission FCU	CU	1	7,399	0	0	0.00	0.00	1	7,399	0	0.00	0.00
215	214	LBS Financial CU	CU	9	1,465,710	0	0	0.00	0.00	9	1,465,710	0	0.00	0.00
216	215	Logix FCU	CU	15	5,825,714	0	0	0.00	0.00	15	5,825,714	0	0.00	0.00
217	216	Long Beach City Employees FCU	CU	1	273,118	0	0	0.00	0.00	1	273,118	0	0.00	0.00
218	217	Long Beach Firemen's CU	CU	1	161,345	0	0	0.00	0.00	1	161,345	0	0.00	0.00
219	218	Los Angeles FCU	CU	7	950,468	0	0	0.00	0.00	7	950,468	0	0.00	0.00
220	219	Los Angeles Lee FCU	CU	1	382	0	0	0.00	0.00	1	382	0	0.00	0.00
221	220	Los Angeles Police FCU	CU	4	957,454	0	0	0.00	0.00	4	957,454	0	0.00	0.00
222	221	Maryknoll of Los Angeles FCU	CU	1	1,046	0	0	0.00	0.00	1	1,046	0	0.00	0.00
223	222	Matadors Community CU	CU	2	250,462	0	0	0.00	0.00	2	250,462	0	0.00	0.00
224	223	Mattel FCU	CU	1	28,405	0	0	0.00	0.00	1	28,405	0	0.00	0.00
225	224	Media City CU	CU	1	30,502	0	0	0.00	0.00	1	30,502	0	0.00	0.00
226	225	Mid-Cities CU	CU	1	17,717	0	0	0.00	0.00	1	17,717	0	0.00	0.00
227	226	Monrovia City Employees FCU	CU	1	3,288	0	0	0.00	0.00	1	3,288	0	0.00	0.00

Ownership info as of 2/11/2021

Los Angeles, CA - FRB Banking Market
DEPOSIT BASED HHI
FRB Approach *

Pre Merger Rank	Post Merger Rank	Institution	Type	Pre-Merger				Post-Merger						
				Branch Count	Total Deposits in Market (\$000)	Weight	Weighted Deposits in Market (\$000)	Market Share (%)	Deposit HHI	Branch Count	Total Deposits in Market (\$000)	Weighted Deposits in Market (\$000)	Market Share (%)	Deposit HHI
228	227	Navy FCU	CU	8	0	0	0	0.00	0.00	8	0	0	0.00	0.00
229	228	Nikkel CU	CU	2	66,009	0	0	0.00	0.00	2	66,009	0	0.00	0.00
230	229	Northrop Grumman FCU	CU	8	1,188,796	0	0	0.00	0.00	8	1,188,796	0	0.00	0.00
231	230	Nuvision FCU	CU	13	2,210,349	0	0	0.00	0.00	13	2,210,349	0	0.00	0.00
232	231	Olive View Employees FCU	CU	1	45,025	0	0	0.00	0.00	1	45,025	0	0.00	0.00
233	232	Ontario Montclair School Employees FCU	CU	1	116,269	0	0	0.00	0.00	1	116,269	0	0.00	0.00
234	233	Ontario Public Employees FCU	CU	1	21,978	0	0	0.00	0.00	1	21,978	0	0.00	0.00
235	234	Orange County's CU	CU	11	1,734,499	0	0	0.00	0.00	11	1,734,499	0	0.00	0.00
236	235	P.V.H.M.C. FCU	CU	1	11,603	0	0	0.00	0.00	1	11,603	0	0.00	0.00
237	236	Pacific FCU	CU	1	17,831	0	0	0.00	0.00	1	17,831	0	0.00	0.00
238	237	Pacific Transportation FCU	CU	2	55,085	0	0	0.00	0.00	2	55,085	0	0.00	0.00
239	238	Parishioners FCU	CU	1	40,834	0	0	0.00	0.00	1	40,834	0	0.00	0.00
240	239	Parsons FCU	CU	1	211,077	0	0	0.00	0.00	1	211,077	0	0.00	0.00
241	240	Partners FCU	CU	7	0	0	0	0.00	0.00	7	0	0	0.00	0.00
242	241	Pasadena FCU	CU	1	174,558	0	0	0.00	0.00	1	174,558	0	0.00	0.00
243	242	Pasadena Service FCU	CU	3	115,721	0	0	0.00	0.00	3	115,721	0	0.00	0.00
244	243	Peoples Independent Church FCU	CU	1	41	0	0	0.00	0.00	1	41	0	0.00	0.00
245	244	Polam FCU	CU	2	57,873	0	0	0.00	0.00	2	57,873	0	0.00	0.00
246	245	Pomona Postal FCU	CU	1	3,565	0	0	0.00	0.00	1	3,565	0	0.00	0.00
247	246	POPA FCU	CU	4	259,092	0	0	0.00	0.00	4	259,092	0	0.00	0.00
248	247	PostCity Financial CU	CU	2	66,030	0	0	0.00	0.00	2	66,030	0	0.00	0.00
249	248	Premier America CU	CU	12	2,724,848	0	0	0.00	0.00	12	2,724,848	0	0.00	0.00
250	249	Printing Industries CU	CU	1	0	0	0	0.00	0.00	1	0	0	0.00	0.00
251	250	Priority One CU	CU	3	169,615	0	0	0.00	0.00	3	169,615	0	0.00	0.00
252	251	Prospectors FCU	CU	2	73,571	0	0	0.00	0.00	2	73,571	0	0.00	0.00
253	252	Rancho FCU	CU	4	98,704	0	0	0.00	0.00	4	98,704	0	0.00	0.00
254	253	SAG-AFTRA FCU	CU	5	314,768	0	0	0.00	0.00	5	314,768	0	0.00	0.00
255	254	San Diego County CU	CU	6	0	0	0	0.00	0.00	6	0	0	0.00	0.00
256	255	San Fernando Valley Japanese CU	CU	1	660	0	0	0.00	0.00	1	660	0	0.00	0.00
257	256	Santa Ana FCU	CU	1	73,401	0	0	0.00	0.00	1	73,401	0	0.00	0.00
258	257	SCE FCU	CU	5	739,606	0	0	0.00	0.00	5	739,606	0	0.00	0.00
259	258	Schools FCU	CU	2	123,101	0	0	0.00	0.00	2	123,101	0	0.00	0.00
260	259	SchoolsFirst FCU	CU	40	18,708,963	0	0	0.00	0.00	40	18,708,963	0	0.00	0.00
261	260	Sea Air FCU	CU	2	101,646	0	0	0.00	0.00	2	101,646	0	0.00	0.00
262	261	Self-Help FCU	CU	2	0	0	0	0.00	0.00	2	0	0	0.00	0.00
263	262	SkyOne FCU	CU	1	478,252	0	0	0.00	0.00	1	478,252	0	0.00	0.00
264	263	South Bay CU	CU	3	109,682	0	0	0.00	0.00	3	109,682	0	0.00	0.00
265	264	Southland CU	CU	7	756,643	0	0	0.00	0.00	7	756,643	0	0.00	0.00
266	265	Sunkist Employees FCU	CU	1	3,901	0	0	0.00	0.00	1	3,901	0	0.00	0.00
267	266	Technicolor FCU	CU	2	86,865	0	0	0.00	0.00	2	86,865	0	0.00	0.00
268	267	Together CU	CU	1	0	0	0	0.00	0.00	1	0	0	0.00	0.00
269	268	Torrance Community FCU	CU	1	135,983	0	0	0.00	0.00	1	135,983	0	0.00	0.00
270	269	TruGrocer FCU	CU	1	0	0	0	0.00	0.00	1	0	0	0.00	0.00
271	270	U.P.S. Employees FCU	CU	1	40,629	0	0	0.00	0.00	1	40,629	0	0.00	0.00
272	271	U.S. Postal Service FCU	CU	1	0	0	0	0.00	0.00	1	0	0	0.00	0.00
273	272	U.S.B. Employees FCU	CU	1	1,559	0	0	0.00	0.00	1	1,559	0	0.00	0.00
274	273	UMe FCU	CU	1	234,006	0	0	0.00	0.00	1	234,006	0	0.00	0.00

Los Angeles, CA - FRB Banking Market
DEPOSIT BASED HHI
FRB Approach *

002

Pre Merger Rank	Post Merger Rank	Institution	Type	Pre-Merger				Post-Merger							
				Branch Count	Total Deposits in Market (\$000)	Weight	Weighted Deposits in Market (\$000)	Market Share (%)	Deposit HHI	Branch Count	Total Deposits in Market (\$000)	Weighted Deposits in Market (\$000)	Weighted Market Share (%)	Deposit HHI	
275	274	UNIFY Financial FCU	CU	11	2,708,095	0	0	0.00	0.00	0.00	11	2,708,095	0	0.00	0.00
276	275	Union Yes FCU	CU	1	67,546	0	0	0.00	0.00	0.00	1	67,546	0	0.00	0.00
277	276	United Catholics FCU	CU	1	38,871	0	0	0.00	0.00	0.00	1	38,871	0	0.00	0.00
278	277	Universal City Studios CU	CU	2	66,416	0	0	0.00	0.00	0.00	2	66,416	0	0.00	0.00
279	278	University CU	CU	3	739,658	0	0	0.00	0.00	0.00	3	739,658	0	0.00	0.00
280	279	USC CU	CU	3	598,270	0	0	0.00	0.00	0.00	3	598,270	0	0.00	0.00
281	280	VA Desert Pacific FCU	CU	2	66,993	0	0	0.00	0.00	0.00	2	66,993	0	0.00	0.00
282	281	Ventura County CU	CU	2	0	0	0	0.00	0.00	0.00	2	0	0	0.00	0.00
283	282	Water & Power Community CU	CU	5	713,401	0	0	0.00	0.00	0.00	5	713,401	0	0.00	0.00
284	283	Westcom Central CU	CU	18	3,621,489	0	0	0.00	0.00	0.00	18	3,621,489	0	0.00	0.00
285	284	Western States Regional FCU	CU	1	475	0	0	0.00	0.00	0.00	1	475	0	0.00	0.00
286	285	Xceed Financial FCU	CU	1	778,941	0	0	0.00	0.00	0.00	1	778,941	0	0.00	0.00
TOTALS:				2,890	769,223,061	686,169,328	100.00	846.58	2,890	769,223,061	686,169,328	100.00	846.87		

PRE-MERGER HHI: 847
 POST-MERGER HHI: 847
 HHI CHANGE: 0

Los Angeles, CA - FRB Banking Market
DEPOSIT BASED HHI
FRB Approach *

Pre Merger Rank	Post Merger Rank	Institution	Type	Pre-Merger				Post-Merger			
				Branch Count	Total Deposits in Market (\$000)	Weight	Weighted Deposits in Market (\$000)	Market Share (%)	Weighted Market Share (%)	Branch Count	Total Deposits in Market (\$000)

Footnotes:

* FRB Approach: Banks at 100%, Commercially Active Thrifts at 100%, Other Thrifts at 50%, Commercially Active Credit Unions at 100%, Competitive Credit Unions at 50%, Other Credit Unions at 0

** Pro Forma Ownership assumes that announced transactions have been completed

Los Angeles, CA - FRB Banking Market
DEPOSIT BASED HHI
DOJ Initial Screen *

Ownership info as of 2/11/2021

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Pre Merger Rank	Post Merger Rank	Institution	Type	Pre-Merger				Post-Merger						
				Branch Count	Total Deposits in Market (\$000)	Weight	Weighted Deposits in Market (\$000)	Market Share (%)	Weighted Deposits in Market (\$000)	Branch Count	Total Deposits in Market (\$000)	Weighted Deposits in Market (\$000)	Market Share (%)	Deposit HHI
BUYER														
22		Banc of California Inc.	Bank	25	5,637,454	100	5,637,454	0.83	0.68					
TARGET														
38		Pacific Mercantile Bancorp	Bank	5	1,189,099	100	1,189,099	0.17	0.03					
RESULTING INSTITUTION														
19		Banc of California Inc.	Bank				30	6,826,553	1.00	1.00				
OTHER INSTITUTIONS (Pro Forma **)														
1		Bank of America Corp.	Bank	339	116,165,880	100	116,165,880	17.01	289.47	339	116,165,880	116,165,880	17.01	289.47
2		JPMorgan Chase & Co.	Bank	400	95,306,350	100	95,306,350	13.96	194.85	400	95,306,350	95,306,350	13.96	194.85
3		Wells Fargo & Co.	Bank	334	91,112,740	100	91,112,740	13.34	178.08	334	91,112,740	91,112,740	13.34	178.08
4		Mitsubishi UFJ Financial Group Inc.	Bank	111	50,546,327	100	50,546,327	7.40	54.81	111	50,546,327	50,546,327	7.40	54.81
5		First Citizens BancShares Inc.	Bank	60	44,962,688	100	44,962,688	6.59	43.37	60	44,962,688	44,962,688	6.59	43.37
6		Royal Bank of Canada	Bank	39	38,991,818	100	38,991,818	5.71	32.61	39	38,991,818	38,991,818	5.71	32.61
7		East West Bancorp Inc.	Bank	53	28,164,173	100	28,164,173	4.12	17.02	53	28,164,173	28,164,173	4.12	17.02
8		Citigroup Inc.	Bank	130	26,807,000	100	26,807,000	3.93	15.42	130	26,807,000	26,807,000	3.93	15.42
9		U.S. Bancorp	Bank	179	15,209,685	100	15,209,685	2.23	4.96	179	15,209,685	15,209,685	2.23	4.96
10		BNP Paribas SA	Bank	67	14,395,232	100	14,395,232	2.11	4.45	67	14,395,232	14,395,232	2.11	4.45
11		Cathay General Bancorp	Bank	24	10,191,594	100	10,191,594	1.49	2.23	24	10,191,594	10,191,594	1.49	2.23
12		Hope Bancorp Inc.	Bank	28	10,178,622	100	10,178,622	1.49	2.22	28	10,178,622	10,178,622	1.49	2.22
13		First Republic Bank	Bank	10	10,033,896	100	10,033,896	1.47	2.16	10	10,033,896	10,033,896	1.47	2.16
14		PacWest Bancorp	Bank	31	9,501,334	100	9,501,334	1.39	1.94	31	9,501,334	9,501,334	1.39	1.94
15		Comerica Inc.	Bank	41	8,787,762	100	8,787,762	1.29	1.66	41	8,787,762	8,787,762	1.29	1.66
16		HSBC Holdings PLC	Bank	23	8,036,932	100	8,036,932	1.18	1.39	23	8,036,932	8,036,932	1.18	1.39
17		CVB Financial Corp.	Bank	34	7,605,258	100	7,605,258	1.11	1.24	34	7,605,258	7,605,258	1.11	1.24
18		Palomar Enterprises LLC	Bank	24	7,194,857	100	7,194,857	1.05	1.11	24	7,194,857	7,194,857	1.05	1.11
19		Zions Bancorp. NA	Bank	36	6,501,876	100	6,501,876	0.95	0.91	36	6,501,876	6,501,876	0.95	0.91
20		Pacific Premier Bancorp Inc.	Bank	22	6,400,278	100	6,400,278	0.94	0.88	22	6,400,278	6,400,278	0.94	0.88
21		Bank of China Ltd.	Bank	1	6,327,765	100	6,327,765	0.93	0.86	1	6,327,765	6,327,765	0.93	0.86
22		First Foundation Inc.	Bank	9	4,651,344	100	4,651,344	0.68	0.46	9	4,651,344	4,651,344	0.68	0.46
23		Hanmi Financial Corp.	Bank	19	3,978,732	100	3,978,732	0.58	0.34	19	3,978,732	3,978,732	0.58	0.34
24		Preferred Bank	Bank	10	3,711,129	100	3,711,129	0.54	0.30	10	3,711,129	3,711,129	0.54	0.30
25		Sumitomo Mitsui Financial Group Inc.	Bank	9	3,623,262	100	3,623,262	0.53	0.28	9	3,623,262	3,623,262	0.53	0.28
26		Luther Burbank Corp.	Bank	8	3,119,847	100	3,119,847	0.46	0.21	8	3,119,847	3,119,847	0.46	0.21
27		American Business Bank	Bank	1	3,024,698	100	3,024,698	0.44	0.20	1	3,024,698	3,024,698	0.44	0.20
28		MUFG Bank - Los Angeles Branch	Bank	1	2,642,926	100	2,642,926	0.39	0.15	1	2,642,926	2,642,926	0.39	0.15
29		FB Corp.	Bank	22	1,907,302	100	1,907,302	0.28	0.08	22	1,907,302	1,907,302	0.28	0.08
30		CTBC Financial Holding Co. Ltd.	Bank	8	1,641,327	100	1,641,327	0.24	0.06	8	1,641,327	1,641,327	0.24	0.06
31		PCB Bancorp	Bank	11	1,568,838	100	1,568,838	0.23	0.05	11	1,568,838	1,568,838	0.23	0.05
32		2011 TRT	Bank	4	1,440,895	100	1,440,895	0.21	0.04	4	1,440,895	1,440,895	0.21	0.04
33		RBB Bancorp	Bank	10	1,360,162	100	1,360,162	0.20	0.04	10	1,360,162	1,360,162	0.20	0.04
34		First Choice Bancorp	Bank	7	1,351,573	100	1,351,573	0.20	0.04	7	1,351,573	1,351,573	0.20	0.04
35		CBC Bancorp	Bank	6	1,203,151	100	1,203,151	0.18	0.03	6	1,203,151	1,203,151	0.18	0.03
36		H Bancorp LLC	Bank	3	1,192,719	100	1,192,719	0.17	0.03	3	1,192,719	1,192,719	0.17	0.03
37		OP Bancorp	Bank	7	1,057,967	100	1,057,967	0.15	0.02	7	1,057,967	1,057,967	0.15	0.02

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40	39	Woori Financial Group Inc.	Bank	7	1,021,052	100	1,021,052	0.15	0.02	7	1,021,052	1,021,052	0.15	0.02
41	40	CBB Bancorp Inc.	Bank	6	955,374	100	955,374	0.14	0.02	6	955,374	955,374	0.14	0.02
42	41	Allegiant United Holdings LLC	Bank	1	949,697	100	949,697	0.14	0.02	1	949,697	949,697	0.14	0.02
43	42	Northern Trust Corp.	Bank	3	917,390	100	917,390	0.13	0.02	3	917,390	917,390	0.13	0.02
44	43	Umpqua Holdings Corp.	Bank	3	890,615	100	890,615	0.13	0.02	3	890,615	890,615	0.13	0.02
45	44	Mizrahi Tefanot Bank - Los Angeles Branch	Bank	1	848,471	100	848,471	0.12	0.02	1	848,471	848,471	0.12	0.02
46	45	CW Bancorp.	Bank	1	841,539	100	841,539	0.12	0.02	1	841,539	841,539	0.12	0.02
47	46	Land Bank of Taiwan Co. Ltd.	Bank	1	821,307	100	821,307	0.12	0.01	1	821,307	821,307	0.12	0.01
48	47	HomeStreet Inc.	Bank	10	803,686	100	803,686	0.12	0.01	10	803,686	803,686	0.12	0.01
49	48	First General Bank	Bank	5	794,512	100	794,512	0.12	0.01	5	794,512	794,512	0.12	0.01
50	49	First Financial Holding Co. Ltd.	Bank	6	709,459	100	709,459	0.10	0.01	6	709,459	709,459	0.10	0.01
51	50	SVB Financial Group	Bank	5	641,268	100	641,268	0.09	0.01	5	641,268	641,268	0.09	0.01
52	51	Israel Discount Bank Ltd.	Bank	2	602,456	100	602,456	0.09	0.01	2	602,456	602,456	0.09	0.01
53	52	US Metro Bancorp Inc.	Bank	6	578,885	100	578,885	0.08	0.01	6	578,885	578,885	0.08	0.01
54	53	State Bank of India	Bank	5	578,379	100	578,379	0.08	0.01	5	578,379	578,379	0.08	0.01
55	54	Western Alliance Bancorp.	Bank	2	566,432	100	566,432	0.08	0.01	2	566,432	566,432	0.08	0.01
56	55	Bank Leumi le-Israël BM	Bank	1	543,695	100	543,695	0.08	0.01	1	543,695	543,695	0.08	0.01
57	56	O-Bank Co. Ltd.	Bank	6	537,571	100	537,571	0.08	0.01	6	537,571	537,571	0.08	0.01
58	57	Industrial & Commercial Bank of China Ltd.	Bank	5	527,776	100	527,776	0.08	0.01	5	527,776	527,776	0.08	0.01
59	58	Taiwan Cooperative Financial Holding Co. Ltd.	Bank	1	520,000	100	520,000	0.08	0.01	1	520,000	520,000	0.08	0.01
60	59	Pacific Enterprise Bancorp	Bank	1	504,983	100	504,983	0.07	0.01	1	504,983	504,983	0.07	0.01
61	60	Shinhan Financial Group Co., Ltd.	Bank	4	475,294	100	475,294	0.07	0.00	4	475,294	475,294	0.07	0.00
62	61	American Plus Bank N.A.	Bank	3	470,120	100	470,120	0.07	0.00	3	470,120	470,120	0.07	0.00
63	62	Maham Beileigungsgesellschaft AG	Bank	2	446,254	100	446,254	0.07	0.00	2	446,254	446,254	0.07	0.00
64	63	SinoPac Financial Holdings Co. Ltd.	Bank	1	432,430	100	432,430	0.06	0.00	1	432,430	432,430	0.06	0.00
65	64	Private Bancorp of America Inc.	Bank	3	429,488	100	429,488	0.06	0.00	3	429,488	429,488	0.06	0.00
66	65	Mission Valley Bancorp	Bank	2	396,239	100	396,239	0.06	0.00	2	396,239	396,239	0.06	0.00
67	66	GBC Holdings Inc.	Bank	4	390,757	100	390,757	0.06	0.00	4	390,757	390,757	0.06	0.00
68	67	Banner Corp.	Bank	4	378,591	100	378,591	0.06	0.00	4	378,591	378,591	0.06	0.00
69	68	Big Poppy Holdings Inc.	Bank	2	372,610	100	372,610	0.05	0.00	2	372,610	372,610	0.05	0.00
70	69	CKH Capital Inc.	Bank	3	369,325	100	369,325	0.05	0.00	3	369,325	369,325	0.05	0.00
71	70	Southern California Bancorp	Bank	5	367,058	100	367,058	0.05	0.00	5	367,058	367,058	0.05	0.00
72	71	Golden State Bancorp	Bank	3	355,375	100	355,375	0.05	0.00	3	355,375	355,375	0.05	0.00
73	72	Shanghai Commercial & Savings Bank Ltd.	Bank	1	335,496	100	335,496	0.05	0.00	1	335,496	335,496	0.05	0.00
74	73	OneUnited Bank	Bank	1	327,485	100	327,485	0.05	0.00	1	327,485	327,485	0.05	0.00
75	74	BayCom Corp.	Bank	4	320,021	100	320,021	0.05	0.00	4	320,021	320,021	0.05	0.00
76	75	Partners Bank of California	Bank	2	308,072	100	308,072	0.05	0.00	2	308,072	308,072	0.05	0.00
77	76	Mega Bank	Bank	4	305,239	100	305,239	0.04	0.00	4	305,239	305,239	0.04	0.00
78	77	PNC Financial Services Group Inc.	Bank	2	298,576	100	298,576	0.04	0.00	2	298,576	298,576	0.04	0.00
79	78	Bank of Santa Clara	Bank	1	276,349	100	276,349	0.04	0.00	1	276,349	276,349	0.04	0.00
80	79	Pacific Alliance Bank	Bank	3	266,201	100	266,201	0.04	0.00	3	266,201	266,201	0.04	0.00
81	80	Chino Commercial Bancorp	Bank	4	245,797	100	245,797	0.04	0.00	4	245,797	245,797	0.04	0.00
82	81	AFNB Holdings Inc.	Bank	3	242,048	100	242,048	0.04	0.00	3	242,048	242,048	0.04	0.00
83	82	American Continental Bancorp	Bank	4	230,914	100	230,914	0.03	0.00	4	230,914	230,914	0.03	0.00
84	83	First Credit Bank	Bank	1	217,538	100	217,538	0.03	0.00	1	217,538	217,538	0.03	0.00
85	84	Mission Bancorp	Bank	1	213,883	100	213,883	0.03	0.00	1	213,883	213,883	0.03	0.00
86	85	EH National Bank	Bank	1	208,158	100	208,158	0.03	0.00	1	208,158	208,158	0.03	0.00

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87	86	E SUN Financial Holding Company Ltd.	Bank	1	204,672	100	204,672	0.03	0.00	1	204,672	204,672	0.03	0.00
88	87	Community Commerce Bank	Bank	4	194,193	100	194,193	0.03	0.00	4	194,193	194,193	0.03	0.00
89	88	Independent Bankers Financial Corp.	Bank	1	184,884	100	184,884	0.03	0.00	1	184,884	184,884	0.03	0.00
90	89	Friendly Hills Bank	Bank	2	158,978	100	158,978	0.02	0.00	2	158,978	158,978	0.02	0.00
91	90	Golden Bank NA	Bank	3	152,158	100	152,158	0.02	0.00	3	152,158	152,158	0.02	0.00
92	91	Infinity Bank	Bank	1	142,657	100	142,657	0.02	0.00	1	142,657	142,657	0.02	0.00
93	92	United Pacific Bank	Bank	2	126,253	100	126,253	0.02	0.00	2	126,253	126,253	0.02	0.00
94	93	Hua Nan Financial Holdings Co. Ltd.	Bank	1	122,658	100	122,658	0.02	0.00	1	122,658	122,658	0.02	0.00
95	94	Eastern International Bank	Bank	2	110,840	100	110,840	0.02	0.00	2	110,840	110,840	0.02	0.00
96	95	Enterprise Financial Services Corp.	Bank	1	92,883	100	92,883	0.01	0.00	1	92,883	92,883	0.01	0.00
97	96	Mega International Commercial Bank Co. Ltd.	Bank	1	72,588	100	72,588	0.01	0.00	1	72,588	72,588	0.01	0.00
98	97	California Business Bank	Bank	1	68,585	100	68,585	0.01	0.00	1	68,585	68,585	0.01	0.00
99	98	Greater Pacific Bancshares	Bank	1	66,475	100	66,475	0.01	0.00	1	66,475	66,475	0.01	0.00
100	99	Saddleback Bancorp	Bank	1	66,254	100	66,254	0.01	0.00	1	66,254	66,254	0.01	0.00
101	100	Wallis Bancshares Inc.	Bank	2	60,629	100	60,629	0.01	0.00	2	60,629	60,629	0.01	0.00
102	101	DMG Bancshares Inc.	Bank	1	58,336	100	58,336	0.01	0.00	1	58,336	58,336	0.01	0.00
103	102	Beneficial State Foundation	Bank	1	48,295	100	48,295	0.01	0.00	1	48,295	48,295	0.01	0.00
104	103	Asian Pacific National Bank	Bank	2	46,999	100	46,999	0.01	0.00	2	46,999	46,999	0.01	0.00
105	104	California International Bank NA	Bank	1	38,299	100	38,299	0.01	0.00	1	38,299	38,299	0.01	0.00
106	105	Bank of Taiwan	Bank	1	32,706	100	32,706	0.00	0.00	1	32,706	32,706	0.00	0.00
107	106	Balboa Thrift and Loan Association	Bank	1	32,055	100	32,055	0.00	0.00	1	32,055	32,055	0.00	0.00
108	107	Beal Financial Corp.	Bank	2	25,979	100	25,979	0.00	0.00	2	25,979	25,979	0.00	0.00
109	108	China Merchants Bank Co. Ltd.	Bank	1	25,374	100	25,374	0.00	0.00	1	25,374	25,374	0.00	0.00
110	109	Sierra Bancorp	Bank	1	22,057	100	22,057	0.00	0.00	1	22,057	22,057	0.00	0.00
111	110	SWNB Bancorp Inc.	Bank	1	16,150	100	16,150	0.00	0.00	1	16,150	16,150	0.00	0.00
112	111	Taiwan Business Bank Co. Ltd.	Bank	1	11,684	100	11,684	0.00	0.00	1	11,684	11,684	0.00	0.00
113	112	China Citic Bank International - Los Angeles Branch	Bank	1	9,287	100	9,287	0.00	0.00	1	9,287	9,287	0.00	0.00
114	113	United Overseas Bank Ltd.	Bank	1	8,408	100	8,408	0.00	0.00	1	8,408	8,408	0.00	0.00
115	114	Tangent Holdings Corp.	Bank	1	4,098	100	4,098	0.00	0.00	1	4,098	4,098	0.00	0.00
116	115	Oversea-Chinese Banking Corp. Ltd.	Bank	1	3,202	100	3,202	0.00	0.00	1	3,202	3,202	0.00	0.00
117	116	Bank of East Asia, Ltd.	Bank	1	1,978	100	1,978	0.00	0.00	1	1,978	1,978	0.00	0.00
118	117	Bank of New York Mellon Corp.	Bank	3	1,659	100	1,659	0.00	0.00	3	1,659	1,659	0.00	0.00
119	118	Chang Hwa Commercial Bank Ltd.	Bank	1	116	100	116	0.00	0.00	1	116	116	0.00	0.00
120	119	Krung Thai Bank PCL	Bank	1	16	100	16	0.00	0.00	1	16	16	0.00	0.00
121	120	Barco Bilbao Vizcaya Argentaria SA	Bank	0	0	100	0	0.00	0.00	0	0	0	0.00	0.00
122	121	BOK Financial Corp.	Bank	1	0	100	0	0.00	0.00	1	0	0	0.00	0.00
123	122	Boston Private Financial Holdings Inc.	Bank	0	0	100	0	0.00	0.00	0	0	0	0.00	0.00
124	123	California First National Bancorp	Bank	0	0	100	0	0.00	0.00	0	0	0	0.00	0.00
125	124	Canadian Imperial Bank of Commerce	Bank	1	0	100	0	0.00	0.00	1	0	0	0.00	0.00
126	125	CIT Group Inc.	Bank	0	0	100	0	0.00	0.00	0	0	0	0.00	0.00
127	126	DBS Group Holdings Ltd.	Bank	1	0	100	0	0.00	0.00	1	0	0	0.00	0.00
128	127	First IC Corp.	Bank	1	0	100	0	0.00	0.00	1	0	0	0.00	0.00
129	128	First Western Financial Inc.	Bank	1	0	100	0	0.00	0.00	1	0	0	0.00	0.00
130	129	M&T Bank Corp.	Bank	2	0	100	0	0.00	0.00	2	0	0	0.00	0.00
131	130	Mizuho Financial Group Inc.	Bank	1	0	100	0	0.00	0.00	1	0	0	0.00	0.00
132	131	Morgan Stanley	Bank	3	0	100	0	0.00	0.00	3	0	0	0.00	0.00
133	132	Shizuoka Bank Ltd.	Bank	1	0	100	0	0.00	0.00	1	0	0	0.00	0.00

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134	133	Signature Bank	Bank	4	0	100	0	0.00	0.00	4	0	0	0.00	0.00
135	134	Sumitomo Mitsui Banking Corporation - Los Angel Bank	CU	1	0	100	0	0.00	0.00	1	0	0	0.00	0.00
136	135	Actors FCU	CU	2	0	0	0	0.00	0.00	2	0	0	0.00	0.00
137	136	Aerospace FCU	CU	1	345,571	0	0	0.00	0.00	1	345,571	0	0.00	0.00
138	137	Airco FCU	CU	1	10,770	0	0	0.00	0.00	1	10,770	0	0.00	0.00
139	138	Alaska USA FCU	CU	1	0	0	0	0.00	0.00	1	0	0	0.00	0.00
140	139	Allied Healthcare FCU	CU	5	69,439	0	0	0.00	0.00	5	69,439	0	0.00	0.00
141	140	America's Christian CU	CU	1	427,012	0	0	0.00	0.00	1	427,012	0	0.00	0.00
142	141	American Airlines FCU	CU	3	0	0	0	0.00	0.00	3	0	0	0.00	0.00
143	142	American Broadcast Employees FCU	CU	3	0	0	0	0.00	0.00	3	0	0	0.00	0.00
144	143	American First CU	CU	3	639,367	0	0	0.00	0.00	3	639,367	0	0.00	0.00
145	144	Arrowhead Central CU	CU	6	1,506,142	0	0	0.00	0.00	6	1,506,142	0	0.00	0.00
146	145	Baxter CU	CU	5	0	0	0	0.00	0.00	5	0	0	0.00	0.00
147	146	Beverly Hills City Employees FCU	CU	1	18,846	0	0	0.00	0.00	1	18,846	0	0.00	0.00
148	147	Bopti FCU	CU	1	59,067	0	0	0.00	0.00	1	59,067	0	0.00	0.00
149	148	Bourns Employees FCU	CU	1	0	0	0	0.00	0.00	1	0	0	0.00	0.00
150	149	C.A.H.P. CU	CU	1	0	0	0	0.00	0.00	1	0	0	0.00	0.00
151	150	Cal Poly FCU	CU	1	15,848	0	0	0.00	0.00	1	15,848	0	0.00	0.00
152	151	Cal State L.A. FCU	CU	2	50,116	0	0	0.00	0.00	2	50,116	0	0.00	0.00
153	152	CalCom FCU	CU	3	60,003	0	0	0.00	0.00	3	60,003	0	0.00	0.00
154	153	California Adventist FCU	CU	1	37,798	0	0	0.00	0.00	1	37,798	0	0.00	0.00
155	154	California Agribusiness CU	CU	3	25,846	0	0	0.00	0.00	3	25,846	0	0.00	0.00
156	155	California Bear CU	CU	2	112,369	0	0	0.00	0.00	2	112,369	0	0.00	0.00
157	156	California CU	CU	14	3,042,065	0	0	0.00	0.00	14	3,042,065	0	0.00	0.00
158	157	California Lithuanian CU	CU	1	128,539	0	0	0.00	0.00	1	128,539	0	0.00	0.00
159	158	Caltech Employees FCU	CU	3	1,708,866	0	0	0.00	0.00	3	1,708,866	0	0.00	0.00
160	159	Camino FCU	CU	2	141,704	0	0	0.00	0.00	2	141,704	0	0.00	0.00
161	160	Canoga Postal FCU	CU	1	661	0	0	0.00	0.00	1	661	0	0.00	0.00
162	161	Capstone FCU	CU	3	33,104	0	0	0.00	0.00	3	33,104	0	0.00	0.00
163	162	Catalyst Corporate FCU	CU	1	0	0	0	0.00	0.00	1	0	0	0.00	0.00
164	163	Certified FCU	CU	6	539,832	0	0	0.00	0.00	6	539,832	0	0.00	0.00
165	164	Chaiffey FCU	CU	3	161,856	0	0	0.00	0.00	3	161,856	0	0.00	0.00
166	165	Chevron FCU	CU	2	0	0	0	0.00	0.00	2	0	0	0.00	0.00
167	166	Christian Community CU	CU	2	661,310	0	0	0.00	0.00	2	661,310	0	0.00	0.00
168	167	Clearpath FCU	CU	1	114,531	0	0	0.00	0.00	1	114,531	0	0.00	0.00
169	168	Columbus Club FCU	CU	1	4,467	0	0	0.00	0.00	1	4,467	0	0.00	0.00
170	169	Comunidad Latina FCU	CU	1	4,742	0	0	0.00	0.00	1	4,742	0	0.00	0.00
171	170	CU of Southern California	CU	23	1,564,959	0	0	0.00	0.00	23	1,564,959	0	0.00	0.00
172	171	Downey FCU	CU	1	224,844	0	0	0.00	0.00	1	224,844	0	0.00	0.00
173	172	E-Central CU	CU	1	151,403	0	0	0.00	0.00	1	151,403	0	0.00	0.00
174	173	Eagle Community CU	CU	6	248,938	0	0	0.00	0.00	6	248,938	0	0.00	0.00
175	174	Edwards FCU	CU	1	0	0	0	0.00	0.00	1	0	0	0.00	0.00
176	175	El Monte Community CU	CU	1	30,446	0	0	0.00	0.00	1	30,446	0	0.00	0.00
177	176	Episcopal Community FCU	CU	1	5,170	0	0	0.00	0.00	1	5,170	0	0.00	0.00
178	177	Evangelical Christian CU	CU	1	651,261	0	0	0.00	0.00	1	651,261	0	0.00	0.00
179	178	F&A FCU	CU	2	1,564,491	0	0	0.00	0.00	2	1,564,491	0	0.00	0.00
180	179	Farmers Insurance Group FCU	CU	2	993,163	0	0	0.00	0.00	2	993,163	0	0.00	0.00

Los Angeles, CA - FRB Banking Market
 DEPOSIT BASED HHI
 DOJ Initial Screen *

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Ownership info as of 2/11/2021

Pre Merger Rank	Post Merger Rank	Institution	Type	Pre-Merger				Post-Merger						
				Branch Count	Total Deposits in Market (\$000)	Weight	Weighted Deposits in Market (\$000)	Market Share (%)	Branch Count	Total Deposits in Market (\$000)	Weighted Deposits in Market (\$000)	Market Share (%)	Deposit HHI	
181	180	Federal Employees West FCU	CU	1	11,101	0	0	0.00	0.00	1	11,101	0	0.00	0.00
182	181	FEDEX Employees Credit Association FCU	CU	1	0	0	0	0.00	0.00	1	0	0	0.00	0.00
183	182	Financial Partners CU	CU	16	1,403,160	0	0	0.00	0.00	16	1,403,160	0	0.00	0.00
184	183	Firefighters First FCU	CU	4	1,475,138	0	0	0.00	0.00	4	1,475,138	0	0.00	0.00
185	184	First City CU	CU	8	686,011	0	0	0.00	0.00	8	686,011	0	0.00	0.00
186	185	First Entertainment CU	CU	11	1,581,849	0	0	0.00	0.00	11	1,581,849	0	0.00	0.00
187	186	First Financial FCU	CU	9	604,100	0	0	0.00	0.00	9	604,100	0	0.00	0.00
188	187	Foothill FCU	CU	3	482,725	0	0	0.00	0.00	3	482,725	0	0.00	0.00
189	188	Fountain Valley CU	CU	1	1,623	0	0	0.00	0.00	1	1,623	0	0.00	0.00
190	189	Fox FCU	CU	2	43,689	0	0	0.00	0.00	2	43,689	0	0.00	0.00
191	190	Gain FCU	CU	2	368,967	0	0	0.00	0.00	2	368,967	0	0.00	0.00
192	191	Glendale Area Schools CU	CU	2	350,822	0	0	0.00	0.00	2	350,822	0	0.00	0.00
193	192	Glendale FCU	CU	2	75,584	0	0	0.00	0.00	2	75,584	0	0.00	0.00
194	193	Golden 1 CU	CU	2	0	0	0	0.00	0.00	2	0	0	0.00	0.00
195	194	Hanin FCU	CU	2	31,702	0	0	0.00	0.00	2	31,702	0	0.00	0.00
196	195	Honda FCU	CU	2	874,184	0	0	0.00	0.00	2	874,184	0	0.00	0.00
197	196	Huntington Beach Credit Union	CU	1	49,161	0	0	0.00	0.00	1	49,161	0	0.00	0.00
198	197	I.L.W.U. FCU	CU	3	299,042	0	0	0.00	0.00	3	299,042	0	0.00	0.00
199	198	Interfaith FCU	CU	1	87,145	0	0	0.00	0.00	1	87,145	0	0.00	0.00
200	199	JACOM CU	CU	1	58,908	0	0	0.00	0.00	1	58,908	0	0.00	0.00
201	200	Justice FCU	CU	1	0	0	0	0.00	0.00	1	0	0	0.00	0.00
202	201	Kinecta FCU	CU	20	4,623,797	0	0	0.00	0.00	20	4,623,797	0	0.00	0.00
203	202	L. A. Electrical Workers CU	CU	1	32,450	0	0	0.00	0.00	1	32,450	0	0.00	0.00
204	203	L.A. Healthcare FCU	CU	2	16,335	0	0	0.00	0.00	2	16,335	0	0.00	0.00
205	204	LA Financial FCU	CU	4	396,526	0	0	0.00	0.00	4	396,526	0	0.00	0.00
206	205	LA Mission FCU	CU	1	7,399	0	0	0.00	0.00	1	7,399	0	0.00	0.00
207	206	LBS Financial CU	CU	9	1,465,710	0	0	0.00	0.00	9	1,465,710	0	0.00	0.00
208	207	Logix FCU	CU	15	5,825,714	0	0	0.00	0.00	15	5,825,714	0	0.00	0.00
209	208	Long Beach City Employees FCU	CU	1	273,118	0	0	0.00	0.00	1	273,118	0	0.00	0.00
210	209	Long Beach Firemen's CU	CU	1	161,345	0	0	0.00	0.00	1	161,345	0	0.00	0.00
211	210	Los Angeles FCU	CU	7	950,468	0	0	0.00	0.00	7	950,468	0	0.00	0.00
212	211	Los Angeles Lee FCU	CU	1	382	0	0	0.00	0.00	1	382	0	0.00	0.00
213	212	Los Angeles Police FCU	CU	4	957,454	0	0	0.00	0.00	4	957,454	0	0.00	0.00
214	213	Maryknoll of Los Angeles FCU	CU	1	1,046	0	0	0.00	0.00	1	1,046	0	0.00	0.00
215	214	Mateadors Community CU	CU	2	250,462	0	0	0.00	0.00	2	250,462	0	0.00	0.00
216	215	Mattel FCU	CU	1	28,405	0	0	0.00	0.00	1	28,405	0	0.00	0.00
217	216	Media City CU	CU	1	30,502	0	0	0.00	0.00	1	30,502	0	0.00	0.00
218	217	Mid-Cities CU	CU	1	17,717	0	0	0.00	0.00	1	17,717	0	0.00	0.00
219	218	Momovia City Employees FCU	CU	1	3,288	0	0	0.00	0.00	1	3,288	0	0.00	0.00
220	219	Navy FCU	CU	8	0	0	0	0.00	0.00	8	0	0	0.00	0.00
221	220	Nikkei CU	CU	2	66,009	0	0	0.00	0.00	2	66,009	0	0.00	0.00
222	221	Northrop Grumman FCU	CU	8	1,188,796	0	0	0.00	0.00	8	1,188,796	0	0.00	0.00
223	222	Nuvison FCU	CU	13	2,210,349	0	0	0.00	0.00	13	2,210,349	0	0.00	0.00
224	223	Olive View Employees FCU	CU	1	45,025	0	0	0.00	0.00	1	45,025	0	0.00	0.00
225	224	Ontario Montclair School Employees FCU	CU	1	116,269	0	0	0.00	0.00	1	116,269	0	0.00	0.00
226	225	Ontario Public Employees FCU	CU	1	21,978	0	0	0.00	0.00	1	21,978	0	0.00	0.00
227	226	Orange County's CU	CU	11	1,734,499	0	0	0.00	0.00	11	1,734,499	0	0.00	0.00

Los Angeles, CA - FRB Banking Market
DEPOSIT BASED HHI
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Pre Merger Rank	Post Merger Rank	Institution	Type	Pre-Merger				Post-Merger						
				Branch Count	Total Deposits in Market (\$000)	Weight	Weighted Deposits in Market (\$000)	Market Share (%)	Branch Count	Total Deposits in Market (\$000)	Weighted Deposits in Market (\$000)	Market Share (%)	Deposit HHI	
228	227	P.V.H.M.C. FCU	CU	1	11,603	0	0	0.00	0.00	1	11,603	0	0.00	0.00
229	228	Pacific FCU	CU	1	17,831	0	0	0.00	0.00	1	17,831	0	0.00	0.00
230	229	Pacific Transportation FCU	CU	2	55,085	0	0	0.00	0.00	2	55,085	0	0.00	0.00
231	230	Parishioners FCU	CU	1	40,834	0	0	0.00	0.00	1	40,834	0	0.00	0.00
232	231	Parsons FCU	CU	1	211,077	0	0	0.00	0.00	1	211,077	0	0.00	0.00
233	232	Partners FCU	CU	7	0	0	0	0.00	0.00	7	0	0	0.00	0.00
234	233	Pasadena FCU	CU	1	174,558	0	0	0.00	0.00	1	174,558	0	0.00	0.00
235	234	Pasadena Service FCU	CU	3	115,721	0	0	0.00	0.00	3	115,721	0	0.00	0.00
236	235	Peoples Independent Church FCU	CU	1	41	0	0	0.00	0.00	1	41	0	0.00	0.00
237	236	Polam FCU	CU	2	57,873	0	0	0.00	0.00	2	57,873	0	0.00	0.00
238	237	Pomona Postal FCU	CU	1	3,565	0	0	0.00	0.00	1	3,565	0	0.00	0.00
239	238	POPA FCU	CU	4	259,092	0	0	0.00	0.00	4	259,092	0	0.00	0.00
240	239	PosiCity Financial CU	CU	2	66,030	0	0	0.00	0.00	2	66,030	0	0.00	0.00
241	240	Premier America CU	CU	12	2,724,848	0	0	0.00	0.00	12	2,724,848	0	0.00	0.00
242	241	Printing Industries CU	CU	1	0	0	0	0.00	0.00	1	0	0	0.00	0.00
243	242	Priority One CU	CU	3	169,615	0	0	0.00	0.00	3	169,615	0	0.00	0.00
244	243	Prospectors FCU	CU	2	73,571	0	0	0.00	0.00	2	73,571	0	0.00	0.00
245	244	Rancho FCU	CU	4	98,704	0	0	0.00	0.00	4	98,704	0	0.00	0.00
246	245	SAG-AFTRA FCU	CU	5	314,768	0	0	0.00	0.00	5	314,768	0	0.00	0.00
247	246	San Diego County CU	CU	6	0	0	0	0.00	0.00	6	0	0	0.00	0.00
248	247	San Fernando Valley Japanese CU	CU	1	660	0	0	0.00	0.00	1	660	0	0.00	0.00
249	248	Santa Ana FCU	CU	1	73,401	0	0	0.00	0.00	1	73,401	0	0.00	0.00
250	249	SCE FCU	CU	5	739,606	0	0	0.00	0.00	5	739,606	0	0.00	0.00
251	250	Schools FCU	CU	2	123,101	0	0	0.00	0.00	2	123,101	0	0.00	0.00
252	251	SchoolsFirst FCU	CU	40	18,708,963	0	0	0.00	0.00	40	18,708,963	0	0.00	0.00
253	252	Sea Air FCU	CU	2	101,646	0	0	0.00	0.00	2	101,646	0	0.00	0.00
254	253	Self-Help FCU	CU	2	0	0	0	0.00	0.00	2	0	0	0.00	0.00
255	254	SkyOne FCU	CU	1	478,252	0	0	0.00	0.00	1	478,252	0	0.00	0.00
256	255	South Bay CU	CU	3	109,682	0	0	0.00	0.00	3	109,682	0	0.00	0.00
257	256	Southland CU	CU	7	756,643	0	0	0.00	0.00	7	756,643	0	0.00	0.00
258	257	Sunkist Employees FCU	CU	1	3,901	0	0	0.00	0.00	1	3,901	0	0.00	0.00
259	258	Technicolor FCU	CU	2	86,865	0	0	0.00	0.00	2	86,865	0	0.00	0.00
260	259	Together CU	CU	1	0	0	0	0.00	0.00	1	0	0	0.00	0.00
261	260	Torrance Community FCU	CU	1	135,983	0	0	0.00	0.00	1	135,983	0	0.00	0.00
262	261	TruGrocer FCU	CU	1	0	0	0	0.00	0.00	1	0	0	0.00	0.00
263	262	U.P.S. Employees FCU	CU	1	40,629	0	0	0.00	0.00	1	40,629	0	0.00	0.00
264	263	U.S. Postal Service FCU	CU	1	0	0	0	0.00	0.00	1	0	0	0.00	0.00
265	264	U.S.B. Employees FCU	CU	1	1,559	0	0	0.00	0.00	1	1,559	0	0.00	0.00
266	265	Ume FCU	CU	1	234,006	0	0	0.00	0.00	1	234,006	0	0.00	0.00
267	266	UNIFY Financial FCU	CU	11	2,708,095	0	0	0.00	0.00	11	2,708,095	0	0.00	0.00
268	267	Union Yes FCU	CU	1	67,546	0	0	0.00	0.00	1	67,546	0	0.00	0.00
269	268	United Catholics FCU	CU	1	38,871	0	0	0.00	0.00	1	38,871	0	0.00	0.00
270	269	Universal City Studios CU	CU	2	66,416	0	0	0.00	0.00	2	66,416	0	0.00	0.00
271	270	University CU	CU	3	739,658	0	0	0.00	0.00	3	739,658	0	0.00	0.00
272	271	USC CU	CU	3	598,270	0	0	0.00	0.00	3	598,270	0	0.00	0.00
273	272	VA Desert Pacific FCU	CU	2	66,993	0	0	0.00	0.00	2	66,993	0	0.00	0.00
274	273	Ventura County CU	CU	2	0	0	0	0.00	0.00	2	0	0	0.00	0.00

Los Angeles, CA - FRB Banking Market
DEPOSIT BASED HHI
DOJ Initial Screen *

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Pre Merger Rank	Post Merger Rank	Institution	Type	Pre-Merger				Post-Merger						
				Branch Count	Total Deposits in Market (\$000)	Weight	Weighted Deposits in Market (\$000)	Market Share (%)	Deposit HHI	Branch Count	Total Deposits in Market (\$000)	Weighted Deposits in Market (\$000)	Weighted Market Share (%)	Deposit HHI
275	274	Water & Power Community CU	CU	5	713,401	0	0	0.00	0.00	0	713,401	0	0.00	0.00
276	275	Wescom Central CU	CU	18	3,621,489	0	0	0.00	0.00	18	3,621,489	0	0.00	0.00
277	276	Western States Regional FCU	CU	1	475	0	0	0.00	0.00	1	475	0	0.00	0.00
278	277	Xceed Financial FCU	CU	1	778,941	0	0	0.00	0.00	1	778,941	0	0.00	0.00
279	278	Broadway Financial Corp.	Thrift	3	319,386	0	0	0.00	0.00	3	319,386	0	0.00	0.00
280	279	Capital Bank and Trust Co.	Thrift	1	500	0	0	0.00	0.00	1	500	0	0.00	0.00
281	280	First American Financial Corp.	Thrift	1	2,928,273	0	0	0.00	0.00	1	2,928,273	0	0.00	0.00
282	281	Malaga Financial Corp.	Thrift	5	849,168	0	0	0.00	0.00	5	849,168	0	0.00	0.00
283	282	Midland Financial Co.	Thrift	3	1,348,127	0	0	0.00	0.00	3	1,348,127	0	0.00	0.00
284	283	Pedcor Capital LLC	Thrift	1	306,093	0	0	0.00	0.00	1	306,093	0	0.00	0.00
285	284	Sterling Bancorp Inc.	Thrift	6	754,973	0	0	0.00	0.00	6	754,973	0	0.00	0.00
286	285	Universal Financial Inc.	Thrift	5	292,611	0	0	0.00	0.00	5	292,611	0	0.00	0.00
TOTALS:				2,890	769,223,061	682,769,762	100.00	854.97	2,890	769,223,061	682,769,762	100.00	855.26	

PRE-MERGER HHI: 855
 POST-MERGER HHI: 855
 HHI CHANGE: 0

Los Angeles, CA - FRB Banking Market
DEPOSIT BASED HHI
DOJ Initial Screen *

Pre Merger Rank	Post Merger Rank	Institution	Type	Pre-Merger				Post-Merger												
				Branch Count	Total Deposits in Market (\$000)	Weight	Weighted Deposits in Market (\$000)	Market Share (%)	Weighted Market Share (%)	Branch Count	Total Deposits in Market (\$000)	Weighted Deposits in Market (\$000)	Weighted Market Share (%)	Deposit HHI						

Footnotes:

- * DOJ Initial Screen: Banks at 100%, Thrifts at 0%, Credit Unions at 0%
- ** Pro Forma Ownership assumes that announced transactions have been completed

Los Angeles, CA - FRB Banking Market
DEPOSIT BASED HHI
DOJ Approach *

Ownership info as of 2/11/2021

Pre Merger Rank	Post Merger Rank	Institution	Type	Pre-Merger				Post-Merger						
				Branch Count	Total Deposits in Market (\$000)	Weight	Weighted Deposits in Market (\$000)	Market Share (%)	Branch Count	Total Deposits in Market (\$000)	Weighted Deposits in Market (\$000)	Market Share (%)	Deposit HHI	
BUYER														
22		Banc of California Inc.	Bank	25	5,637,454	100	5,637,454	0.83	0.68					
TARGET														
38		Pacific Mercantile Bancorp	Bank	5	1,189,099	100	1,189,099	0.17	0.03					
RESULTING INSTITUTION														
19		Banc of California Inc.	Bank				30	6,826,553	6,826,553	1.00	1.00	1.00		
OTHER INSTITUTIONS (Pro Forma *)														
1		Bank of America Corp.	Bank	339	116,165,880	100	116,165,880	17.01	289.47	339	116,165,880	116,165,880	17.01	289.47
2		JPMorgan Chase & Co.	Bank	400	95,306,350	100	95,306,350	13.96	194.85	400	95,306,350	95,306,350	13.96	194.85
3		Wells Fargo & Co.	Bank	334	91,112,740	100	91,112,740	13.34	178.08	334	91,112,740	91,112,740	13.34	178.08
4		Mitsubishi UFJ Financial Group Inc.	Bank	111	50,546,327	100	50,546,327	7.40	54.81	111	50,546,327	50,546,327	7.40	54.81
5		First Citizens BancShares Inc.	Bank	60	44,962,688	100	44,962,688	6.59	43.37	60	44,962,688	44,962,688	6.59	43.37
6		Royal Bank of Canada	Bank	39	38,991,818	100	38,991,818	5.71	32.61	39	38,991,818	38,991,818	5.71	32.61
7		East West Bancorp Inc.	Bank	53	28,164,173	100	28,164,173	4.12	17.02	53	28,164,173	28,164,173	4.12	17.02
8		Citigroup Inc.	Bank	130	26,807,000	100	26,807,000	3.93	15.42	130	26,807,000	26,807,000	3.93	15.42
9		U.S. Bancorp	Bank	179	15,209,685	100	15,209,685	2.23	4.96	179	15,209,685	15,209,685	2.23	4.96
10		BNP Paribas SA	Bank	67	14,395,232	100	14,395,232	2.11	4.45	67	14,395,232	14,395,232	2.11	4.45
11		Cathay General Bancorp	Bank	24	10,191,594	100	10,191,594	1.49	2.23	24	10,191,594	10,191,594	1.49	2.23
12		Hope Bancorp Inc.	Bank	28	10,178,622	100	10,178,622	1.49	2.22	28	10,178,622	10,178,622	1.49	2.22
13		First Republic Bank	Bank	10	10,033,896	100	10,033,896	1.47	2.16	10	10,033,896	10,033,896	1.47	2.16
14		PacWest Bancorp	Bank	31	9,501,334	100	9,501,334	1.39	1.94	31	9,501,334	9,501,334	1.39	1.94
15		Comerica Inc.	Bank	41	8,787,762	100	8,787,762	1.29	1.66	41	8,787,762	8,787,762	1.29	1.66
16		HSBC Holdings PLC	Bank	23	8,036,932	100	8,036,932	1.18	1.39	23	8,036,932	8,036,932	1.18	1.39
17		CVB Financial Corp.	Bank	34	7,605,258	100	7,605,258	1.11	1.24	34	7,605,258	7,605,258	1.11	1.24
18		Palomar Enterprises LLC	Bank	24	7,194,857	100	7,194,857	1.05	1.11	24	7,194,857	7,194,857	1.05	1.11
19		Zions Bancorp. NA	Bank	36	6,501,876	100	6,501,876	0.95	0.91	36	6,501,876	6,501,876	0.95	0.91
20		Pacific Premier Bancorp Inc.	Bank	22	6,400,278	100	6,400,278	0.94	0.88	22	6,400,278	6,400,278	0.94	0.88
21		Bank of China Ltd.	Bank	1	6,327,765	100	6,327,765	0.93	0.86	1	6,327,765	6,327,765	0.93	0.86
22		First Foundation Inc.	Bank	9	4,651,344	100	4,651,344	0.68	0.46	9	4,651,344	4,651,344	0.68	0.46
23		Hanmi Financial Corp.	Bank	19	3,978,732	100	3,978,732	0.58	0.34	19	3,978,732	3,978,732	0.58	0.34
24		Preferred Bank	Bank	10	3,711,129	100	3,711,129	0.54	0.30	10	3,711,129	3,711,129	0.54	0.30
25		Sumitomo Mitsui Financial Group Inc.	Bank	9	3,623,262	100	3,623,262	0.53	0.28	9	3,623,262	3,623,262	0.53	0.28
26		Luther Burbank Corp.	Bank	8	3,119,847	100	3,119,847	0.46	0.21	8	3,119,847	3,119,847	0.46	0.21
27		American Business Bank	Bank	1	3,024,698	100	3,024,698	0.44	0.20	1	3,024,698	3,024,698	0.44	0.20
28		MUFG Bank - Los Angeles Branch	Bank	1	2,642,926	100	2,642,926	0.39	0.15	1	2,642,926	2,642,926	0.39	0.15
29		FB Corp.	Bank	22	1,907,302	100	1,907,302	0.28	0.08	22	1,907,302	1,907,302	0.28	0.08
30		CTBC Financial Holding Co. Ltd.	Bank	8	1,641,327	100	1,641,327	0.24	0.06	8	1,641,327	1,641,327	0.24	0.06
31		PCB Bancorp	Bank	11	1,568,838	100	1,568,838	0.23	0.05	11	1,568,838	1,568,838	0.23	0.05
32		2011 TCRT	Bank	4	1,440,895	100	1,440,895	0.21	0.04	4	1,440,895	1,440,895	0.21	0.04
33		RBB Bancorp	Bank	10	1,360,162	100	1,360,162	0.20	0.04	10	1,360,162	1,360,162	0.20	0.04
34		First Choice Bancorp	Bank	7	1,351,573	100	1,351,573	0.20	0.04	7	1,351,573	1,351,573	0.20	0.04
35		CBC Bancorp	Bank	6	1,203,151	100	1,203,151	0.18	0.03	6	1,203,151	1,203,151	0.18	0.03
36		H Bancorp LLC	Bank	3	1,192,719	100	1,192,719	0.17	0.03	3	1,192,719	1,192,719	0.17	0.03
37		OP Bancorp	Bank	7	1,057,967	100	1,057,967	0.15	0.02	7	1,057,967	1,057,967	0.15	0.02

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				Branch Count	Total Deposits in Market (\$000)	Weight	Weighted Deposits in Market (\$000)	Market Share (%)	Deposit HHI	Branch Count	Total Deposits in Market (\$000)	Weighted Deposits in Market (\$000)	Market Share (%)	Deposit HHI
40	39	Woori Financial Group Inc.	Bank	7	1,021,052	100	1,021,052	0.15	0.02	7	1,021,052	1,021,052	0.15	0.02
41	40	CBB Bancorp Inc.	Bank	6	955,374	100	955,374	0.14	0.02	6	955,374	955,374	0.14	0.02
42	41	Allegiant United Holdings LLC	Bank	1	949,697	100	949,697	0.14	0.02	1	949,697	949,697	0.14	0.02
43	42	Northern Trust Corp.	Bank	3	917,390	100	917,390	0.13	0.02	3	917,390	917,390	0.13	0.02
44	43	Umpqua Holdings Corp.	Bank	3	890,615	100	890,615	0.13	0.02	3	890,615	890,615	0.13	0.02
45	44	Mizrahi Tefanot Bank - Los Angeles Branch	Bank	1	848,471	100	848,471	0.12	0.02	1	848,471	848,471	0.12	0.02
46	45	CW Bancorp.	Bank	1	841,539	100	841,539	0.12	0.02	1	841,539	841,539	0.12	0.02
47	46	Land Bank of Taiwan Co. Ltd.	Bank	1	821,307	100	821,307	0.12	0.01	1	821,307	821,307	0.12	0.01
48	47	HomeStreet Inc.	Bank	10	803,686	100	803,686	0.12	0.01	10	803,686	803,686	0.12	0.01
49	48	First General Bank	Bank	5	794,512	100	794,512	0.12	0.01	5	794,512	794,512	0.12	0.01
50	49	First Financial Holding Co. Ltd.	Bank	6	709,459	100	709,459	0.10	0.01	6	709,459	709,459	0.10	0.01
51	50	SVB Financial Group	Bank	5	641,268	100	641,268	0.09	0.01	5	641,268	641,268	0.09	0.01
52	51	Israel Discount Bank Ltd.	Bank	2	602,456	100	602,456	0.09	0.01	2	602,456	602,456	0.09	0.01
53	52	US Metro Bancorp Inc.	Bank	6	578,885	100	578,885	0.08	0.01	6	578,885	578,885	0.08	0.01
54	53	State Bank of India	Bank	5	578,379	100	578,379	0.08	0.01	5	578,379	578,379	0.08	0.01
55	54	Western Alliance Bancorp.	Bank	2	566,432	100	566,432	0.08	0.01	2	566,432	566,432	0.08	0.01
56	55	Bank Leumi le-Israël BM	Bank	1	543,695	100	543,695	0.08	0.01	1	543,695	543,695	0.08	0.01
57	56	O-Bank Co. Ltd.	Bank	6	537,571	100	537,571	0.08	0.01	6	537,571	537,571	0.08	0.01
58	57	Industrial & Commercial Bank of China Ltd.	Bank	5	527,776	100	527,776	0.08	0.01	5	527,776	527,776	0.08	0.01
59	58	Taiwan Cooperative Financial Holding Co. Ltd.	Bank	1	520,000	100	520,000	0.08	0.01	1	520,000	520,000	0.08	0.01
60	59	Pacific Enterprise Bancorp	Bank	1	504,983	100	504,983	0.07	0.01	1	504,983	504,983	0.07	0.01
61	60	Shinhan Financial Group Co., Ltd.	Bank	4	475,294	100	475,294	0.07	0.00	4	475,294	475,294	0.07	0.00
62	61	American Plus Bank N.A.	Bank	3	470,120	100	470,120	0.07	0.00	3	470,120	470,120	0.07	0.00
63	62	Maham Beiligungsgesellschaft AG	Bank	2	446,254	100	446,254	0.07	0.00	2	446,254	446,254	0.07	0.00
64	63	SinoPac Financial Holdings Co. Ltd.	Bank	1	432,430	100	432,430	0.06	0.00	1	432,430	432,430	0.06	0.00
65	64	Private Bancorp of America Inc.	Bank	3	429,488	100	429,488	0.06	0.00	3	429,488	429,488	0.06	0.00
66	65	Mission Valley Bancorp	Bank	2	396,239	100	396,239	0.06	0.00	2	396,239	396,239	0.06	0.00
67	66	GBC Holdings Inc.	Bank	4	390,757	100	390,757	0.06	0.00	4	390,757	390,757	0.06	0.00
68	67	Banner Corp.	Bank	4	378,591	100	378,591	0.06	0.00	4	378,591	378,591	0.06	0.00
69	68	Big Poppy Holdings Inc.	Bank	2	372,610	100	372,610	0.05	0.00	2	372,610	372,610	0.05	0.00
70	69	CKH Capital Inc.	Bank	3	369,325	100	369,325	0.05	0.00	3	369,325	369,325	0.05	0.00
71	70	Southern California Bancorp	Bank	5	367,058	100	367,058	0.05	0.00	5	367,058	367,058	0.05	0.00
72	71	Golden State Bancorp	Bank	3	355,375	100	355,375	0.05	0.00	3	355,375	355,375	0.05	0.00
73	72	Shanghai Commercial & Savings Bank Ltd.	Bank	1	335,496	100	335,496	0.05	0.00	1	335,496	335,496	0.05	0.00
74	73	OneUnited Bank	Bank	1	327,485	100	327,485	0.05	0.00	1	327,485	327,485	0.05	0.00
75	74	BayCom Corp.	Bank	4	320,021	100	320,021	0.05	0.00	4	320,021	320,021	0.05	0.00
76	75	Partners Bank of California	Bank	2	308,072	100	308,072	0.05	0.00	2	308,072	308,072	0.05	0.00
77	76	Mega Bank	Bank	4	305,239	100	305,239	0.04	0.00	4	305,239	305,239	0.04	0.00
78	77	PNC Financial Services Group Inc.	Bank	2	298,576	100	298,576	0.04	0.00	2	298,576	298,576	0.04	0.00
79	78	Bank of Santa Clara	Bank	1	276,349	100	276,349	0.04	0.00	1	276,349	276,349	0.04	0.00
80	79	Pacific Alliance Bank	Bank	3	266,201	100	266,201	0.04	0.00	3	266,201	266,201	0.04	0.00
81	80	Chino Commercial Bancorp	Bank	4	245,797	100	245,797	0.04	0.00	4	245,797	245,797	0.04	0.00
82	81	AFNB Holdings Inc.	Bank	3	242,048	100	242,048	0.04	0.00	3	242,048	242,048	0.04	0.00
83	82	American Continental Bancorp	Bank	4	230,914	100	230,914	0.03	0.00	4	230,914	230,914	0.03	0.00
84	83	First Credit Bank	Bank	1	217,538	100	217,538	0.03	0.00	1	217,538	217,538	0.03	0.00
85	84	Mission Bancorp	Bank	1	213,883	100	213,883	0.03	0.00	1	213,883	213,883	0.03	0.00
86	85	EH National Bank	Bank	1	208,158	100	208,158	0.03	0.00	1	208,158	208,158	0.03	0.00

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87	86	E SUN Financial Holding Company Ltd.	Bank	1	204,672	100	204,672	1	204,672	100	0.00	0.00
88	87	Community Commerce Bank	Bank	4	194,193	100	194,193	4	194,193	100	0.00	0.00
89	88	Independent Bankers Financial Corp.	Bank	1	184,884	100	184,884	1	184,884	100	0.00	0.00
90	89	Friendly Hills Bank	Bank	2	158,978	100	158,978	2	158,978	100	0.00	0.00
91	90	Golden Bank NA	Bank	3	152,158	100	152,158	3	152,158	100	0.00	0.00
92	91	Infinity Bank	Bank	1	142,657	100	142,657	1	142,657	100	0.00	0.00
93	92	United Pacific Bank	Bank	2	126,253	100	126,253	2	126,253	100	0.00	0.00
94	93	Hua Nan Financial Holdings Co. Ltd.	Bank	1	122,658	100	122,658	1	122,658	100	0.00	0.00
95	94	Eastern International Bank	Bank	2	110,840	100	110,840	2	110,840	100	0.00	0.00
96	95	Enterprise Financial Services Corp.	Bank	1	92,883	100	92,883	1	92,883	100	0.00	0.00
97	96	Mega International Commercial Bank Co. Ltd.	Bank	1	72,588	100	72,588	1	72,588	100	0.00	0.00
98	97	California Business Bank	Bank	1	68,585	100	68,585	1	68,585	100	0.00	0.00
99	98	Greater Pacific Bancshares	Bank	1	66,475	100	66,475	1	66,475	100	0.00	0.00
100	99	Saddleback Bancorp	Bank	1	66,254	100	66,254	1	66,254	100	0.00	0.00
101	100	Wallis Bancshares Inc.	Bank	2	60,629	100	60,629	2	60,629	100	0.00	0.00
102	101	DMG Bancshares Inc.	Bank	1	58,336	100	58,336	1	58,336	100	0.00	0.00
103	102	Beneficial State Foundation	Bank	1	48,295	100	48,295	1	48,295	100	0.00	0.00
104	103	Asian Pacific National Bank	Bank	2	46,999	100	46,999	2	46,999	100	0.00	0.00
105	104	California International Bank NA	Bank	1	38,299	100	38,299	1	38,299	100	0.00	0.00
106	105	Bank of Taiwan	Bank	1	32,706	100	32,706	1	32,706	100	0.00	0.00
107	106	Balboa Thrift and Loan Association	Bank	1	32,055	100	32,055	1	32,055	100	0.00	0.00
108	107	Beal Financial Corp.	Bank	2	25,979	100	25,979	2	25,979	100	0.00	0.00
109	108	China Merchants Bank Co. Ltd.	Bank	1	25,374	100	25,374	1	25,374	100	0.00	0.00
110	109	Sierra Bancorp	Bank	1	22,057	100	22,057	1	22,057	100	0.00	0.00
111	110	SWNB Bancorp Inc.	Bank	1	16,150	100	16,150	1	16,150	100	0.00	0.00
112	111	Taiwan Business Bank Co. Ltd.	Bank	1	11,684	100	11,684	1	11,684	100	0.00	0.00
113	112	China Citic Bank International - Los Angeles Branch	Bank	1	9,287	100	9,287	1	9,287	100	0.00	0.00
114	113	United Overseas Bank Ltd.	Bank	1	8,408	100	8,408	1	8,408	100	0.00	0.00
115	114	Tangent Holdings Corp.	Bank	1	4,098	100	4,098	1	4,098	100	0.00	0.00
116	115	Oversea-Chinese Banking Corp. Ltd.	Bank	1	3,202	100	3,202	1	3,202	100	0.00	0.00
117	116	Bank of East Asia, Ltd.	Bank	1	1,978	100	1,978	1	1,978	100	0.00	0.00
118	117	Bank of New York Mellon Corp.	Bank	3	1,659	100	1,659	3	1,659	100	0.00	0.00
119	118	Chang Hwa Commercial Bank Ltd.	Bank	1	116	100	116	1	116	100	0.00	0.00
120	119	Krung Thai Bank PCL	Bank	1	16	100	16	1	16	100	0.00	0.00
121	120	Barco Bilbao Vizcaya Argentaria SA	Bank	0	0	100	0	0	0	0	0.00	0.00
122	121	BOK Financial Corp.	Bank	1	0	100	0	1	0	0	0.00	0.00
123	122	Boston Private Financial Holdings Inc.	Bank	0	0	100	0	0	0	0	0.00	0.00
124	123	California First National Bancorp	Bank	0	0	100	0	0	0	0	0.00	0.00
125	124	Canadian Imperial Bank of Commerce	Bank	1	0	100	0	1	0	0	0.00	0.00
126	125	CIT Group Inc.	Bank	0	0	100	0	0	0	0	0.00	0.00
127	126	DBS Group Holdings Ltd.	Bank	1	0	100	0	1	0	0	0.00	0.00
128	127	First IC Corp.	Bank	1	0	100	0	1	0	0	0.00	0.00
129	128	First Western Financial Inc.	Bank	1	0	100	0	1	0	0	0.00	0.00
130	129	M&T Bank Corp.	Bank	2	0	100	0	2	0	0	0.00	0.00
131	130	Mizuho Financial Group Inc.	Bank	1	0	100	0	1	0	0	0.00	0.00
132	131	Morgan Stanley	Bank	3	0	100	0	3	0	0	0.00	0.00
133	132	Shizuoka Bank Ltd.	Bank	1	0	100	0	1	0	0	0.00	0.00

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134	133	Signature Bank	Bank	4	0	100	0	0.00	0.00	4	0	0	0.00	0.00
135	134	Sumitomo Mitsui Banking Corporation - Los Angel Bank	CU	1	0	100	0	0.00	0.00	1	0	0	0.00	0.00
136	135	Actors FCU	CU	2	0	0	0	0.00	0.00	2	0	0	0.00	0.00
137	136	Aerospace FCU	CU	1	345,571	0	0	0.00	0.00	1	345,571	0	0.00	0.00
138	137	Airco FCU	CU	1	10,770	0	0	0.00	0.00	1	10,770	0	0.00	0.00
139	138	Alaska USA FCU	CU	1	0	0	0	0.00	0.00	1	0	0	0.00	0.00
140	139	Allied Healthcare FCU	CU	5	69,439	0	0	0.00	0.00	5	69,439	0	0.00	0.00
141	140	America's Christian CU	CU	1	427,012	0	0	0.00	0.00	1	427,012	0	0.00	0.00
142	141	American Airlines FCU	CU	3	0	0	0	0.00	0.00	3	0	0	0.00	0.00
143	142	American Broadcast Employees FCU	CU	3	0	0	0	0.00	0.00	3	0	0	0.00	0.00
144	143	American First CU	CU	3	639,367	0	0	0.00	0.00	3	639,367	0	0.00	0.00
145	144	Arrowhead Central CU	CU	6	1,506,142	0	0	0.00	0.00	6	1,506,142	0	0.00	0.00
146	145	Baxter CU	CU	5	0	0	0	0.00	0.00	5	0	0	0.00	0.00
147	146	Beverly Hills City Employees FCU	CU	1	18,846	0	0	0.00	0.00	1	18,846	0	0.00	0.00
148	147	Bopti FCU	CU	1	59,067	0	0	0.00	0.00	1	59,067	0	0.00	0.00
149	148	Bourne Employees FCU	CU	1	0	0	0	0.00	0.00	1	0	0	0.00	0.00
150	149	C.A.H.P. CU	CU	1	0	0	0	0.00	0.00	1	0	0	0.00	0.00
151	150	Cal Poly FCU	CU	1	15,848	0	0	0.00	0.00	1	15,848	0	0.00	0.00
152	151	Cal State L.A. FCU	CU	2	50,116	0	0	0.00	0.00	2	50,116	0	0.00	0.00
153	152	CalCom FCU	CU	3	60,003	0	0	0.00	0.00	3	60,003	0	0.00	0.00
154	153	California Adventist FCU	CU	1	37,798	0	0	0.00	0.00	1	37,798	0	0.00	0.00
155	154	California Agribusiness CU	CU	3	25,846	0	0	0.00	0.00	3	25,846	0	0.00	0.00
156	155	California Bear CU	CU	2	112,369	0	0	0.00	0.00	2	112,369	0	0.00	0.00
157	156	California CU	CU	14	3,042,065	0	0	0.00	0.00	14	3,042,065	0	0.00	0.00
158	157	California Lithuanian CU	CU	1	128,539	0	0	0.00	0.00	1	128,539	0	0.00	0.00
159	158	Caltech Employees FCU	CU	3	1,708,866	0	0	0.00	0.00	3	1,708,866	0	0.00	0.00
160	159	Camino FCU	CU	2	141,704	0	0	0.00	0.00	2	141,704	0	0.00	0.00
161	160	Canoga Postal FCU	CU	1	661	0	0	0.00	0.00	1	661	0	0.00	0.00
162	161	Capstone FCU	CU	3	33,104	0	0	0.00	0.00	3	33,104	0	0.00	0.00
163	162	Catalyst Corporate FCU	CU	1	0	0	0	0.00	0.00	1	0	0	0.00	0.00
164	163	Certified FCU	CU	6	539,832	0	0	0.00	0.00	6	539,832	0	0.00	0.00
165	164	Chaiffey FCU	CU	3	161,856	0	0	0.00	0.00	3	161,856	0	0.00	0.00
166	165	Chevron FCU	CU	2	0	0	0	0.00	0.00	2	0	0	0.00	0.00
167	166	Christian Community CU	CU	2	661,310	0	0	0.00	0.00	2	661,310	0	0.00	0.00
168	167	Clearpath FCU	CU	1	114,531	0	0	0.00	0.00	1	114,531	0	0.00	0.00
169	168	Columbus Club FCU	CU	1	4,467	0	0	0.00	0.00	1	4,467	0	0.00	0.00
170	169	Comunidad Latina FCU	CU	1	4,742	0	0	0.00	0.00	1	4,742	0	0.00	0.00
171	170	CU of Southern California	CU	23	1,564,959	0	0	0.00	0.00	23	1,564,959	0	0.00	0.00
172	171	Downey FCU	CU	1	224,844	0	0	0.00	0.00	1	224,844	0	0.00	0.00
173	172	E-Central CU	CU	1	151,403	0	0	0.00	0.00	1	151,403	0	0.00	0.00
174	173	Eagle Community CU	CU	6	248,938	0	0	0.00	0.00	6	248,938	0	0.00	0.00
175	174	Edwards FCU	CU	1	0	0	0	0.00	0.00	1	0	0	0.00	0.00
176	175	El Monte Community CU	CU	1	30,446	0	0	0.00	0.00	1	30,446	0	0.00	0.00
177	176	Episcopal Community FCU	CU	1	5,170	0	0	0.00	0.00	1	5,170	0	0.00	0.00
178	177	Evangelical Christian CU	CU	1	651,261	0	0	0.00	0.00	1	651,261	0	0.00	0.00
179	178	F&A FCU	CU	2	1,564,491	0	0	0.00	0.00	2	1,564,491	0	0.00	0.00
180	179	Farmers Insurance Group FCU	CU	2	993,163	0	0	0.00	0.00	2	993,163	0	0.00	0.00

Los Angeles, CA - FRB Banking Market
DEPOSIT BASED HHI
DOJ Approach *

Ownership info as of 2/11/2021

Pre Merger Rank	Post Merger Rank	Institution	Type	Pre-Merger				Post-Merger						
				Branch Count	Total Deposits in Market (\$000)	Weight	Weighted Deposits in Market (\$000)	Market Share (%)	Branch Count	Total Deposits in Market (\$000)	Weighted Deposits in Market (\$000)	Market Share (%)	Deposit HHI	
181	180	Federal Employees West FCU	CU	1	11,101	0	0	0.00	0.00	1	11,101	0	0.00	0.00
182	181	FEDEX Employees Credit Association FCU	CU	1	0	0	0	0.00	0.00	1	0	0	0.00	0.00
183	182	Financial Partners CU	CU	16	1,403,160	0	0	0.00	0.00	16	1,403,160	0	0.00	0.00
184	183	Firefighters First FCU	CU	4	1,475,138	0	0	0.00	0.00	4	1,475,138	0	0.00	0.00
185	184	First City CU	CU	8	686,011	0	0	0.00	0.00	8	686,011	0	0.00	0.00
186	185	First Entertainment CU	CU	11	1,581,849	0	0	0.00	0.00	11	1,581,849	0	0.00	0.00
187	186	First Financial FCU	CU	9	604,100	0	0	0.00	0.00	9	604,100	0	0.00	0.00
188	187	Foothill FCU	CU	3	482,725	0	0	0.00	0.00	3	482,725	0	0.00	0.00
189	188	Fountain Valley CU	CU	1	1,623	0	0	0.00	0.00	1	1,623	0	0.00	0.00
190	189	Fox FCU	CU	2	43,689	0	0	0.00	0.00	2	43,689	0	0.00	0.00
191	190	Gain FCU	CU	2	368,967	0	0	0.00	0.00	2	368,967	0	0.00	0.00
192	191	Glendale Area Schools CU	CU	2	350,822	0	0	0.00	0.00	2	350,822	0	0.00	0.00
193	192	Glendale FCU	CU	2	75,584	0	0	0.00	0.00	2	75,584	0	0.00	0.00
194	193	Golden 1 CU	CU	2	0	0	0	0.00	0.00	2	0	0	0.00	0.00
195	194	Hanin FCU	CU	2	31,702	0	0	0.00	0.00	2	31,702	0	0.00	0.00
196	195	Honda FCU	CU	2	874,184	0	0	0.00	0.00	2	874,184	0	0.00	0.00
197	196	Huntington Beach Credit Union	CU	1	49,161	0	0	0.00	0.00	1	49,161	0	0.00	0.00
198	197	I.L.W.U. FCU	CU	3	299,042	0	0	0.00	0.00	3	299,042	0	0.00	0.00
199	198	Interfaith FCU	CU	1	87,145	0	0	0.00	0.00	1	87,145	0	0.00	0.00
200	199	JACOM CU	CU	1	58,908	0	0	0.00	0.00	1	58,908	0	0.00	0.00
201	200	Justice FCU	CU	1	0	0	0	0.00	0.00	1	0	0	0.00	0.00
202	201	Kinecta FCU	CU	20	4,623,797	0	0	0.00	0.00	20	4,623,797	0	0.00	0.00
203	202	L. A. Electrical Workers CU	CU	1	32,450	0	0	0.00	0.00	1	32,450	0	0.00	0.00
204	203	L.A. Healthcare FCU	CU	2	16,335	0	0	0.00	0.00	2	16,335	0	0.00	0.00
205	204	LA Financial FCU	CU	4	396,526	0	0	0.00	0.00	4	396,526	0	0.00	0.00
206	205	LA Mission FCU	CU	1	7,399	0	0	0.00	0.00	1	7,399	0	0.00	0.00
207	206	LBS Financial CU	CU	9	1,465,710	0	0	0.00	0.00	9	1,465,710	0	0.00	0.00
208	207	Logix FCU	CU	15	5,825,714	0	0	0.00	0.00	15	5,825,714	0	0.00	0.00
209	208	Long Beach City Employees FCU	CU	1	273,118	0	0	0.00	0.00	1	273,118	0	0.00	0.00
210	209	Long Beach Firemen's CU	CU	1	161,345	0	0	0.00	0.00	1	161,345	0	0.00	0.00
211	210	Los Angeles FCU	CU	7	950,468	0	0	0.00	0.00	7	950,468	0	0.00	0.00
212	211	Los Angeles Lee FCU	CU	1	382	0	0	0.00	0.00	1	382	0	0.00	0.00
213	212	Los Angeles Police FCU	CU	4	957,454	0	0	0.00	0.00	4	957,454	0	0.00	0.00
214	213	Maryknoll of Los Angeles FCU	CU	1	1,046	0	0	0.00	0.00	1	1,046	0	0.00	0.00
215	214	Mateadors Community CU	CU	2	250,462	0	0	0.00	0.00	2	250,462	0	0.00	0.00
216	215	Mattel FCU	CU	1	28,405	0	0	0.00	0.00	1	28,405	0	0.00	0.00
217	216	Media City CU	CU	1	30,502	0	0	0.00	0.00	1	30,502	0	0.00	0.00
218	217	Mid-Cities CU	CU	1	17,717	0	0	0.00	0.00	1	17,717	0	0.00	0.00
219	218	Momovia City Employees FCU	CU	1	3,288	0	0	0.00	0.00	1	3,288	0	0.00	0.00
220	219	Navy FCU	CU	8	0	0	0	0.00	0.00	8	0	0	0.00	0.00
221	220	Nikkei CU	CU	2	66,009	0	0	0.00	0.00	2	66,009	0	0.00	0.00
222	221	Northrop Grumman FCU	CU	8	1,188,796	0	0	0.00	0.00	8	1,188,796	0	0.00	0.00
223	222	Nuvison FCU	CU	13	2,210,349	0	0	0.00	0.00	13	2,210,349	0	0.00	0.00
224	223	Olive View Employees FCU	CU	1	45,025	0	0	0.00	0.00	1	45,025	0	0.00	0.00
225	224	Ontario Montclair School Employees FCU	CU	1	116,269	0	0	0.00	0.00	1	116,269	0	0.00	0.00
226	225	Ontario Public Employees FCU	CU	1	21,978	0	0	0.00	0.00	1	21,978	0	0.00	0.00
227	226	Orange County's CU	CU	11	1,734,499	0	0	0.00	0.00	11	1,734,499	0	0.00	0.00

Los Angeles, CA - FRB Banking Market
DEPOSIT BASED HHI
 DOJ Approach *

Ownership info as of 2/11/2021

Pre Merger Rank	Post Merger Rank	Institution	Type	Pre-Merger				Post-Merger						
				Branch Count	Total Deposits in Market (\$000)	Weight	Weighted Deposits in Market (\$000)	Market Share (%)	Branch Count	Total Deposits in Market (\$000)	Weighted Deposits in Market (\$000)	Market Share (%)	Deposit HHI	
228	227	P.V.H.M.C. FCU	CU	1	11,603	0	0	0.00	0.00	1	11,603	0	0.00	0.00
229	228	Pacific FCU	CU	1	17,831	0	0	0.00	0.00	1	17,831	0	0.00	0.00
230	229	Pacific Transportation FCU	CU	2	55,085	0	0	0.00	0.00	2	55,085	0	0.00	0.00
231	230	Parishioners FCU	CU	1	40,834	0	0	0.00	0.00	1	40,834	0	0.00	0.00
232	231	Parsons FCU	CU	1	211,077	0	0	0.00	0.00	1	211,077	0	0.00	0.00
233	232	Partners FCU	CU	7	0	0	0	0.00	0.00	7	0	0	0.00	0.00
234	233	Pasadena FCU	CU	1	174,558	0	0	0.00	0.00	1	174,558	0	0.00	0.00
235	234	Pasadena Service FCU	CU	3	115,721	0	0	0.00	0.00	3	115,721	0	0.00	0.00
236	235	Peoples Independent Church FCU	CU	1	41	0	0	0.00	0.00	1	41	0	0.00	0.00
237	236	Polam FCU	CU	2	57,873	0	0	0.00	0.00	2	57,873	0	0.00	0.00
238	237	Pomona Postal FCU	CU	1	3,565	0	0	0.00	0.00	1	3,565	0	0.00	0.00
239	238	POPA FCU	CU	4	259,092	0	0	0.00	0.00	4	259,092	0	0.00	0.00
240	239	PosiCity Financial CU	CU	2	66,030	0	0	0.00	0.00	2	66,030	0	0.00	0.00
241	240	Premier America CU	CU	12	2,724,848	0	0	0.00	0.00	12	2,724,848	0	0.00	0.00
242	241	Printing Industries CU	CU	1	0	0	0	0.00	0.00	1	0	0	0.00	0.00
243	242	Priority One CU	CU	3	169,615	0	0	0.00	0.00	3	169,615	0	0.00	0.00
244	243	Prospectors FCU	CU	2	73,571	0	0	0.00	0.00	2	73,571	0	0.00	0.00
245	244	Rancho FCU	CU	4	98,704	0	0	0.00	0.00	4	98,704	0	0.00	0.00
246	245	SAG-AFTRA FCU	CU	5	314,768	0	0	0.00	0.00	5	314,768	0	0.00	0.00
247	246	San Diego County CU	CU	6	0	0	0	0.00	0.00	6	0	0	0.00	0.00
248	247	San Fernando Valley Japanese CU	CU	1	660	0	0	0.00	0.00	1	660	0	0.00	0.00
249	248	Santa Ana FCU	CU	1	73,401	0	0	0.00	0.00	1	73,401	0	0.00	0.00
250	249	SCE FCU	CU	5	739,606	0	0	0.00	0.00	5	739,606	0	0.00	0.00
251	250	Schools FCU	CU	2	123,101	0	0	0.00	0.00	2	123,101	0	0.00	0.00
252	251	SchoolsFirst FCU	CU	40	18,708,963	0	0	0.00	0.00	40	18,708,963	0	0.00	0.00
253	252	Sea Air FCU	CU	2	101,646	0	0	0.00	0.00	2	101,646	0	0.00	0.00
254	253	Self-Help FCU	CU	2	0	0	0	0.00	0.00	2	0	0	0.00	0.00
255	254	SkyOne FCU	CU	1	478,252	0	0	0.00	0.00	1	478,252	0	0.00	0.00
256	255	South Bay CU	CU	3	109,682	0	0	0.00	0.00	3	109,682	0	0.00	0.00
257	256	Southland CU	CU	7	756,643	0	0	0.00	0.00	7	756,643	0	0.00	0.00
258	257	Sunkist Employees FCU	CU	1	3,901	0	0	0.00	0.00	1	3,901	0	0.00	0.00
259	258	Technicolor FCU	CU	2	86,865	0	0	0.00	0.00	2	86,865	0	0.00	0.00
260	259	Together CU	CU	1	0	0	0	0.00	0.00	1	0	0	0.00	0.00
261	260	Torrance Community FCU	CU	1	135,983	0	0	0.00	0.00	1	135,983	0	0.00	0.00
262	261	TruGrocer FCU	CU	1	0	0	0	0.00	0.00	1	0	0	0.00	0.00
263	262	U.P.S. Employees FCU	CU	1	40,629	0	0	0.00	0.00	1	40,629	0	0.00	0.00
264	263	U.S. Postal Service FCU	CU	1	0	0	0	0.00	0.00	1	0	0	0.00	0.00
265	264	U.S.B. Employees FCU	CU	1	1,559	0	0	0.00	0.00	1	1,559	0	0.00	0.00
266	265	UMe FCU	CU	1	234,006	0	0	0.00	0.00	1	234,006	0	0.00	0.00
267	266	UNIFY Financial FCU	CU	11	2,708,095	0	0	0.00	0.00	11	2,708,095	0	0.00	0.00
268	267	Union Yes FCU	CU	1	67,546	0	0	0.00	0.00	1	67,546	0	0.00	0.00
269	268	United Catholics FCU	CU	1	38,871	0	0	0.00	0.00	1	38,871	0	0.00	0.00
270	269	Universal City Studios CU	CU	2	66,416	0	0	0.00	0.00	2	66,416	0	0.00	0.00
271	270	University CU	CU	3	739,658	0	0	0.00	0.00	3	739,658	0	0.00	0.00
272	271	USC CU	CU	3	598,270	0	0	0.00	0.00	3	598,270	0	0.00	0.00
273	272	VA Desert Pacific FCU	CU	2	66,993	0	0	0.00	0.00	2	66,993	0	0.00	0.00
274	273	Ventura County CU	CU	2	0	0	0	0.00	0.00	2	0	0	0.00	0.00

Los Angeles, CA - FRB Banking Market
DEPOSIT BASED HHI
 DOJ Approach *

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Pre Merger Rank	Post Merger Rank	Institution	Type	Pre-Merger				Post-Merger						
				Branch Count	Total Deposits in Market (\$000)	Weight	Weighted Deposits in Market (\$000)	Market Share (%)	Deposit HHI	Branch Count	Total Deposits in Market (\$000)	Weighted Deposits in Market (\$000)	Weighted Market Share (%)	Deposit HHI
275	274	Water & Power Community CU	CU	5	713,401	0	0	0.00	0.00	0	713,401	0	0.00	0.00
276	275	Wescom Central CU	CU	18	3,621,489	0	0	0.00	0.00	18	3,621,489	0	0.00	0.00
277	276	Western States Regional FCU	CU	1	475	0	0	0.00	0.00	1	475	0	0.00	0.00
278	277	Xceed Financial FCU	CU	1	778,941	0	0	0.00	0.00	1	778,941	0	0.00	0.00
279	278	Broadway Financial Corp.	Thrift	3	319,386	0	0	0.00	0.00	3	319,386	0	0.00	0.00
280	279	Capital Bank and Trust Co.	Thrift	1	500	0	0	0.00	0.00	1	500	0	0.00	0.00
281	280	First American Financial Corp.	Thrift	1	2,928,273	0	0	0.00	0.00	1	2,928,273	0	0.00	0.00
282	281	Malaga Financial Corp.	Thrift	5	849,168	0	0	0.00	0.00	5	849,168	0	0.00	0.00
283	282	Midland Financial Co.	Thrift	3	1,348,127	0	0	0.00	0.00	3	1,348,127	0	0.00	0.00
284	283	Pedcor Capital LLC	Thrift	1	306,093	0	0	0.00	0.00	1	306,093	0	0.00	0.00
285	284	Sterling Bancorp Inc.	Thrift	6	754,973	0	0	0.00	0.00	6	754,973	0	0.00	0.00
286	285	Universal Financial Inc.	Thrift	5	292,611	0	0	0.00	0.00	5	292,611	0	0.00	0.00
TOTALS:				2,890	769,223,061	682,769,762	100.00	854.97	2,890	769,223,061	682,769,762	100.00	855.26	

PRE-MERGER HHI: 855
 POST-MERGER HHI: 855
 HHI CHANGE: 0

Los Angeles, CA - FRB Banking Market
DEPOSIT BASED HHI
 DOJ Approach *

Pre Merger Rank	Post Merger Rank	Institution	Type	Pre-Merger				Post-Merger												
				Branch Count	Total Deposits in Market (\$000)	Weight	Weighted Deposits in Market (\$000)	Market Share (%)	Weighted Market Share (%)	Branch Count	Total Deposits in Market (\$000)	Weighted Deposits in Market (\$000)	Weighted Market Share (%)	Deposit HHI						

Footnotes:

- * DOJ Approach: Banks at 100%, Commercially Active Thrifts at 100%, Other Thrifts at 0%, Commercially Active Credit Unions at 100%, Competitive Credit Unions at 0%, Other Credit Unions at 0
- ** Pro Forma Ownership assumes that announced transactions have been completed

Los Angeles, CA - FRB Banking Market
BRANCH BASED HHI
 Branch HHI *

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Ownership info as of 2/11/2021

Pre Merger Rank	Post Merger Rank	Institution	Type	Pre-Merger			Post-Merger		
				Branch Count	Market Share (%)	Branch HHI	Branch Count	Market Share (%)	Branch HHI

17		Banc of California Inc.	Bank	25	0.87	0.75			
BUYER									
67		Pacific Mercantile Bancorp	Bank	5	0.17	0.03			
TARGET									
16		Banc of California Inc.	Bank				30	1.04	1.08
RESULTING INSTITUTION									

OTHER INSTITUTIONS (Pro Forma **)

1	1	JPMorgan Chase & Co.	Bank	400	13.84	191.57	400	13.84	191.57
2	2	Bank of America Corp.	Bank	339	11.73	137.60	339	11.73	137.60
3	3	Wells Fargo & Co.	Bank	334	11.56	133.57	334	11.56	133.57
4	4	U.S. Bancorp	Bank	179	6.19	38.36	179	6.19	38.36
5	5	Citigroup Inc.	Bank	130	4.50	20.23	130	4.50	20.23
6	6	Mitsubishi UFJ Financial Group Inc.	Bank	111	3.84	14.75	111	3.84	14.75
7	7	BNP Paribas SA	Bank	67	2.32	5.37	67	2.32	5.37
8	8	First Citizens BancShares Inc.	Bank	60	2.08	4.31	60	2.08	4.31
9	9	East West Bancorp Inc.	Bank	53	1.83	3.36	53	1.83	3.36
10	10	Comerica Inc.	Bank	41	1.42	2.01	41	1.42	2.01
11	11	SchoolsFirst FCU	CU	40	1.38	1.92	40	1.38	1.92
12	12	Royal Bank of Canada	Bank	39	1.35	1.82	39	1.35	1.82
13	13	Zions Bancorp. NA	Bank	36	1.25	1.55	36	1.25	1.55
14	14	CVB Financial Corp.	Bank	34	1.18	1.38	34	1.18	1.38
15	15	PacWest Bancorp	Bank	31	1.07	1.15	31	1.07	1.15
16	17	Hope Bancorp Inc.	Bank	28	0.97	0.94	28	0.97	0.94
18	18	Gathay General Bancorp	Bank	24	0.83	0.69	24	0.83	0.69
19	19	Palomar Enterprises LLC	Bank	24	0.83	0.69	24	0.83	0.69
20	20	HSBC Holdings PLC	Bank	23	0.80	0.63	23	0.80	0.63
21	21	CU of Southern California	CU	23	0.80	0.63	23	0.80	0.63
22	22	FB Corp.	Bank	22	0.76	0.58	22	0.76	0.58
23	23	Pacific Premier Bancorp Inc.	Bank	22	0.76	0.58	22	0.76	0.58
24	24	Kinecta FCU	CU	20	0.69	0.48	20	0.69	0.48
25	25	Hannmi Financial Corp.	Bank	19	0.66	0.43	19	0.66	0.43
26	26	Wescom Central CU	CU	18	0.62	0.39	18	0.62	0.39
27	27	Financial Partners CU	CU	16	0.55	0.31	16	0.55	0.31
28	28	Logix FCU	CU	15	0.52	0.27	15	0.52	0.27
29	29	California CU	CU	14	0.48	0.23	14	0.48	0.23
30	30	NuVision FCU	CU	13	0.45	0.20	13	0.45	0.20
31	31	Premier America CU	CU	12	0.42	0.17	12	0.42	0.17
32	32	PCB Bancorp	Bank	11	0.38	0.14	11	0.38	0.14
33	33	First Entertainment CU	CU	11	0.38	0.14	11	0.38	0.14
34	34	Orange County's CU	CU	11	0.38	0.14	11	0.38	0.14
35	35	UNIFY Financial FCU	CU	11	0.38	0.14	11	0.38	0.14
36	36	First Republic Bank	Bank	10	0.35	0.12	10	0.35	0.12
37	37	HomeStreet Inc.	Bank	10	0.35	0.12	10	0.35	0.12
38	38	Preferred Bank	Bank	10	0.35	0.12	10	0.35	0.12
39	39	RBB Bancorp	Bank	10	0.35	0.12	10	0.35	0.12
40	40	First Foundation Inc.	Bank	9	0.31	0.10	9	0.31	0.10

Ownership info as of 2/11/2021

Los Angeles, CA - FRB Banking Market
BRANCH BASED HHI
 Branch HHI *

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Pre Merger Rank	Post Merger Rank	Institution	Type	Pre-Merger			Post-Merger		
				Branch Count	Branch Share (%)	Branch HHI	Branch Count	Branch Share (%)	Branch HHI
41	41	Sumitomo Mitsui Financial Group Inc.	Bank	9	0.31	0.10	9	0.31	0.10
42	42	First Financial FCU	CU	9	0.31	0.10	9	0.31	0.10
43	43	LBS Financial CU	CU	9	0.31	0.10	9	0.31	0.10
44	44	CTBC Financial Holding Co. Ltd.	Bank	8	0.28	0.08	8	0.28	0.08
45	45	Luther Burbank Corp.	Bank	8	0.28	0.08	8	0.28	0.08
46	46	First City CU	CU	8	0.28	0.08	8	0.28	0.08
47	47	Navy FCU	CU	8	0.28	0.08	8	0.28	0.08
48	48	Northrop Grumman FCU	CU	8	0.28	0.08	8	0.28	0.08
49	49	First Choice Bancorp	Bank	7	0.24	0.06	7	0.24	0.06
50	50	OP Bancorp	Bank	7	0.24	0.06	7	0.24	0.06
51	51	Woori Financial Group Inc.	Bank	7	0.24	0.06	7	0.24	0.06
52	52	Los Angeles FCU	CU	7	0.24	0.06	7	0.24	0.06
53	53	Partners FCU	CU	7	0.24	0.06	7	0.24	0.06
54	54	Southland CU	CU	7	0.24	0.06	7	0.24	0.06
55	55	CBB Bancorp Inc.	Bank	6	0.21	0.04	6	0.21	0.04
56	56	ABC Bancorp	Bank	6	0.21	0.04	6	0.21	0.04
57	57	First Financial Holding Co. Ltd.	Bank	6	0.21	0.04	6	0.21	0.04
58	58	O-Bank Co. Ltd.	Bank	6	0.21	0.04	6	0.21	0.04
59	59	US Metro Bancorp Inc.	Bank	6	0.21	0.04	6	0.21	0.04
60	60	Arrowhead Central CU	CU	6	0.21	0.04	6	0.21	0.04
61	61	Certified FCU	CU	6	0.21	0.04	6	0.21	0.04
62	62	Eagle Community CU	CU	6	0.21	0.04	6	0.21	0.04
63	63	San Diego County CU	CU	6	0.21	0.04	6	0.21	0.04
64	64	Sterling Bancorp Inc.	Thrift	6	0.21	0.04	6	0.21	0.04
65	65	First General Bank	Bank	5	0.17	0.03	5	0.17	0.03
66	66	Industrial & Commercial Bank of China Ltd.	Bank	5	0.17	0.03	5	0.17	0.03
68	67	Southern California Bancorp	Bank	5	0.17	0.03	5	0.17	0.03
69	68	State Bank of India	Bank	5	0.17	0.03	5	0.17	0.03
70	69	SVB Financial Group	Bank	5	0.17	0.03	5	0.17	0.03
71	70	Allied Healthcare FCU	CU	5	0.17	0.03	5	0.17	0.03
72	71	Baxter CU	CU	5	0.17	0.03	5	0.17	0.03
73	72	SAG-AFTRA FCU	CU	5	0.17	0.03	5	0.17	0.03
74	73	SCE FCU	CU	5	0.17	0.03	5	0.17	0.03
75	74	Water & Power Community CU	CU	5	0.17	0.03	5	0.17	0.03
76	75	Malaga Financial Corp.	Thrift	5	0.17	0.03	5	0.17	0.03
77	76	Universal Financial Inc.	Thrift	5	0.17	0.03	5	0.17	0.03
78	77	2011 TORT	Bank	4	0.14	0.02	4	0.14	0.02
79	78	American Continental Bancorp	Bank	4	0.14	0.02	4	0.14	0.02
80	79	Banner Corp.	Bank	4	0.14	0.02	4	0.14	0.02
81	80	BayCom Corp.	Bank	4	0.14	0.02	4	0.14	0.02
82	81	Chino Commercial Bancorp	Bank	4	0.14	0.02	4	0.14	0.02
83	82	Community Commerce Bank	Bank	4	0.14	0.02	4	0.14	0.02
84	83	GBC Holdings Inc.	Bank	4	0.14	0.02	4	0.14	0.02
85	84	Mega Bank	Bank	4	0.14	0.02	4	0.14	0.02
86	85	Shinhan Financial Group Co., Ltd.	Bank	4	0.14	0.02	4	0.14	0.02
87	86	Signature Bank	Bank	4	0.14	0.02	4	0.14	0.02
88	87	Firefighters First FCU	CU	4	0.14	0.02	4	0.14	0.02
89	88	LA Financial FCU	CU	4	0.14	0.02	4	0.14	0.02
90	89	Los Angeles Police FCU	CU	4	0.14	0.02	4	0.14	0.02

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Pre Merger Rank	Post Merger Rank	Institution	Type	Pre-Merger			Post-Merger		
				Branch Count	Branch Share (%)	Branch HHI	Branch Count	Branch Share (%)	Branch HHI
91	90	POPA FCU	CU	4	0.14	0.02	4	0.14	0.02
92	91	Rancho FCU	CU	4	0.14	0.02	4	0.14	0.02
93	92	AFNB Holdings Inc.	Bank	3	0.10	0.01	3	0.10	0.01
94	93	American Plus Bank N.A.	Bank	3	0.10	0.01	3	0.10	0.01
95	94	Bank of New York Mellon Corp.	Bank	3	0.10	0.01	3	0.10	0.01
96	95	GKH Capital Inc.	Bank	3	0.10	0.01	3	0.10	0.01
97	96	Golden Bank NA	Bank	3	0.10	0.01	3	0.10	0.01
98	97	Golden State Bancorp	Bank	3	0.10	0.01	3	0.10	0.01
99	98	H Bancorp LLC	Bank	3	0.10	0.01	3	0.10	0.01
100	99	Morgan Stanley	Bank	3	0.10	0.01	3	0.10	0.01
101	100	Northern Trust Corp.	Bank	3	0.10	0.01	3	0.10	0.01
102	101	Pacific Alliance Bank	Bank	3	0.10	0.01	3	0.10	0.01
103	102	Private Bancorp of America Inc.	Bank	3	0.10	0.01	3	0.10	0.01
104	103	Umqua Holdings Corp.	Bank	3	0.10	0.01	3	0.10	0.01
105	104	American Airlines FCU	CU	3	0.10	0.01	3	0.10	0.01
106	105	American Broadcast Employees FCU	CU	3	0.10	0.01	3	0.10	0.01
107	106	American First CU	CU	3	0.10	0.01	3	0.10	0.01
108	107	CalCom FCU	CU	3	0.10	0.01	3	0.10	0.01
109	108	California Agribusiness CU	CU	3	0.10	0.01	3	0.10	0.01
110	109	Caltech Employees FCU	CU	3	0.10	0.01	3	0.10	0.01
111	110	Capstone FCU	CU	3	0.10	0.01	3	0.10	0.01
112	111	Chaffey FCU	CU	3	0.10	0.01	3	0.10	0.01
113	112	Foothill FCU	CU	3	0.10	0.01	3	0.10	0.01
114	113	I.L.W.U. FCU	CU	3	0.10	0.01	3	0.10	0.01
115	114	Pasadena Service FCU	CU	3	0.10	0.01	3	0.10	0.01
116	115	Priority One CU	CU	3	0.10	0.01	3	0.10	0.01
117	116	South Bay CU	CU	3	0.10	0.01	3	0.10	0.01
118	117	University CU	CU	3	0.10	0.01	3	0.10	0.01
119	118	USC CU	CU	3	0.10	0.01	3	0.10	0.01
120	119	Broadway Financial Corp.	Thrift	3	0.10	0.01	3	0.10	0.01
121	120	Midland Financial Co.	Thrift	3	0.10	0.01	3	0.10	0.01
122	121	Asian Pacific National Bank	Bank	2	0.07	0.00	2	0.07	0.00
123	122	Beal Financial Corp.	Bank	2	0.07	0.00	2	0.07	0.00
124	123	Big Poppy Holdings Inc.	Bank	2	0.07	0.00	2	0.07	0.00
125	124	Eastern International Bank	Bank	2	0.07	0.00	2	0.07	0.00
126	125	Friendly Hills Bank	Bank	2	0.07	0.00	2	0.07	0.00
127	126	Israel Discount Bank Ltd.	Bank	2	0.07	0.00	2	0.07	0.00
128	127	M&T Bank Corp.	Bank	2	0.07	0.00	2	0.07	0.00
129	128	Maham Beteiligungsgesellschaft AG	Bank	2	0.07	0.00	2	0.07	0.00
130	129	Mission Valley Bancorp	Bank	2	0.07	0.00	2	0.07	0.00
131	130	Partners Bank of California	Bank	2	0.07	0.00	2	0.07	0.00
132	131	PNC Financial Services Group Inc.	Bank	2	0.07	0.00	2	0.07	0.00
133	132	United Pacific Bank	Bank	2	0.07	0.00	2	0.07	0.00
134	133	Wallis Bancshares Inc.	Bank	2	0.07	0.00	2	0.07	0.00
135	134	Western Alliance Bancorp.	Bank	2	0.07	0.00	2	0.07	0.00
136	135	Actors FCU	CU	2	0.07	0.00	2	0.07	0.00
137	136	Cal State L.A. FCU	CU	2	0.07	0.00	2	0.07	0.00
138	137	California Bear CU	CU	2	0.07	0.00	2	0.07	0.00
139	138	Camino FCU	CU	2	0.07	0.00	2	0.07	0.00

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Pre Merger Rank	Post Merger Rank	Institution	Type	Pre-Merger			Post-Merger		
				Branch Count	Branch Share (%)	Branch HHI	Branch Count	Branch Share (%)	Branch HHI
140	139	Chevron FCU	CU	2	0.07	0.00	2	0.07	0.00
141	140	Christian Community CU	CU	2	0.07	0.00	2	0.07	0.00
142	141	F&A FCU	CU	2	0.07	0.00	2	0.07	0.00
143	142	Farmers Insurance Group FCU	CU	2	0.07	0.00	2	0.07	0.00
144	143	Fox FCU	CU	2	0.07	0.00	2	0.07	0.00
145	144	Gain FCU	CU	2	0.07	0.00	2	0.07	0.00
146	145	Glendale Area Schools CU	CU	2	0.07	0.00	2	0.07	0.00
147	146	Glendale FCU	CU	2	0.07	0.00	2	0.07	0.00
148	147	Golden 1 CU	CU	2	0.07	0.00	2	0.07	0.00
149	148	Hanin FCU	CU	2	0.07	0.00	2	0.07	0.00
150	149	Honda FCU	CU	2	0.07	0.00	2	0.07	0.00
151	150	L.A. Healthcare FCU	CU	2	0.07	0.00	2	0.07	0.00
152	151	Maladors Community CU	CU	2	0.07	0.00	2	0.07	0.00
153	152	Nikkei CU	CU	2	0.07	0.00	2	0.07	0.00
154	153	Pacific Transportation FCU	CU	2	0.07	0.00	2	0.07	0.00
155	154	Polam FCU	CU	2	0.07	0.00	2	0.07	0.00
156	155	PostCity Financial CU	CU	2	0.07	0.00	2	0.07	0.00
157	156	Prospectors FCU	CU	2	0.07	0.00	2	0.07	0.00
158	157	Schools FCU	CU	2	0.07	0.00	2	0.07	0.00
159	158	Sea Air FCU	CU	2	0.07	0.00	2	0.07	0.00
160	159	Self-Help FCU	CU	2	0.07	0.00	2	0.07	0.00
161	160	Technicolor FCU	CU	2	0.07	0.00	2	0.07	0.00
162	161	Universal City Studios CU	CU	2	0.07	0.00	2	0.07	0.00
163	162	VA Desert Pacific FCU	CU	2	0.07	0.00	2	0.07	0.00
164	163	Ventura County CU	CU	2	0.07	0.00	2	0.07	0.00
165	164	Allegiant United Holdings LLC	Bank	1	0.03	0.00	1	0.03	0.00
166	165	American Business Bank	Bank	1	0.03	0.00	1	0.03	0.00
167	166	Balboa Thrift and Loan Association	Bank	1	0.03	0.00	1	0.03	0.00
168	167	Bank Leumi le-Israeli BM	Bank	1	0.03	0.00	1	0.03	0.00
169	168	Bank of China Ltd.	Bank	1	0.03	0.00	1	0.03	0.00
170	169	Bank of East Asia, Ltd.	Bank	1	0.03	0.00	1	0.03	0.00
171	170	Bank of Santa Clarita	Bank	1	0.03	0.00	1	0.03	0.00
172	171	Bank of Taiwan	Bank	1	0.03	0.00	1	0.03	0.00
173	172	Beneficial State Foundation	Bank	1	0.03	0.00	1	0.03	0.00
174	173	BOK Financial Corp.	Bank	1	0.03	0.00	1	0.03	0.00
175	174	California Business Bank	Bank	1	0.03	0.00	1	0.03	0.00
176	175	California International Bank NA	Bank	1	0.03	0.00	1	0.03	0.00
177	176	Canadian Imperial Bank of Commerce	Bank	1	0.03	0.00	1	0.03	0.00
178	177	Chang Hwa Commercial Bank Ltd.	Bank	1	0.03	0.00	1	0.03	0.00
179	178	China Citic Bank International - Los Angeles Brant Bank	Bank	1	0.03	0.00	1	0.03	0.00
180	179	China Merchants Bank Co. Ltd.	Bank	1	0.03	0.00	1	0.03	0.00
181	180	GW Bancorp.	Bank	1	0.03	0.00	1	0.03	0.00
182	181	DBS Group Holdings Ltd.	Bank	1	0.03	0.00	1	0.03	0.00
183	182	DMG Bancshares Inc.	Bank	1	0.03	0.00	1	0.03	0.00
184	183	E-SUN Financial Holding Company Ltd.	Bank	1	0.03	0.00	1	0.03	0.00
185	184	EH National Bank	Bank	1	0.03	0.00	1	0.03	0.00
186	185	Enterprise Financial Services Corp.	Bank	1	0.03	0.00	1	0.03	0.00
187	186	First Credit Bank	Bank	1	0.03	0.00	1	0.03	0.00
188	187	First IC Corp.	Bank	1	0.03	0.00	1	0.03	0.00

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Pre Merger Rank	Post Merger Rank	Institution	Type	Pre-Merger			Post-Merger		
				Branch Count	Market Share (%)	Branch HHI	Branch Count	Market Share (%)	Branch HHI
189	188	First Western Financial Inc.	Bank	1	0.03	0.00	1	0.03	0.00
190	189	Greater Pacific Bancshares	Bank	1	0.03	0.00	1	0.03	0.00
191	190	Hua Nan Financial Holdings Co. Ltd.	Bank	1	0.03	0.00	1	0.03	0.00
192	191	Independent Bankers Financial Corp.	Bank	1	0.03	0.00	1	0.03	0.00
193	192	Infinity Bank	Bank	1	0.03	0.00	1	0.03	0.00
194	193	Krung Thai Bank PCL	Bank	1	0.03	0.00	1	0.03	0.00
195	194	Land Bank of Taiwan Co. Ltd.	Bank	1	0.03	0.00	1	0.03	0.00
196	195	Mega International Commercial Bank Co. Ltd.	Bank	1	0.03	0.00	1	0.03	0.00
197	196	Mission Bancorp	Bank	1	0.03	0.00	1	0.03	0.00
198	197	Mizrahi Tefahot Bank - Los Angeles Branch	Bank	1	0.03	0.00	1	0.03	0.00
199	198	Mizuho Financial Group Inc.	Bank	1	0.03	0.00	1	0.03	0.00
200	199	MUFG Bank - Los Angeles Branch	Bank	1	0.03	0.00	1	0.03	0.00
201	200	OneUnited Bank	Bank	1	0.03	0.00	1	0.03	0.00
202	201	Oversea-Chinese Banking Corp. Ltd.	Bank	1	0.03	0.00	1	0.03	0.00
203	202	Pacific Enterprise Bancorp	Bank	1	0.03	0.00	1	0.03	0.00
204	203	Saddleback Bancorp	Bank	1	0.03	0.00	1	0.03	0.00
205	204	Shanghai Commercial & Savings Bank Ltd.	Bank	1	0.03	0.00	1	0.03	0.00
206	205	Shizuoka Bank Ltd.	Bank	1	0.03	0.00	1	0.03	0.00
207	206	Sierra Bancorp	Bank	1	0.03	0.00	1	0.03	0.00
208	207	SinoPac Financial Holdings Co. Ltd.	Bank	1	0.03	0.00	1	0.03	0.00
209	208	Sumitomo Mitsui Banking Corporation - Los Angeles Branch	Bank	1	0.03	0.00	1	0.03	0.00
210	209	SWNB Bancorp Inc.	Bank	1	0.03	0.00	1	0.03	0.00
211	210	Taiwan Business Bank Co. Ltd.	Bank	1	0.03	0.00	1	0.03	0.00
212	211	Taiwan Cooperative Financial Holding Co. Ltd.	Bank	1	0.03	0.00	1	0.03	0.00
213	212	Tangent Holdings Corp.	Bank	1	0.03	0.00	1	0.03	0.00
214	213	United Overseas Bank Ltd.	Bank	1	0.03	0.00	1	0.03	0.00
215	214	Aerospace FCU	CU	1	0.03	0.00	1	0.03	0.00
216	215	Airco FCU	CU	1	0.03	0.00	1	0.03	0.00
217	216	Alaska USA FCU	CU	1	0.03	0.00	1	0.03	0.00
218	217	America's Christian CU	CU	1	0.03	0.00	1	0.03	0.00
219	218	Beverly Hills City Employees FCU	CU	1	0.03	0.00	1	0.03	0.00
220	219	Bopti FCU	CU	1	0.03	0.00	1	0.03	0.00
221	220	Bourne Employees FCU	CU	1	0.03	0.00	1	0.03	0.00
222	221	C.A.H.P. CU	CU	1	0.03	0.00	1	0.03	0.00
223	222	Gal Poly FCU	CU	1	0.03	0.00	1	0.03	0.00
224	223	California Adventist FCU	CU	1	0.03	0.00	1	0.03	0.00
225	224	California Lithuanian CU	CU	1	0.03	0.00	1	0.03	0.00
226	225	Canoga Postal FCU	CU	1	0.03	0.00	1	0.03	0.00
227	226	Catalyst Corporate FCU	CU	1	0.03	0.00	1	0.03	0.00
228	227	Clearpath FCU	CU	1	0.03	0.00	1	0.03	0.00
229	228	Columbus Club FCU	CU	1	0.03	0.00	1	0.03	0.00
230	229	Comunidad Latina FCU	CU	1	0.03	0.00	1	0.03	0.00
231	230	Downey FCU	CU	1	0.03	0.00	1	0.03	0.00
232	231	E-Central CU	CU	1	0.03	0.00	1	0.03	0.00
233	232	Edwards FCU	CU	1	0.03	0.00	1	0.03	0.00
234	233	El Monte Community CU	CU	1	0.03	0.00	1	0.03	0.00
235	234	Episcopal Community FCU	CU	1	0.03	0.00	1	0.03	0.00
236	235	Evangelical Christian CU	CU	1	0.03	0.00	1	0.03	0.00
237	236	Federal Employees West FCU	CU	1	0.03	0.00	1	0.03	0.00

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Pre Merger Rank	Post Merger Rank	Institution	Type	Pre-Merger			Post-Merger		
				Branch Count	Branch Share (%)	Branch HHI	Branch Count	Branch Share (%)	Branch HHI
238	237	FEDEX Employees Credit Association FCU	CU	1	0.03	0.00	1	0.03	0.00
239	238	Fountain Valley CU	CU	1	0.03	0.00	1	0.03	0.00
240	239	Huntington Beach Credit Union	CU	1	0.03	0.00	1	0.03	0.00
241	240	Interfaith FCU	CU	1	0.03	0.00	1	0.03	0.00
242	241	JACOM CU	CU	1	0.03	0.00	1	0.03	0.00
243	242	Justice FCU	CU	1	0.03	0.00	1	0.03	0.00
244	243	L. A. Electrical Workers CU	CU	1	0.03	0.00	1	0.03	0.00
245	244	LA Mission FCU	CU	1	0.03	0.00	1	0.03	0.00
246	245	Long Beach City Employees FCU	CU	1	0.03	0.00	1	0.03	0.00
247	246	Long Beach Firemen's CU	CU	1	0.03	0.00	1	0.03	0.00
248	247	Los Angeles Lee FCU	CU	1	0.03	0.00	1	0.03	0.00
249	248	Maryknoll of Los Angeles FCU	CU	1	0.03	0.00	1	0.03	0.00
250	249	Mattel FCU	CU	1	0.03	0.00	1	0.03	0.00
251	250	Media City CU	CU	1	0.03	0.00	1	0.03	0.00
252	251	Mid-Cities CU	CU	1	0.03	0.00	1	0.03	0.00
253	252	Monrovia City Employees FCU	CU	1	0.03	0.00	1	0.03	0.00
254	253	Olive View Employees FCU	CU	1	0.03	0.00	1	0.03	0.00
255	254	Ontario Montclair School Employees FCU	CU	1	0.03	0.00	1	0.03	0.00
256	255	Ontario Public Employees FCU	CU	1	0.03	0.00	1	0.03	0.00
257	256	P.V.H.M.C. FCU	CU	1	0.03	0.00	1	0.03	0.00
258	257	Pacific FCU	CU	1	0.03	0.00	1	0.03	0.00
259	258	Parishioners FCU	CU	1	0.03	0.00	1	0.03	0.00
260	259	Parsons FCU	CU	1	0.03	0.00	1	0.03	0.00
261	260	Pasadena FCU	CU	1	0.03	0.00	1	0.03	0.00
262	261	Peoples Independent Church FCU	CU	1	0.03	0.00	1	0.03	0.00
263	262	Pomona Postal FCU	CU	1	0.03	0.00	1	0.03	0.00
264	263	Printing Industries CU	CU	1	0.03	0.00	1	0.03	0.00
265	264	San Fernando Valley Japanese CU	CU	1	0.03	0.00	1	0.03	0.00
266	265	Santa Ana FCU	CU	1	0.03	0.00	1	0.03	0.00
267	266	SkyOne FCU	CU	1	0.03	0.00	1	0.03	0.00
268	267	Sunkist Employees FCU	CU	1	0.03	0.00	1	0.03	0.00
269	268	Together CU	CU	1	0.03	0.00	1	0.03	0.00
270	269	Torrance Community FCU	CU	1	0.03	0.00	1	0.03	0.00
271	270	TruGrocer FCU	CU	1	0.03	0.00	1	0.03	0.00
272	271	U.P.S. Employees FCU	CU	1	0.03	0.00	1	0.03	0.00
273	272	U.S. Postal Service FCU	CU	1	0.03	0.00	1	0.03	0.00
274	273	U.S.B. Employees FCU	CU	1	0.03	0.00	1	0.03	0.00
275	274	Ume FCU	CU	1	0.03	0.00	1	0.03	0.00
276	275	Union Yes FCU	CU	1	0.03	0.00	1	0.03	0.00
277	276	United Catholics FCU	CU	1	0.03	0.00	1	0.03	0.00
278	277	Western States Regional FCU	CU	1	0.03	0.00	1	0.03	0.00
279	278	Xceed Financial FCU	CU	1	0.03	0.00	1	0.03	0.00
280	279	Capital Bank and Trust Co.	Thrift	1	0.03	0.00	1	0.03	0.00
281	280	First American Financial Corp.	Thrift	1	0.03	0.00	1	0.03	0.00
282	281	Pedcor Capital LLC	Thrift	1	0.03	0.00	1	0.03	0.00
283	282	Banco Bilbao Vizcaya Argentaria SA	Bank	0	0.00	0.00	0	0.00	0.00
284	283	Boston Private Financial Holdings Inc.	Bank	0	0.00	0.00	0	0.00	0.00
285	284	California First National Bancorp	Bank	0	0.00	0.00	0	0.00	0.00
286	285	CIT Group Inc.	Bank	0	0.00	0.00	0	0.00	0.00

Los Angeles, CA - FRB Banking Market
BRANCH BASED HHI
 Branch HHI *

005

Ownership info as of 2/11/2021

Pre Merger Rank	Post Merger Rank	Institution	Type	Pre-Merger			Post-Merger		
				Branch Count	Branch Share (%)	Branch HHI	Branch Count	Branch Share (%)	Branch HHI
TOTALS:				2,890	100.00	570.89	2,890	100.00	571.19

PRE-MERGER HHI: 571
 POST-MERGER HHI: 571
 HHI CHANGE: 0

Footnotes:

- * Branch HHI: HHI calculated based on pro forma branch counts in markets.
- ** Pro Forma Ownership assumes that announced transactions have been completed.

PUBLIC EXHIBIT 5

PUBLIC DISCLOSURE

October 22, 2018

COMMUNITY REINVESTMENT ACT PERFORMANCE EVALUATION

Banc of California, National Association
Charter Number 25080

3 MacArthur Place
Santa Ana, CA 92707

Office of the Comptroller of the Currency
Los Angeles Field Office
550 North Brand Boulevard, Suite 500
Glendale, CA 91203-1985

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

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Overall CRA Rating

Institution’s CRA Rating: This institution is rated Satisfactory.

The following table indicates the performance level of Banc of California, National Association with respect to the Lending, Investment, and Service Tests:

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

- Good responsiveness to the credit needs of the Los Angeles-Long Beach-Anaheim Metropolitan Statistical Area (MSA) and the San Diego-Carlsbad MSA.
- Overall excellent geographic distribution of home mortgage loan originations/purchases and good distribution of small business loan originations/purchases. Geographic distribution of home mortgage loan originations/purchases in low- and moderate-income (LMI) geographies was excellent in both the Los Angeles-Long Beach-Anaheim MSA and the San Diego-Carlsbad MSA. Geographic distribution of small business loan originations/purchases in LMI geographies was good in the Los Angeles-Long Beach-Anaheim MSA.
- Overall adequate borrower distribution of home mortgage loan originations/purchases, with adequate distribution of home mortgage loan originations/purchases to LMI borrowers in the Los Angeles-Long Beach-Anaheim MSA and the San Diego-Carlsbad MSA.
- An excellent level of community development (CD) loans in both the Los Angeles-Long Beach-Anaheim MSA and the San Diego-Carlsbad MSA, which positively impacted the bank’s lending test rating.
- An excellent level of qualified CD investments in both the Los Angeles-Long Beach-Anaheim MSA and the San Diego-Carlsbad MSA.
- Delivery systems that are reasonably accessible to essentially all portions of the Los Angeles-Long Beach-Anaheim MSA and the San Diego-Carlsbad MSA.

- An excellent level of CD services that were responsive to the CD needs in the Los Angeles-Long Beach-Anaheim MSA and a good level of CD services in the San Diego-Carlsbad MSA.

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

Banc of California, National Association (Banc of California, N.A., Banc, or bank) is an intrastate full service community bank headquartered in Santa Ana, California. The bank began operations in Chula Vista, California as a credit union in 1941. In January 2000, the credit union changed charters and became Pacific Trust Bank, Federal Savings Bank, a federally chartered stock savings bank. The bank acquired Gateway Business Bank in 2012. This acquisition included an agency mortgage banking business with agency licenses enabling the bank to better serve low- and moderate-income (LMI) communities with over 60 loan production offices (LPOs). In 2012, Banc also moved its headquarters from Chula Vista to Irvine, California. In October 2013, Pacific Trust Bank and The Private Bank of California merged into a single bank and became Banc of California, National Association. In December 2013, Banc acquired affiliate CS Financial, a mortgage company, and integrated it into Banc Home Loans (BHL), the mortgage banking operations of the bank. In early 2014, Banc acquired Renovation Ready, a Federal Housing Administration (FHA) 203K Rehab lender. This acquisition enabled the bank to provide agency rehabilitation loans, making it possible for borrowers to purchase a property in need of repairs and include the cost of the repairs in the loan. In November 2014, Banc purchased the California branch network of Banco Popular, which included 20 branch locations in Los Angeles and Orange Counties. The bank sold its Small Equipment Finance division in October 2016. In April 2017, the bank moved its headquarters from Irvine to Santa Ana, California. Finally, in mid-2017, the sale of BHL was final. As a result of this sale, Banc was required to sign a “no compete” clause, which prohibits the bank from originating agency loans for three years.

As of December 31, 2017, Banc had total assets of \$10.32 billion, total deposits of \$7.33 billion, and tier 1 capital of \$1.08 billion. Banc is a wholly owned subsidiary of Banc of California, Inc. located in Santa Ana, California. The holding company reported consolidated assets of \$10.33 billion as of December 31, 2017.

Banc is a full-service bank that offers various consumer and commercial deposit and loan products, including Small Business Administration (SBA) loans and other commercial loans. Banc operates 34 branches and 32 ATMs in its assessment areas (AAs). There are 19 branches and 17 ATMs in Los Angeles County, 10 branches and 10 ATMs in Orange County, four branches and four ATMs in San Diego County, and one branch and one ATM in Santa Barbara County. During the evaluation period, Banc closed nine branches; one was located in a low-income CT and one was located in a moderate-income CT. In addition, seven ATMs were closed; one was located in a low-income CT. Banc also opened eight branches and seven ATMs during the evaluation period. Two branches were located in moderate-income CTs and one ATM was located in a moderate-income CT.

Historically, Banc’s primary business focus has been single-family residential mortgage loans. BHL, the mortgage banking division, primarily originated agency, government, and conforming residential mortgages and operated in more than 60 locations in California, Oregon, Arizona, Nevada, and Idaho. The sale of BHL in March 2017 and corresponding no complete agreement, significantly reduced the number and dollar volume of originated home mortgage loans in 2017. The bank also has a significant portfolio of multifamily housing loans. In 2014, Banc launched its Multifamily Lending Group, whose purpose was, in part, to enable the bank to serve the affordable housing needs of its AAs.

Senior management of the bank is now focused on “getting back to basics” and transforming Banc into a thriving commercial bank through renewed efforts on core loans and deposits.

As of December 31, 2017, net loans equaled \$6.1 billion and represented 65.09 percent of total assets. Banc’s loan portfolio consists of the following: one to four family residential real estate 38.11 percent, multifamily 23.66 percent, commercial real estate 16.76 percent, commercial and industrial 11.02 percent, non-depository and other loans 7.59 percent, construction and development 2.37 percent, and loans to individuals 0.49 percent.

There are no financial or legal factors that impede Banc’s ability to meet the credit needs of its AAs. Banc was previously rated under the Large Bank CRA Test and received an “Outstanding” rating from the Office of the Comptroller of the Currency on May 4, 2015.

Scope of the Evaluation

Evaluation Period/Products Evaluated

We reviewed home mortgage loans for the period beginning January 1, 2015 through December 31, 2017. This included a review of only home purchase and home refinance loans; the bank originated only one home improvement loan during the review period. We reviewed small business loans for the period beginning January 1, 2015 through December 31, 2017. Banc of California, N.A. does not originate small farm loans. We reviewed CD loans, investments, and services for the period beginning May 1, 2015 through December 31, 2017.

For the lending test, separate analyses were conducted for the years of 2015 and 2016 combined using the 2010 U.S. Census data. Lending data for the year 2017 was analyzed separately using the 2015 American Community Survey (ACS) data that applies to 2017. Specifically, comparative data was different for the two review periods due to changes in certain census tract codes and definitions. Between 2016 and 2017 there were also changes to the median family income values.

Data Integrity

Prior to this evaluation, we tested the accuracy of Banc's publicly filed information for home mortgage loans and small loans to businesses. The data we reviewed was collected and reported by the bank during the evaluation period. The testing indicated no substantive inaccuracies in the HMDA data. The CRA loan data contained significant errors. The bank subsequently corrected the errors and a follow-up review indicated there were no substantive inaccuracies. Consequently, the CRA loan data we reviewed for this analysis is substantially accurate. Additionally, CD investments, loans, and services made or rendered during the evaluation period were reviewed to determine their eligibility for consideration. We found numerous donations, loans and services that did not qualify as community development. We included in this review only those activities found to meet the definition of community development.

Selection of Areas for Full-Scope Review

We selected the bank's Los Angeles-Long Beach-Anaheim MSA and the San Diego-Carlsbad MSA for full-scope reviews. The Los Angeles-Long Beach-Anaheim MSA is the assessment area (AA) with the highest percentage of loans and deposits. In addition, we selected the San Diego-Carlsbad MSA for a full-scope review since this AA has not previously been selected for a full-scope review. We reviewed the Santa Maria-Santa Barbara MSA as a limited-scope AA.

As of December 31, 2017, the Los Angeles-Long Beach-Anaheim MSA accounted for 93 percent of the bank's total deposits. In addition, home mortgage loans and small loans to businesses originated/purchased during the review period (rated areas loans) in the Los Angeles-Long Beach-Anaheim MSA account for 87 percent of the bank's reported loans based on number and 90 percent based on dollar volume. In the San Diego-Carlsbad MSA, deposits represent six percent of total deposits and rated area loans represent nearly 12 percent based on number and nine percent based on dollar volume.

In the Santa Maria-Santa Barbara MSA, deposits represent less than one percent of total deposits and rated area loans represent less than one percent based on number and one percent based on dollar volume.

Ratings

The bank's overall rating is based primarily on performance in the Los Angeles-Long Beach-Anaheim MSA since this AA represents 87 percent of the number of rated area loans and 93 percent of the deposits. However, in arriving at our overall conclusion, we also considered performance in the San Diego-Carlsbad MSA and the Santa Maria-Santa Barbara MSA. In assessing the lending test performance, we placed more weight on home mortgage loans than small loans to businesses since 95 percent of the loans originated or purchased were home mortgage loans. In addition, we placed more weight on borrower distribution (loans provided to low- and moderate-income individuals) than on geographic distribution (loans provided in low- and moderate-income areas). Finally, we placed more weight on 2015-2016 lending since 88 percent of all reportable loans were originated during this review period.

In assessing the bank's performance in the combined Los Angeles-Long Beach-Anaheim MSA, we also considered performance at the Metropolitan Division (MD) level for the Los Angeles-Long Beach-Glendale MD (Los Angeles County) and the Anaheim-Santa Ana-Irvine MD (Orange County), in order to ensure particularly stronger or weaker performance within the larger MSA is not overlooked.

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 Bureau of Consumer Financial Protection, as applicable.

The OCC has not identified that this institution has engaged in discriminatory or other illegal credit practices that require consideration in this evaluation.

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.

Conclusions with Respect to Performance Tests

LENDING TEST

Conclusions for Areas Receiving Full-Scope Reviews

The bank's performance under the lending test is rated "High Satisfactory." Based on full-scope reviews, the bank's performance in both the Los Angeles-Long Beach-Anaheim MSA and the San Diego-Carlsbad MSA is good. Lending performance in the Los Angeles-Long Beach-Glendale MD and the Anaheim-Santa Ana-Irvine MD was similar to that in the combined Los Angeles-Long Beach-Anaheim MSA. In the bank's limited-scope AA, the Santa Maria-Santa Barbara MSA, the bank's performance is poor. However, this did not significantly impact the bank's overall lending performance since this AA represents less than one percent of the number of deposits and loans. The excellent level of CD lending positively impacted the bank's overall performance under the lending test.

Lending Activity

Based on the facts and data in Tables 1 Lending Volume in Appendix C and performance context considerations, we concluded Banc's home mortgage and small business lending reflects good responsiveness to the credit needs of the Los Angeles-Long Beach-Anaheim MSA and the San Diego-Carlsbad MSA. Data indicates market share and rankings for Banc's home mortgage lending in the Los Angeles-Long Beach-Anaheim MSA nearly meets its deposit market share and rankings for home purchase and multifamily loans. Market share and rank for home refinance loans is near to deposit market share, and market share for loans to small businesses is below deposit market share. In the San Diego-Carlsbad MSA, market share and rankings are similar to those noted in the Los Angeles-Long Beach-Anaheim MSA.

Los Angeles-Long Beach-Anaheim MSA

Lending levels reflect good responsiveness to the credit needs of the Los Angeles-Long Beach-Anaheim MSA. Banc originated/purchased 9,278 home mortgage loans totaling \$6.3 billion, and 500 small loans to businesses totaling \$99.5 million in this AA during the 2015 through 2017 evaluation period.

The bank has a deposit market share in the Los Angeles-Long Beach-Anaheim MSA of 1.52 percent resulting in a market ranking of 11th out of 125 deposit-taking institutions (9th percentile). The three largest institutions in this AA hold 45 percent of the deposit market share.

For home mortgage lending, the bank has a market share of 1.29 percent with a market rank of 18th out of 715 home purchase lenders (3rd percentile); 0.83 percent with market rank of 23rd out of 800 home refinance lenders (3rd percentile); and 1.35 percent with a market rank of 12th out of 159 multifamily lenders (8th percentile). The market for home mortgage loans is very competitive and consists of national and local lenders of different sizes.

Four of the largest lenders captured 24 percent of the home purchase loan market; five of the largest lenders captured 29 percent of the home refinance loan market; and one lender captured 50 percent of the multifamily loan market.

For small business lending, the bank has a market share of 0.05 percent with a market rank of 53rd out of 220 small business lenders (24th percentile). The market for small business lending is also very competitive and consists of national and local lenders of different sizes. Two lenders captured 48 percent of the small business loan market.

San Diego-Carlsbad MSA

Lending levels reflect good responsiveness to the credit needs of the San Diego-Carlsbad MSA. Banc originated/purchased 1,250 home mortgage loans totaling \$660 million, and 47 small loans to businesses totaling \$4.4 million in the San Diego-Carlsbad MSA during the 2015 through 2017 evaluation period.

The bank has a deposit market share in the San Diego-Carlsbad MSA of 0.58 percent resulting in a market ranking of 20th out of 53 deposit-taking institutions (38th percentile). The four largest institutions in this AA hold 66 percent of the deposit market share.

For home mortgage lending, the bank has a market share of 0.47 percent with a market rank of 50th out of 573 home purchase lenders (9th percentile); 0.35 percent with market rank of 59th out of 584 home refinance lenders (10th percentile); and 0.96 percent with a market rank of 19th out of 71 multifamily lenders (27th percentile). The market for home mortgage loans is very competitive and consists of national and local lenders of different sizes. Three of the largest lenders captured 20 percent of the home purchase loan market; three of the largest lenders captured 18 percent of the home refinance loan market; and one lender captured 40 percent of the multifamily loan market.

For small business lending, the bank has a market share of 0.02 percent with a market rank of 58th out of 162 small business lenders (36th percentile). The market for small business lending is also very competitive and consists of national and local lenders of different sizes. Two lenders captured 49 percent of the small business loan market.

Distribution of Loans by Income Level of the Geography

Home Mortgage Loans

Based on the data in Tables O in Appendix C, we concluded the overall geographic distribution of the bank's home mortgage loan originations/purchases during the 2015 through 2017 evaluation period is excellent, with excellent distribution in both the Los Angeles-Long Beach-Anaheim MSA and the San Diego-Carlsbad MSA. (Lending performance at the MD level was similar to that in the combined Los Angeles-Long Beach-Anaheim MSA.)

Los Angeles-Long Beach-Anaheim MSA

During the 2015-2016 evaluation period, the distribution of the bank's home mortgage lending in low- and moderate-income geographies is excellent. The proportion of the bank's loans

exceeded both the proportion of owner-occupied housing units and the 2016 aggregate in both low- and moderate-income CTs. Banc's performance in 2017 is weaker. In low-income CTs, the proportion of the bank's loans exceeded the proportion of owner-occupied housing units and the 2017 aggregate. In moderate-income CTs, the proportion of the bank's loans was below the proportion of owner-occupied housing units and the 2017 aggregate.

San Diego-Carlsbad MSA

The distribution of the bank's home mortgage lending in low- and moderate-income geographies during the 2015-2016 evaluation period is excellent. In low-income CTs, the proportion of the bank's loans nearly met the proportion of owner-occupied housing units, and in moderate-income CTs, the proportion of the bank's loans exceeded the proportion of owner-occupied housing units. In addition, the proportion of the bank's loans met the 2016 aggregate in low-income CTs and exceeded the 2016 aggregate in moderate-income CTs. The bank's performance in 2017 is weaker. The proportion of the bank's loans exceeded the proportion of owner-occupied housing units in low-income CTs, and nearly met the proportion of owner-occupied units in moderate-income CTs. However, the proportion of the bank's loans was below the 2017 aggregate in both low- and moderate-income CTs.

Small Loans to Businesses

Based on facts and data in Tables Q in appendix C, we concluded the geographic distribution of the bank's originations/purchases of small loans to businesses during the 2015 through 2017 evaluation period is good, with good distribution in the Los Angeles-Long Beach-Anaheim MSA and poor distribution in the San Diego-Carlsbad MSA.

Los Angeles-Long Beach-Anaheim MSA

During the 2015-2016 evaluation period, the distribution of the bank's small loans to businesses in low- and moderate-income geographies is excellent. The proportion of loans exceeded the proportion of businesses and the 2016 aggregate in both low- and moderate-income CTs. The bank's performance in 2017 is significantly weaker. The proportion of the bank's loans in low-income CTs was significantly below the proportion of businesses and the proportion of loans in moderate-income CTs was below the proportion of businesses. Furthermore, the proportion of the bank's loans in low-income CTs was significantly below the 2017 aggregate and the proportion of these loans in moderate-income CTs was below the 2017 aggregate.

San Diego-Carlsbad MSA

During the 2015-2016 evaluation period, the distribution of the bank's small loans to businesses in low- and moderate-income geographies is poor. The proportion of the bank's loans in low-income CTs was significantly below the proportion of businesses. The proportion of the bank's loans in moderate-income CTs exceeded the percentage of businesses in these CTs. However, the bank only made four loans in moderate-income CTs. The proportion of the bank's small loans to businesses in low-income CTs was well below the 2016 aggregate and the proportion of the bank's loans in moderate-income CTs exceeded the 2016 aggregate.

The bank's performance in 2017 is substantially weaker and is very poor; the bank did not originate or purchase any small loans to businesses in the San Diego-Carlsbad MSA in 2017.

Lending Gap Analysis

We reviewed summary reports and maps and analyzed the bank's home mortgage and small business lending activity over the evaluation period to identify any gaps in geographic distribution of loans. We did not identify any unexplained conspicuous gaps in any of the AAs.

Inside/Outside Ratio

For the combined three-year evaluation period, the bank originated/purchased an adequate percentage of rated area loan products in its AAs. Based on number of loans, Banc originated or purchased 24 percent of home mortgage loans and 92 percent of small loans to businesses in its AAs during the evaluation period. Based on dollar volume of loans the bank originated or purchased 42 percent of home mortgage loans and 88 percent of small loans to businesses in its AAs during the evaluation period. The percentage of loans in the AAs based on number and dollar volume of loans was similar for both review periods. For the facts and data that support these conclusions see Tables D in Appendix C.

While a substantial majority of Banc's home mortgage lending was originated or purchased outside the bank's AAs, this is attributed to the fact that during the review period, the bank had a regional home mortgage lending platform that offered home mortgage loans to individuals primarily in the State of California, but also in adjoining states.

Distribution of Loans by Income Level of the Borrower

Home Mortgage Loans

The borrower distribution of the bank's home mortgage loan originations/purchases is adequate, with adequate distribution of home mortgage loans to LMI borrowers in both the Los Angeles-Long Beach-Anaheim MSA and the San Diego-Carlsbad MSA. In concluding on the bank's performance, we considered performance context. In particular, we considered the lack of affordable housing stock in all the Southern California AAs. However, we also considered that the majority (56 percent) of the home mortgage loans evaluated in the analyses were home refinance loans, which provided the bank with opportunities to lend to LMI homeowners. For the facts and data used in this analysis, see Tables P in Appendix C. (Lending performance at the MD level was similar to that in the combined Los Angeles-Long Beach-Anaheim MSA.)

Los Angeles-Long Beach-Anaheim MSA

The distribution of the bank's home mortgage lending during the 2015-2016 evaluation period is adequate after considering performance context factors. The proportion of home mortgage loans to both low- and moderate-income borrowers was significantly below the proportion of low- and moderate-income families. In addition, the proportion of the bank's loans to low-income borrowers was below the 2016 aggregate, but the proportion of loans to moderate-income borrowers exceeded the 2016 aggregate. The bank's lending performance in 2017 is

substantially weaker. The proportion of loans to low- and moderate-income borrowers was significantly below the proportion of low- and moderate-income families. Furthermore, the proportion of loans to low-income borrowers was significantly below the 2017 aggregate and the proportion of loans to moderate-income borrowers was well below the 2017 aggregate.

San Diego-Carlsbad MSA

The distribution of home mortgage lending during the 2015-2016 evaluation period is adequate after considering performance context factors. The proportion of loans to low- and moderate-income borrowers was significantly below the proportion of both low and moderate-income families. The proportion of home mortgage loans to low-income borrowers was below the 2016 aggregate, while the proportions of home mortgage loans to moderate-income borrowers met the 2016 aggregate. The 2017 performance was similar. The proportion of home mortgage loans to low- and moderate-income borrowers was significantly below the proportion of low- and moderate-income families. The proportion of loans to low-income families exceeded the 2017 aggregate; however, the bank originated or purchased only six loans to low-income borrowers in this AA. The proportion of the bank's loans to moderate-income borrowers was well below the 2017 aggregate.

Small Loans to Businesses

Based on the facts and data in Tables R in Appendix C, the borrower distribution of the bank's originations/purchases of small loans to businesses with gross annual revenues of \$1 million or less is very poor in both the Los Angeles-Long Beach-Anaheim MSA and the San Diego-Carlsbad MSA.

Los Angeles-Long Beach-Anaheim MSA

During the 2015-2016 evaluation period, the distribution of the bank's small loans to businesses with gross annual revenues of \$1 million or less is very poor. The proportion of loans was significantly below both the proportion of small businesses and the 2016 aggregate. The bank's 2017 performance is similar to 2015-2016 performance and is very poor.

San Diego-Carlsbad MSA

Banc did not make any loans to businesses with gross annual revenues of \$1 million or less during either the 2015-2016 evaluation period or the 2017 evaluation period, reflecting very poor performance.

Community Development Lending

Refer to Tables 1 Lending Volume in Appendix C for the facts and data used to evaluate the bank's level of community development lending. These tables include all CD loans, including multifamily loans that also qualify as CD loans.

Banc's community development lending in both the Los Angeles-Long Beach-Anaheim MSA and the San Diego-Carlsbad MSA is excellent, and had a positive impact on the bank's overall

lending performance in both the Los Angeles-Long Beach-Anaheim MSA and the San Diego-Carlsbad MSA.

Los Angeles-Long Beach-Anaheim MSA

During the evaluation period, the bank originated 240 CD loans totaling nearly \$827 million. The loans were not innovative or complex, but they were responsive to some of the most critical CD needs in the AA. The majority of Banc's CD lending (64.8 percent of the dollar volume) supported rental housing units that were affordable for LMI individuals in both the Los Angeles-Long Beach-Glendale MD and the Anaheim-Santa Ana-Irvine MD. The remaining CD loans consist of the following: 28.9 percent supported organizations that provide economic development by financing small businesses, six percent supported revitalization of a low-income area, and 0.3 percent supported organizations that provide services to LMI individuals. Some noteworthy examples are noted below:

- Two loans totaling \$50 million were used to build a sports complex in a low-income CT. The sports complex will help revitalize a low-income area and provide over 1,000 jobs for LMI individuals.
- One loan totaling just over \$1 million was provided to an organization that provides CD services to LMI individuals.

San Diego-Carlsbad MSA

During the evaluation period, the bank provided 12 CD loans totaling \$31.8 million. The majority of the dollar volume (60.6 percent) helped provide affordable rental housing units for LMI individuals. The remaining 39.4 percent promoted economic development.

Product Innovation and Flexibility

Loan products the bank offered during the review period were not innovative. However, many of the government guaranteed home mortgage loans the bank offered during the evaluation period were flexible. In addition, the bank participated in the following flexible home mortgage loan programs which are favorable for LMI borrowers:

- California Homebuyer's Down Payment Assistance Program (CHADAP), which provides a deferred payment junior loan (up to 3 percent of the purchase price or the appraised value, whichever is less). This program allows the borrower to use the junior loan for down payment or closing costs.
- California Housing Finance Agency Platinum (CHF Platinum), which is designed to assist LMI homebuyers with the purchase of a home by providing down payment and/or closing cost assistance (currently in the form of a grant).

Conclusions for Areas Receiving Limited-Scope Reviews

Based on limited-scope reviews, the bank's performance under the lending test in the Santa Maria-Santa Barbara MSA is weaker than the bank's overall "High Satisfactory" performance

under the lending test. Borrower distribution was weaker because the bank originated or purchased very few loans to low- and moderate-income borrowers in the AA. The lower level of performance in this AA did not significantly impact the bank's overall lending test rating given the minimal deposits and loans in this AA.

INVESTMENT TEST

Conclusions for Areas Receiving Full-Scope Reviews

Banc's performance under the investment test is rated "Outstanding." Based on full-scope reviews, the bank's performance in the Los Angeles-Long Beach-Anaheim MSA and the San Diego-Carlsbad MSA is excellent. Performance in the Santa Maria-Santa Barbara MSA (the limited-scope AA) is poor. However, this did not significantly impact the overall investment test rating. Investments in the broader statewide and regional area that include the bank's assessment areas further support the overall conclusion.

In arriving at this conclusion, we took into consideration the bank's responsiveness to the CD needs in the AAs after meeting with community groups and assessing the needs. During the review period, the bank originated 315 qualified investments totaling \$100.1 million which benefit the AAs either directly or through statewide and regional programs. We considered the amount of deposits held in the different AAs compared to the bank's capital. As a result the most weight was placed on performance in the Los Angeles-Long Beach-Anaheim MSA and the San Diego-Carlsbad MSA.

Refer to Tables 14 in Appendix C for the facts and data used to evaluate the bank's level of qualified investments.

Los Angeles-Long Beach-Anaheim MSA

The bank provided an excellent level of investments in the Los Angeles-Long Beach-Anaheim MSA. Banc provided 267 qualified investments/donations totaling over \$75.6 million. This includes two prior period qualified investments with balances of \$1.6 million. In addition to the \$75.6 million, the bank had four qualified unfunded commitments in the Los Angeles-Long Beach-Anaheim MSA totaling \$21.8 million. While the investments were not innovative or complex, they were responsive to critical CD needs in both the Los Angeles-Long Beach-Glendale MD and the Anaheim-Santa Ana-Irvine MD.

In the Los Angeles-Long Beach-Glendale MD, the bank provided 14 qualified investments and 145 donations totaling \$45.3 million. The majority of the CD investments (91 percent) supported affordable housing for LMI individuals. Seven percent supported economic development and two percent helped support organizations that provide services to LMI individuals.

In the Anaheim-Santa Ana-Irvine MD, the bank provided a total of 11 qualified investments and 97 donations totaling over \$30.3 million. The majority of the CD investments (98 percent) supported affordable housing for LMI individuals. The remaining includes 1.3 percent, which helped support organizations that provide needed CD services to LMI individuals and 0.7 percent, which supported economic development.

Some examples of the bank's qualified investments are noted below:

- A \$10 million investment in a fund which supports affordable multifamily housing for LMI individuals in the Los Angeles-Long Beach-Anaheim MSA.
- A \$10 million investment in a fund which consists of \$7.7 million to support affordable multifamily housing for LMI individuals in the Los Angeles-Long Beach-Glendale MD and \$2.3 million which supports affordable multifamily housing for LMI individuals in the Anaheim-Santa Ana-Irvine MD.
- A \$10 million investment in a fund which provides affordable multifamily housing for LMI individuals in the Los Angeles-Long Beach-Glendale MD.
- A \$4.5 million investment in a low-income housing tax credit (LIHTC) which provides affordable multifamily housing for LMI individuals in the Anaheim-Santa Ana-Irvine MD.

San Diego-Carlsbad MSA

Banc provided an excellent level of investments in the San Diego-Carlsbad MSA. During the review period, the bank provided 19 qualified investments and donations totaling \$11.9 million in this AA. This included four prior period investments with \$5.5 million outstanding. The high level of qualified community development investments met specific identified needs within the community. Of the total dollar volume, 80 percent of the investments were for affordable housing for LMI individuals and 20 percent supported economic development.

Examples of the bank's qualified investments include the following:

- A \$2.9 million investment in a fund which supports affordable multifamily housing for LMI individuals.
- A \$2.3 million investment in a small business investment corporation which provides loans to small businesses and encourages economic development.

Statewide and Regional

We also gave the bank positive consideration for a good level of statewide and regional CD investments. The bank originated eight qualified investments totaling \$10.8 million with statewide benefit. Of this amount, \$9.2 million was funded in a prior period and \$1.6 million during this review period. A majority of the statewide investments provided affordable housing funds to organizations which operate statewide and could potentially benefit the bank's AAs. The bank also made investments in qualified community development financial institutions (CDFIs) which promote economic development throughout the state with potential benefit to the bank's AAs.

In addition, the bank made seven qualified regional investments that totaled \$1.7 million. The investments were for small business CDFIs which operate regionally and have the potential to benefit businesses within the bank's AAs.

Conclusions for Area Receiving Limited-Scope Reviews

Based on a limited-scope review, Banc's performance under the investment test in the Santa Maria-Santa Barbara MSA is weaker than its overall "Outstanding" performance under the investment test. Performance was weaker due to the low level of investments and donations in this AA. During this review period, the bank made 14 qualified donations totaling \$38 thousand to seven organizations that provide services to LMI individuals. The provided services include a food bank, substance abuse programs, and programs for at-risk children. The lower level of performance in this AA did not significantly impact the bank's overall investment test rating given the minimal deposits located in this AA. Refer to Tables 14 in Appendix C 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 is rated "High Satisfactory." Based on full-scope reviews, the bank's performance in the Los Angeles-Long Beach-Anaheim MSA is good and in the San Diego-Carlsbad MSA, it is adequate. The bank's performance in the Santa Maria-Santa Barbara MSA was weaker. However, performance in this AA did not significantly impact the bank's overall service test rating.

Retail Banking Services

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

Los Angeles-Long Beach-Anaheim MSA

Banc's delivery systems are reasonably accessible to essentially all portions of the Los Angeles-Long Beach-Anaheim MSA. The bank's distribution of branches in low-income geographies is significantly below the percentage of the population living within those geographies. The bank operates only one branch in a low-income CT. The bank's distribution of branches in moderate-income geographies is also significantly below the population living within those geographies. However, the bank's data indicates that one additional branch located in an adjacent middle-income CT reasonably serves individuals living in a low-income CT; and an additional six branches located in adjacent middle- and upper-income CTs reasonably serve individuals living in moderate-income CTs.

Branch distribution at the MD level was weaker in the Los Angeles-Long Beach-Glendale MD than in the Anaheim-Santa Ana-Irvine MD. In the Los Angeles-Long Beach-Glendale MD, the proportion of the bank's branches in low- and moderate-income CTs was well below the proportion of the population living in these CTs. In the Anaheim-Santa Ana-Irvine MD, the bank did not operate any branches in low-income CTs. However, the proportion of the bank's branches in moderate-income CTs exceeded the proportion of the population living in these CTs.

The bank makes adequate use of alternative delivery systems through debit cards, ATMs, electronic bill pay, mobile banking options, and online and telephone banking. The bank offers ATMs at five of its six branches located in moderate-income CTs and at the one branch located in a low-income CT.

Banc closed nine branches and opened eight branches during the review period. Closed branches included one branch in a low-income CT, two in moderate-income CTs, two in middle-income CTs, and four in upper-income CTs. On the other hand, branch openings included one in a moderate-income CT and six in upper-income CTs. While one branch, which was located in a low-income CT was closed, another branch, which was located in a CT previously designated as a moderate-income, changed to a low-income CT due to changes in the census data.

Overall, Banc's record of opening and closing branches improved the accessibility of its delivery systems in moderate-income geographies and to low- and moderate-income individuals who reside in these geographies. The bank relocated one branch within a moderate-income CT, closed another in a moderate-income CT, and opened a branch in a CT that changed to a moderate-income CT due to changes in the census data. This increased the total number of branches located in moderate-income geographies from five to six.

The bank's hours and services do not vary in a way that inconveniences certain portions of the MSA, particularly low- and moderate-income geographies or low- and moderate-income individuals. The bank maintains standard business hours and offers traditional banking products and services at all branch locations in the MSA.

San Diego-Carlsbad MSA

Banc's delivery systems are reasonably accessible to essentially all portions of the MSA. The bank operates four branches in the San Diego MSA. The bank does not operate any branches in low-income CTs. However, one branch representing 25 percent of the total branches is located in a moderate-income CT. This exceeds the percentage of the population (22 percent) living in moderate-income CTs in the AA.

The bank makes adequate use of alternative delivery systems through debit cards, ATMs, electronic bill pay, mobile banking options, and telephone and online banking. Banc has a deposit taking ATM at each of its four branch locations within the AA. These systems provide additional delivery availability and access to banking services to both retail and business customers.

Banc did not open or close any branches in the San Diego-Carlsbad MSA. However, one of the bank's branches changed from a moderate-income CT to a middle-income CT due to changes in the census data.

The bank's hours and services do not vary in a way that inconveniences certain portions of the MSA, particularly low- and moderate-income geographies or low- and moderate-income individuals. The bank maintains standard business hours and offers traditional banking products and services at all branch locations in the MSA.

Community Development Services

Banc provided a high level of CD services to its full-scope AAs. The bank's performance is excellent in the Los Angeles-Long Beach-Anaheim MSA and good in the San Diego-Carlsbad MSA.

Los Angeles-Long Beach-Anaheim MSA

During the review period, employees provided a total of 6,356 hours of qualified CD services that benefited numerous LMI individuals and 94 different CD organizations. The services were highly responsive to some of the CD needs identified by community groups in the bank's AA. The bank's most significant contribution in the Los Angeles-Long Beach-Anaheim MSA was to provide financial literacy education to thousands of LMI individuals. Overall, Banc employees provided 150 financial literacy presentations to 7,500 attendees, utilizing over 500 Banc employees. This totaled 3,047 hours to financial literacy education of LMI individuals. In addition, Banc employees provided another 1,189 qualified CD hours to at-risk youth and young adult programs for LMI. Some of the most noteworthy contributions are noted below:

- During the evaluation period, Banc employees contributed over 1,624 hours to Junior Achievement (JA) in Southern California. The employees were involved in Finance Park which provided students from LMI schools an electronic budget simulation. Bank employees guided the students through the simulation while reinforcing important concepts and sharing real life experiences to demonstrate its application. In addition, some employees were involved in JA in a Day, which allowed the employees to provide a full day of financial literacy in a single class. The time was spent engaging the students in activities that helped introduce key financial literacy components. Bank employees also provided 8-12 week financial literacy programs at LMI schools. This allowed for greater discussion and reinforcement of financial capabilities.
- The bank partnered with the Los Angeles Conservation Corps to provide financial literacy to incoming corps members (at-risk and LMI youth). The bank's presentation included an introduction to budgeting, savings, credit and banking services. During the evaluation period, bank employees contributed a total of 221 qualified service hours.

San Diego-Carlsbad MSA

During the review period, 26 Banc employees contributed 499 hours of qualified CD services that benefited numerous LMI individuals and 12 CD organizations in the San Diego-Carlsbad MSA. This represents a good level of CD services in this AA. The services were responsive to the most significant CD needs in this AA. The hours of service consisted of the following: 431 hours were used to provide financial literacy to LMI individuals via JA of San Diego; 41 hours were focused on organizations that promote economic development; 14 hours were provided to at-risk youth and LMI young adult programs; and 13 hours provided financial expertise to two community development organizations.

Conclusions for Areas Receiving Limited-Scope Reviews

Based on limited-scope reviews, the bank's performance in the Santa Maria-Santa Barbara MSA is weaker than the bank's overall "High Satisfactory" performance under the service test. Branch distribution is similar to that noted in the full-scope AAs. However, the bank provided few CD services in this AA. Refer to Table 15 in appendix C for the facts and data that support these conclusions.

Appendix A: Scope of Examination

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

Time Period Reviewed	Lending Test (excludes CD Loans): 1/1/2015 – 12/31/2017 Investment and Service Tests and CD Loans: 5/1/2015 -12/31/2017	
Financial Institution	Products Reviewed	
Banc of California, N.A. (Banc) Santa Ana, California	Home Mortgage Loans (1/1/2015 – 12/31/2017 - Purchase and Refinance) Small Business Loans (1/1/2015 – 12/31/2017)	
Affiliate(s)	Affiliate Relationship	Products Reviewed
List of Assessment Areas and Type of Examination		
Assessment Area	Type of Exam	Other Information
Los Angeles-Long Beach-Anaheim MSA: Los Angeles County (#037) and Orange County (#059)	Full-Scope	
San Diego-Carlsbad MSA: San Diego County (#073)	Full-Scope	
Santa Maria-Santa Barbara MSA: Santa Barbara County (#083)	Limited-Scope	

Appendix B: Community Profiles for Full-Scope Areas

Los Angeles-Long Beach-Anaheim MSA

Demographic Characteristics	#	Low % of #	Moderate % of #	Middle % of #	Upper % of #	NA* % of #
Geographies (Census Tracts)	2,928	9.1	28.0	26.0	35.1	1.8
Population by Geography	13,149,660	8.6	28.9	26.9	35.0	0.6
Housing Units by Geography	4,539,566	7.5	25.8	26.2	40.1	0.4
Owner-Occupied Units by Geography	2,080,491	2.7	17.6	27.5	52.2	0.1
Occupied Rental Units by Geography	2,190,202	12.0	33.7	25.1	28.4	0.7
Vacant Units by Geography	268,873	8.0	24.6	24.4	42.1	0.8
Businesses by Geography	977,491	5.0	19.4	25.4	48.2	1.9
Farms by Geography	10,491	3.6	18.6	28.1	48.9	0.8
Family Distribution by Income Level	2,912,214	24.4	16.3	17.0	42.3	0.0
Household Distribution by Income Level	4,270,693	25.6	15.5	16.1	42.8	0.0
Median Family Income MSA - 11244 Anaheim-Santa Ana-Irvine, CA MD		\$86,003	Median Housing Value			\$515,542
Median Family Income MSA - 31084 Los Angeles-Long Beach-Glendale, CA MD		\$62,703	Median Gross Rent			\$1,353
			Families Below Poverty Level			13.0%

Source: 2015 ACS Census and 2017 D&B Data.
 Due to rounding, totals may not equal 100.0.
 (*) The NA category consists of geographies that have not been assigned an income classification.

Banc operates 19 branches and 17 ATMs in the Los Angeles-Long Beach-Anaheim MSA. The MSA consists of the combined Metropolitan Divisions of Los Angeles-Long Beach-Glendale (Los Angeles County) and Anaheim-Santa Ana-Irvine (Orange County). Los Angeles and Orange Counties are two of five counties in the Los Angeles-Orange-Ventura-San Bernardino-Riverside Combined Statistical Area (CSA). The combined AA of Los Angeles and Orange Counties is home to more than one-third of California's residents. Both counties occupy large geographical areas and are densely populated.

During the review period, the economy of Southern California experienced widespread and modest improvement across industries following the deep housing slump, tight credit and rising energy prices in 2010. Orange County has been one of the leading counties in labor market gains. The private sector has continued to improve despite continued government job losses.

In addition, during the review period, Southern California's housing market gained momentum. Sales activity increased across a broad range of home prices, indicating movement of the market to a more balanced position. However, the median price of homes continued to increase, which was partly due to higher demand. There was also a decline in the number of foreclosed properties, which generally sell at a discount and are located in low-cost areas. On the other hand, a greater proportion of sales occurred in higher cost markets, near the coast.

Both Los Angeles County and Orange County are in a market where rental costs exceed ownership costs. However, there are significant differences in the median family income, the

median housing value, and median sales price for each county. These are discussed more fully in separate sections below.

Community Development Needs

Community groups indicate the following are the most significant community development needs in the Southern California assessment areas:

- Affordable housing loans for LMI individuals.
- Development finance for transitional housing and single family residences.
- Loans and investments in affordable rental housing and homeownership programs.
- Creation and marketing of first-time homebuyer loan products.
- Bank participation in first-time homebuyer loan programs to meet the needs of first-time homebuyers who desire to purchase a single family residence.
- Flexible and affordable loan programs for small businesses, rather than relying primarily on CDFIs and non-banks to provide loans to riskier businesses.
- Funding for micro loan programs at affordable rates (lower than credit card rates).
- Lines of credit for small businesses.
- Community development loans, investments and donations for CDFIs and other community organizations that provide services to LMI individuals and small businesses.
- Donations to programs that boost self-confidence and access to the arts for LMI youth.
- Financial literacy education for LMI individuals.
- Investments and donations to meet the needs of homeless individuals, particularly first-time homeless individuals.
- Serving as board members for nonprofits in order to provide banking expertise, particularly as related to financing.

Los Angeles County (Los Angeles-Long Beach-Glendale MD)

Los Angeles County has a population of over 10 million. The county's population is larger than that of 41 individual states. The county also occupies an area of 4,751 square miles, which is larger than the combined areas of Delaware and Rhode Island. Los Angeles County consists of many unincorporated areas and 88 incorporated cities, including the cities of Los Angeles, Pasadena, Burbank, Hollywood, Long Beach, and Calabasas. Low-income CTs represent over nine percent and moderate-income CTs represent almost 29 percent of total CTs in Los Angeles County. Low-income families represent almost nine percent and moderate-income

families represent 29 percent of all families in the county. Also, 17 percent of households are below the poverty level. The 2017 FFIEC adjusted median family income was \$64,300.

Economy

Entertainment, in the form of film, television, and music production, has long been the most widely known industry in Los Angeles County, focusing worldwide attention on the area and making Los Angeles a major tourist destination. Entertainment continues to be an important industry with six major film studios – Paramount Pictures, 21st Century Fox, Sony, Warner Brothers, Universal Pictures, and Walt Disney Studios – all located within the county. However, numerous other major industries also define the economy of Los Angeles. These industries include trade, transportation and utilities, education and health services, professional and business services, government, leisure and hospitality, manufacturing, financial activities, and construction. The Ports of Los Angeles and Long Beach combined handle over 40 percent of inbound containers in the U.S., making them the nation's busiest seaports. Los Angeles International Airport is the world's busiest origin and destination airport. Furthermore, Los Angeles County is the largest manufacturing center in the U.S. with more manufacturing jobs than the state of Michigan.

Los Angeles County has a civilian labor force of just over 5.1 million. The largest employers are the County of Los Angeles; the Los Angeles Unified School District; the City of Los Angeles; the University of California, Los Angeles; the federal government; Kaiser Permanente; the State of California (non-education); the University of Southern California; Northrop Grumman Corporation; Target Corporation; Ralph's; Bank of America, N.A.; Providence Health & Services; Long Beach Unified School District; Metropolitan Transportation Authority; and the Walt Disney Company. The unemployment rate for Los Angeles County as of December 2017 was 4.2 percent. This is lower than the state unemployment rate of 4.8 percent, but slightly higher than the national unemployment rate of 4.1 percent as of December 2017.

Housing and Opportunities for Home Mortgage Lending

Los Angeles County, like most counties in the State of California, is experiencing a housing crises, marked by a severe lack of affordable homes and rental units. The median housing value was \$465,540 and the median sales price was \$568,252. Consequently, the county has one of the highest number of renters in the nation; 51 percent of the occupied units are rental units. Furthermore, rental housing for low- and moderate-income individuals is limited. Data indicates that monthly rents have increased \$470 during the past seven years. The City of Los Angeles, itself, has been rated as the most unaffordable city to rent in America by Harvard and UCLA. As a result, many rental units in the county are not affordable even for middle-income individuals. According to the California Housing Partnership, an individual or family would need to earn at least \$33 an hour or \$68,640 annually to be able to comfortably afford the average apartment in Los Angeles County. This is based on the average apartment rental price of \$1,716. It is estimated that Los Angeles County residents end up spending an average of 47 percent of their income on rent, which is the highest in the nation, according to UCLA's Ziman Center for Real Estate. Consequently, it is not uncommon for low- and moderate-income individuals and families to rent a room from local homeowners. During the review period, there were several initiatives to increase the number of rental units and single family residences

available for LMI individuals and families. Nonetheless, Los Angeles County remains a difficult market for financial institutions to originate home purchase loans to LMI applicants. However, there are still opportunities for home refinance loans to LMI homeowners in Los Angeles County.

Opportunities for Commercial Lending to Small Businesses

During the evaluation period, opportunities to originate small business loans continued to improve due to an improving economy and the number of small businesses located within Los Angeles County. Dun & Bradstreet data indicates there were 625,807 small businesses with annual revenues of \$1 million or less located in Los Angeles County. In addition, Los Angeles County has several initiatives to encourage small business owners. This in turn creates opportunities for financial institutions to lend to the numerous small businesses in the county. The City of Los Angeles has been ranked as the fifth best city for small businesses.

Competition

Competition for both deposits and loans is intense in Los Angeles County. Based on the June 30, 2016 FDIC Deposit Market Share report, 108 financial institutions competed for deposits in Los Angeles County. Competition for loans is even more intense. Peer Mortgage Loan Data indicates that in 2016, 661 lenders competed for home purchase loans, 748 lenders competed for home refinance loans, and 152 lenders competed for multifamily loans. Peer Small Business Loan Data indicates that 197 lenders competed for small business loans.

Orange County (Anaheim-Santa Ana-Irvine MD)

Orange County is adjacent to Los Angeles County and is the third most populous county in California. Low-income CTs represent almost eight percent and moderate-income CTs represent 25 percent of the total CTs in Orange County. Almost nine percent of the population is low-income and 28 percent is moderate-income. The FFIEC adjusted median family income for 2017 was \$88,000, which is significantly higher than that of Los Angeles County.

Economy

The economy in Orange County is strong and is reflected in the number of Fortune 500 and 1000 companies located in the county. These include Ingram Micro and First American Corporation in Santa Ana, Broadcom in Irvine, Western Digital in Lake Forest, and Pacific Life in Newport Beach. Fortune 1000 companies in Orange County include Beckman Coulter in Brea, Quiksilver in Huntington Beach, and Apria Healthcare Group in Lake Forest. Many regional headquarters for international businesses also reside in Orange County including Mazda, Toshiba, Toyota, Samsung, and Kia Motors in the City of Irvine; Mitsubishi in the City of Cypress; and Hyundai in the City of Fountain Valley. Oakley, Inc., Del Taco, and Wet Seal are headquartered in Lake Forest. The network cyber security firm Milton Security Group and the shoe company Pleaser USA, Inc. are located in Fullerton. Tustin is home to Ricoh Electronics, New American Funding, Safmarine, and Rockwell Collins. PacSun is headquartered in Anaheim and Hurley Inc. is headquartered in Costa Mesa.

The primary industries in Orange County are business and professional services; energy, environment and green technologies; finance, insurance and real estate; construction; healthcare; information technology; logistics and transportation; manufacturing; and hospitality and tourism.

Orange County has a civilian workforce of just over 1.6 million. The largest employer in the county is The Walt Disney Company, which has 29,000 employees; this is followed by the University of California, Irvine, which has almost 24,000 employees. Other significant employers are Saint Joseph Health; Allied Universal; Kaiser Permanente; The Boeing Company; Wal-Mart Stores, Inc.; California State University, Fullerton; Bank of America Corporation; Target Corporation; Hoag Memorial Hospital Presbyterian; Memorial Care Health System, Wells Fargo & Company, Tenet Healthcare Corporation; and the Irvine Company. The unemployment rate for Orange County as of December 2017 was 2.8 percent which is well below the state unemployment rate of 4.8 percent and the national unemployment rate of 4.1 percent as of December 31, 2017.

Housing and Opportunities for Home Mortgage Lending

Orange County, like Los Angeles County, is also in a housing crisis, marked by a lack of affordable homes and rental units. Housing data for 2017 indicates the median housing value was \$581,139 and the median sales price was \$714,659. As a result of rising home prices, home ownership fell to 50 percent in 2015-2016 from 57 percent a decade earlier. In addition, over the past decade, the demand for rentals has led to fewer vacancies and higher rental rates. Orange County's average monthly rent grew by about \$350 over the past seven years to nearly \$1,800 as of December 2017. This has translated to Southern California having higher rent costs than ownership costs. Only one other market out of 22 – Honolulu – had rent costs that were higher than owning. During the review period, there were several initiatives to increase the number of rental units and single family residences available for LMI individuals and families. Due to the cost of homes on the market, it is difficult for financial institutions to originate home purchase loans. However, there are still opportunities for home refinance loans to LMI homeowners in Orange County.

Opportunities for Commercial Lending to Small Businesses

During the evaluation period, there were numerous opportunities for lending to small businesses due to an improving economy and the number of small businesses located within Orange County. Dun & Bradstreet 2017 data indicates there were 224,054 small businesses with annual revenues of \$1 million or less located in Orange County.

Competition

Competition for both deposits and loans is intense in Orange County. Based on the June 2016 FDIC Deposit Market Share report, 76 financial institutions competed for deposits in the Orange County AA. The competition for loans is even more intense. Peer Mortgage Loan Data indicates that in 2016, 521 lenders competed for home purchase loans, 618 lenders competed for home refinance loans, and 65 lenders competed for multifamily loans. Peer Small Business Loan Data indicates that 163 lenders competed for small business loans.

San Diego-Carlsbad MSA

Demographic Characteristics	#	Low % of #	Moderate % of #	Middle % of #	Upper % of #	NA* % of #
Geographies (Census Tracts)	628	9.7	22.6	32.5	34.1	1.1
Population by Geography	3,223,096	8.9	23.6	32.5	34.7	0.3
Housing Units by Geography	1,180,806	7.7	21.7	34.2	36.5	0.0
Owner-Occupied Units by Geography	579,079	2.8	15.1	35.5	46.6	0.0
Occupied Rental Units by Geography	515,078	13.1	28.8	32.8	25.2	0.0
Vacant Units by Geography	86,649	7.6	22.8	33.8	35.8	0.0
Businesses by Geography	253,037	5.4	15.1	35.1	44.2	0.2
Farms by Geography	5,009	3.5	17.6	38.6	40.2	0.0
Family Distribution by Income Level	731,328	23.6	16.9	17.8	41.7	0.0
Household Distribution by Income Level	1,094,157	24.8	15.7	17.1	42.4	0.0
Median Family Income MSA - 41740 San Diego-Carlsbad, CA MSA		\$75,179	Median Housing Value			\$458,248
			Median Gross Rent			\$1,404
			Families Below Poverty Level			10.6%

*Source: 2015 ACS Census and 2017 D&B Data
 Due to rounding, totals may not equal 100.0
 (*) The NA category consists of geographies that have not been assigned an income classification.*

Banc operates four branches and four ATMs in the San Diego-Carlsbad MSA. The AA consists of the entire county of San Diego. It is the most southwestern county in the contiguous United States. There are over 3.2 million inhabitants in the county, making it the fifth most populous county in the United States. Low-income CTs represent almost 10 percent and moderate-income CTs represent almost 23 percent of total CTs in the county. Almost nine percent of the population is low-income and almost 24 percent is moderate-income. Also, 10 percent of households are below the poverty level. The 2017 FFIEC adjusted median family income was \$79,300.

Economy

The largest employment sectors in the San Diego economy are defense/military, tourism, international trade and research/manufacturing. Agriculture is also a significant source of employment in the county. The top ten employers in the county are the University of California, San Diego; the County of San Diego; the U.S. Navy, San Diego; the City of San Diego; the San Diego Unified School District; Sharp Health Care; Scripps Health; Qualcomm, Inc.; Kaiser Foundation Hospital; and San Diego State University. As of December 31, 2017, San Diego County had an unemployment rate of 3.6 percent, which is well below the State of California's unemployment rate of 4.8 percent and the national unemployment rate of 4.1 percent as of December 31, 2017.

Housing and Opportunities for Home Mortgage Lending

Similar to other major counties in California, San Diego County is experiencing a housing crisis, partly because the home building in the county has not kept pace with the population

growth. In addition, rising home prices have made it difficult for individuals with lower-incomes to qualify for a home purchase mortgage loan. As of December 2017, the median housing value was \$458,248 and the median sales price was \$605,000. The lack of affordable housing units makes it difficult for financial institutions to originate home purchase loans to LMI individuals. However, there are still opportunities for home refinance lending to LMI individuals who own their homes.

Opportunities for Commercial Lending to Small Businesses

There were numerous opportunities for lending to small businesses due to an improving economy and the number of small businesses located within San Diego County. The 2017 Dun & Bradstreet data indicates there were 231,624 small businesses with annual revenues of \$1 million or less located in San Diego County. The City of San Diego ranks as the ninth best city for small businesses. Furthermore, San Diego was designated by a Forbes columnist as the best city to launch a small business or start-up company.

Competition

Competition for both deposits and loans is intense in San Diego County. Based on the June 2016 FDIC Deposit Market Share report, 53 financial institutions competed for deposits in San Diego County. The competition for loans is even more intense. Peer Mortgage Loan Data indicates that in 2016, 573 lenders competed for home purchase loans, 584 lenders competed for home refinance loans, and 71 lenders competed for multifamily loans. Peer Small Business Loan Data indicates that 162 lenders competed for small business loans.

Appendix C: Tables of Performance Data

Content of Standardized Tables

References to the “bank” include activities of any affiliates that the bank provided for consideration (refer to appendix A: Scope of the Examination). For purposes of reviewing the lending test tables, the following are applicable: (1) purchased loans are treated as originations/purchases and market share is the number of loans originated and purchased by the bank as a percentage of the aggregate number of reportable loans originated and purchased by all lenders in the MA/assessment area; (2) Partially geocoded loans (loans where no census tract is provided) cannot be broken down by income geographies and, therefore, are only reflected in the Total Loans in Core Tables 2 through 7 and part of Table 13; and (3) Partially geocoded loans are included in the Total Loans and % Bank Loans Column in Core Tables 8 through 12 and part of Table 13. Tables without data are not included in this PE.

The following is a listing and brief description of the tables:

- Table 1. Lending Volume** - Presents the number and dollar amount of reportable loans originated and purchased by the bank over the evaluation period by MA/assessment area. Community development loans to statewide or regional entities or made outside the bank’s assessment area may receive positive CRA consideration. See Interagency Q&As __.12 (i) - 5 and - 6 for guidance on when a bank may receive positive CRA consideration for such loans. Refer to the CRA section of the Compliance Policy intranet page for guidance on table placement.
- Table 1. Other Products** - Presents the number and dollar amount of any unreported category of loans originated and purchased by the bank over the evaluation period by MA/assessment area. Examples include consumer loans or other data that a bank may provide, at its option, concerning its lending performance. This is a two-page table that lists specific categories.
- Table D. Lending Inside and Outside the Assessment Area** – Presents the percentage distribution of the number and dollar amount of loans originated and purchased by the bank over the evaluation period inside and outside the assessment area(s) by loan type.
- Table O. Assessment Area Distribution of Home Mortgage Loans by Income Category of the Geography** - 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 P. Assessment Area Distribution of Home Mortgage Loans by Income Category of the Borrower** – 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 MSA/assessment area. The table also presents aggregate peer data for the years the data is available.

- Table Q. 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 R. 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 S. Geographic Distribution of Small Loans to Farms** - The percentage distribution of the number of small loans (less than or equal to \$500,000) to farms originated and purchased by the bank in low-, moderate-, middle-, and upper-income geographies compared to the percentage distribution of farms (regardless of revenue size) throughout those geographies. The table also presents market share information based on the most recent aggregate market data available. Because small farm data are not available for geographic areas smaller than counties, it may be necessary to use geographic areas larger than the bank's assessment area.
- Table T. Borrower Distribution of Small Loans to Farms** - Compares the percentage distribution of the number of small loans (less than or equal to \$500,000) originated and purchased by the bank to farms with revenues of \$1 million or less to the percentage distribution of farms with revenues of \$1 million or less. In addition, the table presents the percentage distribution of the number of loans originated and purchased by the bank by loan size, regardless of the revenue size of the farm. Market share information is presented based on the most recent aggregate market data available.
- Table 13. Geographic and Borrower Distribution of Consumer Loans (OPTIONAL)** - For geographic distribution, the table compares the percentage distribution of the number of loans originated and purchased by the bank in low-, moderate-, middle-, and upper-income geographies to the percentage distribution of households within each geography. For borrower distribution, the table compares the percentage distribution of the number of loans originated and purchased by the bank to low-,

moderate-, middle-, and upper-income borrowers to the percentage of households by income level in each MA/assessment area.

Table 14. Qualified Investments - Presents the number and dollar amount of qualified investments made by the bank in each MA/AA. The table separately presents investments made during prior evaluation periods that are still outstanding and investments made during the current evaluation period. Prior-period investments are reflected at their book value as of the end of the evaluation period. Current period investments are reflected at their original investment amount even if that amount is greater than the current book value of the investment. The table also presents the number and dollar amount of unfunded qualified investment commitments. In order to be included, an unfunded commitment must be legally binding and tracked and recorded by the bank's financial reporting system.

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

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

Table 1. Lending Volume

LENDING VOLUME		Geography: CALIFORNIA				Evaluation Period: JANUARY 1, 2015 TO DECEMBER 31, 2016						
Assessment Area (2016):	% of Rated Area Loans (#) in MA/AA*	Home Mortgage		Small Loans to Businesses		Small Loans to Farms		Community Development Loans**		Total Reported Loans		% of Rated Area Deposits in MA/AA***
		#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	
Full Review:												
Los Angeles-Long Beach-Anaheim MSA AA	87.85	8,153	5,005,775	448	70,372	0	0	160	467,387	8,761	5,543,534	93.75
San Diego-Carlsbad MSA AA	11.26	1,056	519,403	46	3,920	0	0	9	24,452	1,111	547,775	5.79
Santa Maria-Santa Barbara MSA AA	0.89	81	49,051	6	564	0	0	2	4,923	89	54,538	0.46

* Loan Data as of December 31, 2016. Rated area refers to either state or multi-state MA rating area.
 ** The evaluation period for Community Development Loans is from January 01, 2015 to December 31, 2016.
 *** Deposit Data as of June 30, 2016. Rated Area refers to either the state, multi-state MA, or institution, as appropriate.

Table 1. Lending Volume

LENDING VOLUME		Geography: CALIFORNIA				Evaluation Period: JANUARY 1, 2017 TO DECEMBER 31, 2017						
Assessment Area (2017):	% 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:												
Los Angeles-Long Beach-Anaheim MSA AA	84.43	1,125	1,305,277	52	29,168	0	0	80	359,371	1,257	1,693,816	93.12
San Diego-Carlsbad MSA AA	13.99	194	140,689	1	500	0	0	3	7,338	198	148,527	6.22
Santa Maria-Santa Barbara MSA AA	1.58	22	26,706	0	0	0	0	0	0	22	26,706	0.66

* Loan Data as of December 31, 2017. Rated area refers to either state or multi-state MA rating area.
 ** The evaluation period for Community Development Loans is from January 01, 2017 to December 31, 2017.
 *** Deposit Data as of June 30, 2017. Rated Area refers to either the state, multi-state MA, or institution, as appropriate.

Table D - Lending Inside and Outside of the Assessment Area

Loan Category	Number of Loans				Total #	Dollar Amount of Loans \$(000s)				Total \$(000s)
	Inside		Outside			Inside		Outside		
	#	%	#	%		\$	%	\$	%	
Home Mortgage										
2015	4,782	25.3	14,091	74.7	18,873	2,658,829	41.5	3,742,696	58.5	6,401,525
2016	4,508	23.3	14,856	76.7	19,364	2,915,400	40.7	4,256,245	59.3	7,171,645
Subtotal	9,290	24.3	28,947	75.7	38,237	5,574,229	41.1	7,998,941	58.9	13,573,170
Small Business										
2015	296	95.5	14	4.5	310	36,737	92.5	2,993	7.5	39,730
2016	204	89.5	24	10.5	228	38,119	81.9	8,436	18.1	46,555
Subtotal	500	92.9	38	7.1	538	74,856	86.8	11,429	13.2	86,285
Total	9,790	25.2	28,985	74.8	38,775	5,649,085	41.4	8,010,370	58.6	13,659,455

Source: Evaluation Period: 1/1/2015 - 12/31/2016 Bank Data
 Due to rounding, totals may not equal 100.0

Table D - Lending Inside and Outside of the Assessment Area

Loan Category	Number of Loans				Dollar Amount of Loans \$(000s)				Total \$(000s)
	Inside		Outside		Inside		Outside		
	#	%	#	%	\$	%	\$	%	
Home Mortgage									
2017	1,341	21.8	4,804	78.2	1,472,672	48.7	1,551,659	51.3	3,024,331
Subtotal	1,341	21.8	4,804	78.2	1,472,672	48.7	1,551,659	51.3	3,024,331
Small Business									
2017	53	85.5	9	14.5	29,668	92.0	2,576	8.0	32,244
Subtotal	53	85.5	9	14.5	29,668	92.0	2,576	8.0	32,244
Total	1,394	22.5	4,813	77.5	1,502,340	49.2	1,554,235	50.8	3,056,575

Source: Evaluation Period: 1/1/2017 - 12/31/2017 Bank Data
 Due to rounding, totals may not equal 100.0

Table O : Assessment Area Distribution of Home Mortgage Loans by Income Category of the Geography 2015-2016

Assessment Area:	Total Home Mortgage Loans			Low-Income Tracts			Moderate-Income Tracts			Middle-Income Tracts			Upper-Income Tracts			Not Available-Income Tracts		
	#	\$	% of Total	% of Owner-Occupied Housing Units	% Bank Loans	Aggregate	% of Owner-Occupied Housing Units	% Bank Loans	Aggregate	% of Owner-Occupied Housing Units	% Bank Loans	Aggregate	% of Owner-Occupied Housing Units	% Bank Loans	Aggregate	% of Owner-Occupied Housing Units	% Bank Loans	Aggregate
Los Angeles-Long Beach-Anaheim MSA	8,153	5,005,775	87.8	2.4	3.7	2.3	17.4	22.8	16.9	29.9	29.7	29.5	50.3	43.9	51.3	0.0	0.0	0.1
San Diego-Carlsbad MSA	1,056	519,403	11.4	3.3	3.2	3.2	14.3	16.4	13.2	38.8	38.7	38.1	43.6	41.7	45.5	0.0	0.0	0.0
Santa Maria-Santa Barbara MSA	81	49,051	0.9	2.8	2.5	3.4	15.1	11.1	17.7	34.9	44.4	35.4	47.1	42.0	43.5	0.0	0.0	0.0
Total	9,290	5,574,229	100.0	2.6	3.6	2.5	16.7	21.9	16.0	31.9	30.9	31.7	48.8	43.6	49.7	0.0	0.0	0.1

Source: 2010 U.S. Census, 01/01/2015 - 12/31/2016 Bank Data, 2016 HMDA Aggregate Data, "... data not available. Due to rounding, totals may not equal 100.0.

Table O : Assessment Area Distribution of Home Mortgage Loans by Income Category of the Geography 2017

Assessment Area:	Total Home Mortgage Loans			Low-Income Tracts			Moderate-Income Tracts			Middle-Income Tracts			Upper-Income Tracts			Not Available-Income Tracts		
	#	\$	% of Total	% of Owner-Occupied Housing Units	% Bank Loans	Aggregate	% of Owner-Occupied Housing Units	% Bank Loans	Aggregate	% of Owner-Occupied Housing Units	% Bank Loans	Aggregate	% of Owner-Occupied Housing Units	% Bank Loans	Aggregate	% of Owner-Occupied Housing Units	% Bank Loans	Aggregate
Los Angeles-Long Beach-Anaheim MSA	1,125	1,305,277	83.9	2.7	5.2	3.3	17.6	13.9	19.1	27.5	22.0	27.7	52.2	58.4	49.4	0.1	0.4	0.4
San Diego-Carlsbad MSA	194	140,689	14.5	2.8	3.1	3.5	15.1	14.4	16.4	35.5	35.1	35.7	46.6	47.4	44.3	0.0	0.0	0.0
Santa Maria-Santa Barbara MSA	22	26,706	1.6	3.1	4.5	4.5	15.6	0.0	19.6	34.1	27.3	37.4	47.2	68.2	38.6	0.0	0.0	0.0
Total	1,341	1,472,672	100.0	2.7	4.9	3.4	17.0	13.7	18.5	29.4	24.0	29.9	50.8	57.0	47.9	0.1	0.4	0.3

Source: 2015 ACS Census, 01/01/2017 - 12/31/2017 Bank Data, 2017 HMDA Aggregate Data, "... data not available. Due to rounding, totals may not equal 100.0.

Table P: Assessment Area Distribution of Home Mortgage Loans by Income Category of the Borrower 2015-2016

Assessment Area:	Total Home Mortgage Loans				Low-Income Borrowers			Moderate-Income Borrowers			Middle-Income Borrowers			Upper-Income Borrowers			Not Available-Income Borrowers		
	#	\$	% of Total	Overall Market	% Families	% Bank Loans	Aggregate	% Families	% Bank Loans	Aggregate	% Families	% Bank Loans	Aggregate	% Families	% Bank Loans	Aggregate	% Families	% Bank Loans	Aggregate
Los Angeles-Long Beach-Anaheim MSA	8,153	5,005,775	87.8	418,285	23.6	1.2	1.7	16.6	6.7	6.0	18.1	18.2	15.2	41.7	60.6	62.6	0.0	13.2	14.7
San Diego-Carlsbad MSA	1,056	519,403	11.4	141,802	22.4	1.2	1.5	17.6	6.4	6.3	18.7	18.2	17.5	41.3	55.8	55.9	0.0	18.4	18.8
Santa Maria-Santa Barbara MSA	81	49,051	0.9	13,960	21.7	2.5	2.8	17.8	8.6	10.6	18.6	21.0	19.2	41.9	48.1	51.6	0.0	19.8	15.8
Total	9,290	5,574,229	100.0	574,047	23.3	1.2	1.6	16.8	6.7	6.2	18.2	18.3	15.8	41.6	60.0	60.6	0.0	13.8	15.7

Source: 2010 U.S. Census, 01/01/2015 - 12/31/2016 Bank Data, 2016 HMDA Aggregate Data, "--" data not available.
 Due to rounding, totals may not equal 100.0.

Table P: Assessment Area Distribution of Home Mortgage Loans by Income Category of the Borrower 2017

Assessment Area:	Total Home Mortgage Loans			Low-Income Borrowers			Moderate-Income Borrowers			Middle-Income Borrowers			Upper-Income Borrowers			Not Available-Income Borrowers			
	#	\$	% of Total	% Families	% Bank Loans	Aggregate	% Families	% Bank Loans	Aggregate	% Families	% Bank Loans	Aggregate	% Families	% Bank Loans	Aggregate	% Families	% Bank Loans	Aggregate	
Los Angeles-Long Beach-Anaheim MSA	1,125	1,305,277	83.9	309,333	24.4	0.8	2.2	16.3	3.7	6.7	17.0	13.8	15.7	42.3	71.0	61.0	0.0	10.7	14.5
San Diego-Carlsbad MSA	194	140,689	14.5	102,685	23.6	3.1	2.4	16.9	5.2	8.6	17.8	18.6	20.3	41.7	67.0	55.2	0.0	6.2	13.5
Santa Maria-Santa Barbara MSA	22	26,706	1.6	10,314	23.4	4.5	2.5	16.8	0.0	9.6	18.2	22.7	19.5	41.6	68.2	55.2	0.0	4.5	13.2
Total	1,341	1,472,672	100.0	422,332	24.2	1.2	2.3	16.4	3.9	7.2	17.2	14.6	16.9	42.2	70.4	59.5	0.0	9.9	14.2

Source: 2015 ACS Census, 01/01/2017 - 12/31/2017 Bank Data, 2017 HMDA Aggregate Data, "--" data not available. Due to rounding, totals may not equal 100.0.

Table Q: Assessment Area Distribution of Loans to Small Businesses by Income Category **2015-2016**
of the Geography

Assessment Area:	Total Loans to Small Businesses			Low-Income Tracts			Moderate-Income Tracts			Middle-Income Tracts			Upper-Income Tracts			Not Available-Income Tracts		
	#	\$	% of Total	% Businesses	% Bank Loans	Aggregate	% Businesses	% Bank Loans	Aggregate	% Businesses	% Bank Loans	Aggregate	% Businesses	% Bank Loans	Aggregate	% Businesses	% Bank Loans	Aggregate
Los Angeles-Long Beach-Anaheim MSA	448,703	372,885	89.6	6.0	10.7	5.1	20.1	23.0	18.7	27.3	22.3	27.0	45.5	42.9	48.4	1.2	1.1	0.9
San Diego-Carlsbad MSA	46	3,920	15.5	5.8	2.2	4.4	15.5	26.1	14.1	35.2	30.4	34.4	43.3	41.3	47.1	0.1	0.0	0.1
Santa Maria-Santa Barbara MSA	6	564	2.0	13.2	33.3	9.5	21.7	66.7	19.8	26.5	0.0	27.9	38.1	0.0	42.2	0.5	0.0	0.6
Total	500,744	856,625	100.0	6.1	10.2	5.1	19.2	23.8	17.9	28.9	22.8	28.4	44.9	42.2	48.0	1.0	1.0	0.7

Source: 2016 D&B Data; 01/01/2015 - 12/31/2016 Bank Data; 2016 CRA Aggregate Data, "... data not available.
 Due to rounding, totals may not equal 100.0.

Table Q: Assessment Area Distribution of Loans to Small Businesses by Income Category of the Geography 2017

Assessment Area:	Total Loans to Small Businesses			Low-Income Tracts			Moderate-Income Tracts			Middle-Income Tracts			Upper-Income Tracts			Not Available-Income Tracts		
	#	\$	% of Total	% Businesses	% Bank Loans	Aggregate	% Businesses	% Bank Loans	Aggregate	% Businesses	% Bank Loans	Aggregate	% Businesses	% Bank Loans	Aggregate	% Businesses	% Bank Loans	Aggregate
Los Angeles-Long Beach-Anaheim MSA	52	29,168	98.1	5.0	1.9	5.1	19.4	15.4	18.7	25.4	23.1	27.0	48.2	55.8	48.3	1.9	3.8	0.9
San Diego-Carlsbad MSA	1	500	1.9	5.4	0.0	4.4	15.1	0.0	14.1	35.1	100.0	34.4	44.2	0.0	47.1	0.2	0.0	0.1
Santa Maria-Santa Barbara MSA	0	0	0.0	5.5	0.0	9.5	29.4	0.0	19.8	25.7	0.0	27.9	38.8	0.0	42.2	0.5	0.0	0.6
Total	53	29,668	100.0	660,625	5.1	5.1	18.8	15.1	17.9	27.4	24.5	28.4	47.2	54.7	47.9	1.6	3.8	0.7

Source: 2017 D&B Data; 01/01/2017 - 12/31/2017 Bank Data; 2016 CRA Aggregate Data, "-" data not available.
 Due to rounding, totals may not equal 100.0.

Table R: Assessment Area Distribution of Loans to Small Businesses by Gross Annual Revenues **2015-2016**

Assessment Area:	Total Loans to Small Businesses			Businesses with Revenues <= 1MM			Businesses with Revenues > 1MM		Businesses with Revenues Not Available		
	#	\$	% of Total	Overall Market	% Businesses	% Bank Loans	Aggregate	% Businesses	% Bank Loans	% Bank Loans	
Los Angeles-Long Beach-Anaheim MSA	448	70,372	89.6	523,485	86.8	2.9	44.4	6.2	12.3	7.1	84.8
San Diego-Carlsbad MSA	46	3,920	9.2	123,509	87.6	0.0	42.1	5.1	6.5	7.2	93.5
Santa Maria-Santa Barbara MSA	6	564	1.7	13,631	84.7	0.0	40.1	5.8	0.0	9.5	100.0
Total	500	74,856	100.0	660,625	86.9	2.6	43.8	5.9	11.6	7.2	85.8

Source: 2016 D&B Data; 01/01/2015 - 12/31/2016 Bank Data; 2016 CRA Aggregate Data; "--" data not available.
 Due to rounding, totals may not equal 100.0.

Table R: Assessment Area Distribution of Loans to Small Businesses by Gross Annual Revenues **2017**

Assessment Area:	Total Loans to Small Businesses			Businesses with Revenues <= 1MM			Businesses with Revenues > 1MM		Businesses with Revenues Not Available		
	#	\$	% of Total	Overall Market	% Businesses	% Bank Loans	Aggregate	% Businesses	% Bank Loans	% Bank Loans	
Los Angeles-Long Beach-Anaheim MSA	52	29,168	98.1	523,485	86.9	15.4	44.4	6.2	69.2	6.9	15.4
San Diego-Carlsbad MSA	1	500	1.9	123,509	87.6	0.0	42.1	5.2	100.0	7.2	0.0
Santa Maria-Santa Barbara MSA	0	0	0.0	13,631	84.7	0.0	40.1	6.0	0.0	9.3	0.0
Total	53	29,668	100.0	660,625	87.0	15.1	43.8	6.0	69.8	7.1	15.1

Source: 2017 D&B Data; 01/01/2017 - 12/31/2017 Bank Data; 2016 CRA Aggregate Data; "-." data not available.
 Due to rounding, totals may not equal 100.0.

Table S - Assessment Area Distribution of Loans to Farms by Income Category of the Geography 2015-2016

Assessment Area:	Total Loans to Farms			Low-Income Tracts			Moderate-Income Tracts			Middle-Income Tracts			Upper-Income Tracts			Not Available-Income Tracts		
	#	% of Total	\$	% Farm Loans	% Bank Loans	Aggregate	% Farm Loans	% Bank Loans	Aggregate	% Farm Loans	% Bank Loans	Aggregate	% Farm Loans	% Bank Loans	Aggregate	% Farm Loans	% Bank Loans	Aggregate
Los Angeles-Long Beach-Anaheim MSA	0	0.0	0	3.8	0.0	5.3	19.4	0.0	15.9	28.9	0.0	27.3	47.3	0.0	51.3	0.6	0.0	0.3
San Diego-Carlsbad MSA	0	0.0	0	3.7	0.0	1.2	16.2	0.0	8.7	38.9	0.0	32.6	41.1	0.0	57.4	0.0	0.0	0.0
Santa Maria-Santa Barbara MSA	0	0.0	0	6.4	0.0	11.7	16.3	0.0	16.4	24.7	0.0	28.1	52.3	0.0	43.8	0.2	0.0	0.0
Total	0	0.0	0	4.0	0.0	5.1	18.2	0.0	13.7	31.6	0.0	29.1	45.8	0.0	52.0	0.4	0.0	0.1

Source: 2015 D&B Data; 01/01/2015 - 12/31/2015 Bank Data; 2015 CRA Aggregate Data, "--" data not available. Due to rounding, totals may not equal 100.0

Table S - Assessment Area Distribution of Loans to Farms by Income Category of the Geography **2017**

Assessment Area:	Total Loans to Farms			Low-Income Tracts			Moderate-Income Tracts			Middle-Income Tracts			Upper-Income Tracts			Not Available-Income Tracts		
	#	\$	% of Total	% Farms	% Bank Loans	Aggregate	% Farms	% Bank Loans	Aggregate	% Farms	% Bank Loans	Aggregate	% Farms	% Bank Loans	Aggregate	% Farms	% Bank Loans	Aggregate
Los Angeles-Long Beach-Anaheim MSA	0	0	0.0	3.6	0.0	3.3	18.6	0.0	18.3	28.1	0.0	27.5	48.9	0.0	49.6	0.8	0.0	1.3
San Diego-Carlsbad MSA	0	0	0.0	3.5	0.0	1.1	17.6	0.0	11.7	38.6	0.0	39.7	40.2	0.0	47.2	0.0	0.0	0.4
Santa Maria-Santa Barbara MSA	0	0	0.0	4.4	0.0	6.7	17.9	0.0	18.3	24.3	0.0	37.8	53.0	0.0	37.2	0.3	0.0	0.0
Total	0	0	0.0	3.6	0.0	3.2	18.3	0.0	16.3	31.0	0.0	33.2	46.6	0.0	46.6	0.5	0.0	0.8

Source: 2017 D&B Data; 01/01/2017 - 12/31/2017 Bank Data; 2016 CRA Aggregate Data, "--" data not available.
Due to rounding, totals may not equal 100.0

Table T: Assessment Area Distribution of Loans to Farms by Gross Annual Revenues 2015-2016

Assessment Area:	Total Loans to Farms			Farms with Revenues <= 1MM			Farms with Revenues > 1MM		Farms with Revenues Not Available	
	#	\$	% of Total	% Farms	% Bank Loans	Aggregate	% Farms	% Bank Loans	% Farms	% Bank Loans
Los Angeles-Long Beach-Anaheim MSA	0	0	0.0	93.4	0.0	49.5	4.1	0.0	2.4	0.0
San Diego-Carlsbad MSA	0	0	0.0	94.7	0.0	55.4	3.8	0.0	1.5	0.0
Santa Maria-Santa Barbara MSA	0	0	0.0	90.4	0.0	46.1	7.1	0.0	2.5	0.0
Total	0	0	0.0	93.6	0.0	50.8	4.2	0.0	2.2	0.0

Source: 2015 D&B Data; 01/01/2015 - 12/31/2015 Bank Data; 2015 CRA Aggregate Data; "-." data not available.
 Due to rounding, totals may not equal 100.0

Table T: Assessment Area Distribution of Loans to Farms by Gross Annual Revenues **2017**

Assessment Area:	Total Loans to Farms			Farms with Revenues <= 1MM			Farms with Revenues > 1MM		Farms with Revenues Not Available	
	#	\$	% of Total	% Farms	% Bank Loans	Aggregate	% Farms	% Bank Loans	% Farms	% Bank Loans
Los Angeles-Long Beach-Anaheim MSA	0	0	0.0	93.3	0.0	40.2	4.0	0.0	2.7	0.0
San Diego-Carlsbad MSA	0	0	0.0	94.3	0.0	56.7	3.7	0.0	2.0	0.0
Santa Maria-Santa Barbara MSA	0	0	0.0	89.7	0.0	50.0	7.3	0.0	3.0	0.0
Total	0	0	0.0	93.3	0.0	47.1	4.2	0.0	2.5	0.0

Source: 2017 D&B Data; 01/01/2017 - 12/31/2017 Bank Data; 2016 CRA Aggregate Data; "..." data not available.
 Due to rounding, totals may not equal 100.0

Table 14. Qualified Investments

QUALIFIED INVESTMENTS		Geography: California		Evaluation Period: May 1,2015 to December 31,2017				
MA/Assessment Area:	Prior Period Investments*		Current Period Investments		Total Investments		Unfunded Commitments**	
	#	\$(000's)	#	\$(000's)	#	\$(000's)	#	\$(000's)
Full Review:								
Los Angeles and Orange County	2	1,577	265	74,013	267	75,590	4	21,816
San Diego	4	5,541	15	6,374	19	11,915	0	0
Limited Review:								
Santa Barbara	0	0	14	38	14	38	0	0

* 'Prior Period Investments' means investments made in a previous evaluation period that are outstanding as of the examination date.

** 'Unfunded Commitments' means legally binding investment commitments that are tracked and recorded by the institution's financial reporting system.

Table 14. Qualified Investments

QUALIFIED INVESTMENTS		Geography: California and Regional		Evaluation Period: May 1,2015 TO December 31,2017				
MA/Assessment Area:	Prior Period Investments*		Current Period Investments		Total Investments		Unfunded Commitments**	
	#	\$(000's)	#	\$(000's)	#	\$(000's)		% of Total
Statewide	2	9,200	6	1,569	8	10,769	86.10%	0
Regional	2	712	5	1,027	7	1,739	13.90%	0

* 'Prior Period Investments' means investments made in a previous evaluation 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

MVA/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	Upp			Low	Mod	Upp	Low	Mod	Upp		
Full Review:																	
Los Angeles-Long Beach-Anaheim MSA AA	93.12	^ 29	85.30	3.45	20.69	13.79	58.62	8	9	-1	* +1	-3	+2	7.60	29.50	29.00	33.50
San Diego-Carlsbad MSA AA	6.22	4	11.76	0	25.00	25.00	50.00	0	0	0	0	0	0	9.80	21.60	35.20	33.10
Limited Review:																	
Santa Maria-Santa Barbara MSA AA	0.66	1	2.94	0	100.00	0	0	0	0	0	0	0	0	10.50	25.10	31.40	33.00

^ As of August 15, 2017, one branch is now located in a census tract designated as Unknown.

* One branch opened in a middle-income census tract in 2016. On August 15, 2017, that census tract was designated as moderate-income.

PUBLIC EXHIBIT 6

PUBLIC DISCLOSURE

February 18, 2020

COMMUNITY REINVESTMENT ACT PERFORMANCE EVALUATION

Pacific Mercantile Bank

RSSD # 2717012

**949 South Coast Drive, Suite 105
Costa Mesa, California, 92626**

Federal Reserve Bank of San Francisco

101 Market Street

San Francisco, California 94105

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 the safe and sound operation of the institution. This evaluation is not, nor should it 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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INSTITUTION RATING

Institution's Community Reinvestment Act (CRA) Rating

Pacific Mercantile Bank is rated "Satisfactory"

The following table shows the performance level of Pacific Mercantile Bank with respect to the lending, investment, and service tests.

PERFORMANCE LEVELS	PERFORMANCE TESTS		
	LENDING TEST*	INVESTMENT TEST	SERVICE TEST
OUTSTANDING			
HIGH SATISFACTORY		X	X
LOW SATISFACTORY	X		
NEEDS TO IMPROVE			
SUBSTANTIAL NONCOMPLIANCE			

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

The major factors supporting the institution's rating include:

- An adequate percentage of small business loans originated within the bank's assessment areas.
- An adequate geographic distribution of small business loans.
- A poor distribution of credit among businesses with gross annual revenues of less than \$1 million.
- An adequate level of community development lending activities that were responsive to the credit and community development needs within the bank's assessment areas.
- A significant level of community development investments and donations that exhibited good responsiveness to the community development needs of the assessment areas.
- Retail banking services that are accessible to the bank's geographies and individuals of different income levels in its assessment areas.
- A relatively high level of community development services that benefitted LMI individuals within the bank's assessment areas.

INSTITUTION

Description of Institution

Pacific Mercantile Bank (PMB) is a community bank headquartered in Costa Mesa, California that is a wholly-owned subsidiary of Pacific Mercantile Bancorp. PMB commenced operations on March 1, 1999, and currently operates four full-service branches and three loan production offices. The bank's assets totaled \$1.41 billion as of December 31, 2019.

PMB maintains a commercial focus by providing banking services to small- and middle-market businesses that are primarily located in Southern California. These services are provided in full-service branches located in Los Angeles County (Century City) and Orange County (Costa Mesa, La Habra, and Newport Beach). The bank also maintains loan production offices (LPOs) in San Diego County (La Jolla), San Bernardino County (Ontario), and Orange County (Irvine).

PMB provides a variety of products and services through traditional banking channels, as well as electronic platforms, which include online and mobile banking. The bank provides small business loans and lines of credit, including Small Business Administration (SBA) 7(a) and 504 loans as an SBA Preferred Lender. The bank does not advertise consumer loan products; however, the bank maintains a small portfolio of home equity lines of credit and has purchased certain consumer loans, which account for the majority of consumer loans reflected in Exhibit 1 below. Deposit products include checking accounts, money market accounts, savings accounts, and certificates of deposit for both business and personal purposes.

Exhibit 1 below summarizes PMB's loan portfolio as of June 30, 2019, and reflects the bank's focus on commercial lending.

EXHIBIT 1		
LOANS AND LEASES AS OF JUNE 30, 2019		
Loan Type	\$ ('000s)	%
Commercial/Industrial & Non-Farm Non-Residential Real Estate	841,328	77.3
Consumer Loans & Credit Cards	93,414	8.6
Multi-Family Residential Real Estate	83,965	7.7
Secured by 1-4 Family Residential Real Estate	58,134	5.3
Construction & Land Development	12,228	1.1
Total (Gross)	1,089,069	100.0

PMB converted its locations in Ontario and La Jolla from branches to LPOs in 2016. During the current review period, the bank formally revised its assessment areas to reflect these changes and now delineates the following two assessment areas:

- The Los Angeles Assessment Area, which consists of the Los Angeles-Long Beach-Glendale, CA Metropolitan Division (MD). This assessment area consists of the entirety of Los Angeles County.

- The Orange Assessment Area, which consists of the Anaheim-Santa Ana-Irvine, CA MD. This assessment area consists of the entirety of Orange County.

There were no legal or financial impediments that inhibited the bank's ability to meet the credit needs of its assessment areas consistent with its business strategy, size, financial capacity, and local economic conditions. PMB received a satisfactory rating at its previous CRA examination conducted as of November 6, 2017, under the Interagency Intermediate Small Institution CRA Examination Procedures.

Scope of Examination

PMB's performance was evaluated in accordance with the Interagency Large Institution CRA Examination Procedures given its increase in asset size since the previous examination. As such, performance was assessed under the lending, investment, and service tests. Consistent with these procedures, greater weight was placed on the bank's lending test performance relative to the investment and service tests. The evaluation period for the lending test was July 1, 2017, through June 30, 2019. The evaluation period for community development activity, including community development loans, investments, and services, was November 7, 2017 to February 18, 2020.

The Los Angeles and Orange assessment areas were both evaluated using full-scope examination procedures. The Orange assessment area performance carried greater weight due to its branch footprint, higher volume of small business loans, and larger percentage of deposits held. Given the bank's business strategy focused on commercial lending, the lending test evaluation was centered on the bank's small business loans.

CONCLUSIONS WITH RESPECT TO PERFORMANCE TESTS

Lending Test

PMB's overall performance under the lending test is rated low satisfactory. The bank's lending levels reflect adequate responsiveness to the credit needs of the assessment areas. A majority of loans are made inside the bank's assessment areas, and PMB adequately penetrated LMI geographies throughout Los Angeles and Orange counties. However, the distribution of credit to borrowers of different revenue sizes is poor, as the bank extended a low percentage of small business loans to businesses with gross annual revenues of less than \$1 million. In addition, PMB's community development lending demonstrates adequate responsiveness to the needs of its assessment areas, as evidenced by the bank's engagement in affordable housing initiatives and programs that benefit small businesses.

LENDING ACTIVITY

The bank's lending levels reflect adequate responsiveness to the assessment areas' small business credit needs. Exhibit 2 below illustrates the bank's overall small business lending activity.

EXHIBIT 2 SUMMARY OF LENDING ACTIVITY JULY 1, 2017 TO JUNE 30, 2019				
Loan Type	#	%	\$ ('000s)	%
Small Business	331	97.6	132,088	96.3
Other Small Business	8	2.4	5,095	3.7
Total Business Related	339	100.0	137,183	100.0
Total Loans	339	100.0	137,183	100.0

ASSESSMENT AREA CONCENTRATION

An adequate percentage of small business loans were made within the bank's assessment areas. As depicted in Exhibit 3 on the following page, PMB extended a majority of its small business loans within its assessment areas during the review period. The relatively high percentage of loans made outside of the bank's assessment areas is due to the production of the bank's LPOs in San Bernardino County and San Diego County. These locations previously served as branch locations prior to converting to LPOs in 2016.

EXHIBIT 3 LENDING INSIDE AND OUTSIDE THE ASSESSMENT AREAS JULY 1, 2017 TO JUNE 30, 2019								
Loan Type	Inside				Outside			
	#	%	\$ ('000s)	%	#	%	\$ ('000s)	%
Small Business	182	55.0	82,056	62.1	149	45.0	50,032	37.9
Other Small Business	7	87.5	4,345	85.3	1	12.5	750	14.7
Total Business Related	189	55.8	86,401	63.0	150	44.2	50,782	37.0
Total Loans	189	55.8	86,401	63.0	150	44.2	50,782	37.0

GEOGRAPHIC AND BORROWER DISTRIBUTION

PMB's geographic distribution of small business loans reflects adequate penetration in low- and moderate-income geographies throughout its assessment areas. As shown in Table 2 of Appendix B, the bank's performance in low- and moderate-income census tracts was generally consistent with that of aggregate lenders. Performance in Los Angeles County was relatively stronger than the performance in Orange County.

The distribution of borrowers reflects poor penetration among businesses of different sizes. As shown in Table 3 of Appendix B, the bank's performance in lending to businesses with gross annual revenues of \$1 million or less was well below the performance of aggregate lenders operating in the bank's assessment areas. Although the bank's performance falls below that of aggregate lenders, the bank has improved its performance under this criterion since the previous examination. In addition, prior to making changes to its assessment areas during the review period, the bank made concerted efforts to address lending to businesses with gross annual revenues of \$1 million or less by purchasing a number of microloans in San Diego County. These loans were purchased from a non-profit organization serving this area and many of these loans were made to start-up businesses that were unable to obtain traditional financing from financial institutions.

COMMUNITY DEVELOPMENT LENDING

PMB made an adequate level of community development loans that demonstrated responsiveness to community development needs. The bank extended 53 community development loans, totaling \$101.0 million, within its assessment areas. In addition, PMB made or purchased 18 community development loans, totaling \$11.0 million, that benefitted the broader statewide or regional areas. A substantial majority of the community development loans supported affordable housing initiatives and promoted economic development, both of which were identified as significant needs of the assessment areas. The majority of community development loans in the broader statewide or regional area are the result of participation in a program that assists first-time homebuyers that are LMI borrowers to achieve homeownership by providing down payment assistance through forgivable loans. PMB originated seven loans for \$150,000 under this program in the broader statewide area and made similar loans throughout Los Angeles and Orange counties during the review period.

Investment Test

PMB's performance under the investment test is rated high satisfactory due to a significant level of qualified community development investments made by the bank during the review period. As shown in Table 4 of Appendix B, PMB made a total of 14 investments totaling \$12.5 million in qualified community development investments within the assessment areas. Six investments, totaling \$1.7 million, were prior period investments, and eight investments, totaling \$10.7 million, were made during the review period. PMB also made 15 investments, totaling \$5.4 million, in qualified investments in the broader statewide and regional areas. The bank's community development investments primarily consisted of investments in minority-owned financial institutions and multifamily mortgage-backed securities that demonstrated a primary purpose of community development. However, PMB also made one investment totaling \$500,000 into a Small Business Investment Company that benefitted both the Los Angeles and Orange assessment areas. Investments were responsive to pressing community needs for affordable housing and provided capacity for minority-owned financial institutions to further address the community development needs in their communities.

The bank provided \$349,768 in grants and donations to various organizations that focus on assisting LMI populations during the review period. Of this total, \$121,800 was provided to organizations at a broader statewide or regional area. For example, PMB offers Interest on Lawyers' Trust Accounts (IOLTA), whereby the interest and dividends generated on such accounts supports the Legal Services Trust Fund Program at the State Bar of California. This program provides funding for legal services for low-income individuals in the state of California. PMB voluntarily waived \$11,172 in service charges on IOLTAs during the review period, which ultimately supported this program. The bank also maintains Representative Payee Accounts (RPA) for agencies that manage finances for low-income individuals that are unable to do so. During the review period, the bank waived a total of \$47,751 in fees associated with this program which benefitted LMI individuals in the greater statewide or regional areas.

Service Test

PMB's performance under the service test is rated high satisfactory. Retail banking services offered by the bank are accessible throughout the bank's assessment areas. Branch hours and services do not vary in a way that inconvenience any portion of the assessment areas. Bank employees also provided a relatively high level of community development services within its assessment areas as well as in the broader statewide or regional areas.

RETAIL BANKING SERVICES

PMB's delivery systems are accessible and reasonably serve geographies and individuals of different income levels within its assessment areas. During the review period, the bank operated four branch offices, one of which is located in a moderate-income census tract. There were no branch openings or closings during the review period. No differences existed in operating hours, available products and services, or accessibility to banking services between the branches that would negatively impact LMI individuals.

The bank offers alternate delivery systems via online and mobile banking services which are available to individuals and geographies of all income levels. These alternate systems allow for access to banking

transactions after traditional business hours. Banking services provided through mobile banking include access to view account activity, instantaneous funds transfer, check deposit, and bill pay transactions. Online banking services include access to account balances, check deposits, loan advances and payments, stop payment initiation, and real-time transfers between PMB accounts.

COMMUNITY DEVELOPMENT SERVICES

PMB provided a relatively high level of community development services that primarily supported LMI individuals, including the very poor and those experiencing homelessness. Bank employees contributed a total of 2,032 community development service hours to support various community development needs. A total of 1,072 service hours were provided to organizations within the Los Angeles and Orange assessment areas. These organizations engage in activities focused on affordable housing initiatives, outreach efforts to address homelessness, healthcare and education to the poor, and community services focused on LMI youth. In addition, 960 service hours were provided in the broader statewide or regional areas, primarily through programs that assist LMI individuals and families in attaining affordable homeownership.

Fair Lending or Other Illegal Practices Review

Concurrent with this CRA evaluation, a review of PMB's compliance with consumer protection laws and regulations was conducted. That review found no violations of the substantive provisions of anti-discrimination and fair lending laws or regulations, or of other credit practice rules, laws or regulations.

FULL-SCOPE ASSESSMENT AREA CONCLUSIONS

For each assessment area where a full-scope review was performed using the examination procedures

Los Angeles Assessment Area

DESCRIPTION OF OPERATIONS IN LOS ANGELES

The Los Angeles assessment area consists of Los Angeles County in its entirety. Los Angeles County is located south of Kern County, east of Ventura County, and north of Orange County. The area is part of the Los Angeles-Long Beach-Anaheim, CA Metropolitan Statistical Area (MSA) and composes the entirety of the Los Angeles-Long Beach-Glendale, CA MD. As of 2018, the assessment area was home to 10.1 million people.¹

As of June 30, 2019, the bank operated one office in Los Angeles County and held \$129.8 million in deposits, representing 0.03 percent of the deposit market share.² In comparison, there were a total of 101 Federal Deposit Insurance Corporation (FDIC)-insured commercial institutions operating 1,715 offices within Los Angeles County, with deposits totaling over \$440 billion.³

Exhibit 4 on the following page presents key demographic and business information used to help develop a performance context for the assessment area.

¹ U.S. Census Bureau, QuickFacts, Population Estimates, July 1, 2018; available from: www.census.gov/quickfacts/.

² Federal Deposit Insurance Corporation, Deposit Market Share Report, June 30, 2019; available from: <https://www7.fdic.gov/sod/sodMarketBank.asp?barItem=2>.

³ Ibid.

EXHIBIT 4 ASSESSMENT AREA DEMOGRAPHICS LOS ANGELES ASSESSMENT AREA 2019 FFIEC CENSUS AND 2018 DUN AND BRADSTREET DATA								
Income Categories	Tract Distribution		Families by Tract Income		Families < Poverty Level as % of Families by Tract		Families by Family Income	
	#	%	#	%	#	%	#	%
Low-income	221	9.4	169,721	7.8	64,891	38.2	536,521	24.5
Moderate-income	674	28.7	612,876	28.0	142,138	23.2	356,959	16.3
Middle-income	583	24.9	562,806	25.7	65,789	11.7	365,317	16.7
Upper-income	817	34.8	837,917	38.3	39,895	4.8	927,688	42.4
Unknown-income	51	2.2	3,165	0.1	609	19.2	0	0.0
Total AA	2,346	100.0	2,186,485	100.0	313,322	14.3	2,186,485	100.0
Income Categories	Housing Units by Tract	Housing Types by Tract						
		Owner-Occupied			Rental		Vacant	
		#	%	%	#	%	#	%
Low-income	270,711	36,473	2.4	13.5	215,727	79.7	18,511	6.8
Moderate-income	914,450	257,889	17.2	28.2	602,313	65.9	54,248	5.9
Middle-income	862,245	398,333	26.6	46.2	415,247	48.2	48,665	5.6
Upper-income	1,410,252	805,799	53.7	57.1	514,338	36.5	90,115	6.4
Unknown-income	19,060	1,385	0.1	7.3	15,565	81.7	2,110	11.1
Total AA	3,476,718	1,499,879	100.0	43.1	1,763,190	50.7	213,649	6.1
Income Categories	Total Businesses by Tract		Businesses by Tract & Revenue Size					
			Less Than or Equal to \$1 Million		Greater than \$1 Million		Revenue Not Reported	
			#	%	#	%	#	%
Low-income	24,024	4.7	21,890	4.7	1,987	4.9	147	4.3
Moderate-income	99,162	19.4	89,646	19.2	8,938	22.0	578	16.9
Middle-income	112,641	22.0	102,368	21.9	9,649	23.7	624	18.3
Upper-income	264,424	51.7	244,729	52.3	17,767	43.7	1,928	56.5
Unknown-income	11,348	2.2	8,912	1.9	2,299	5.7	137	4.0
Total AA	511,599	100.0	467,545	100.0	40,640	100.0	3,414	100.0
% of Total Businesses				91.4		7.9		0.7
2019 Median Family Income ⁴			\$62,703	June 2019 Median Housing Value ⁵			\$599,680	
2019 HUD Adjusted Median Family Income ⁶			\$73,100	2018 Unemployment Rate ⁷			4.6%	

⁴ FFIEC Median Family Income, available from: <https://www.ffiec.gov/Medianincome.htm>.

⁵ California Association of Realtors, Historical Housing Data, Median Prices of Existing Detached Homes; available from: <https://www.car.org/marketdata/data/housingdata/>.

⁶ FFIEC Adjusted Median Family Income; available from: <https://www.ffiec.gov/Medianincome.htm>.

⁷ Annual Unemployment Rate, U.S. Bureau of Labor Statistics, Local Area Unemployment Statistics by County; available from: <https://www.bls.gov/lau/>.

Economic Conditions

During the review period, the Los Angeles assessment area experienced overall economic growth. Late in the review period in 2019, the business cycle was in a late stage marked by a historic low in the unemployment rate and high average hourly earnings that outpaced the nationwide average.⁸ Despite a number of wildfires throughout the review period, the area's economy remained unscathed as the fires largely spared business centers and tourist destinations.⁹ Primary economic drivers in Los Angeles County were technology, tourism, and logistics, including trade and transportation.¹⁰ From 2018 to 2019, the Ports of Los Angeles and Long Beach had a nominal increase in imports of less than one percent.¹¹ However, the deep water harbor has remained an asset that enables the area to handle larger ships that other ports cannot accommodate.¹² In 2018, the Port of Los Angeles set a record for the most cargo it handled in a single month.¹³ There was also growth in the tourism sector. The number of visitors to the area increased for the eighth consecutive year in 2018.¹⁴ The increase in visitors helped grow the hospitality industry by approximately 4 percent and made the industry one of the fastest growing sectors of the area's economy.¹⁵ In addition, the technology cluster drove dynamic economic growth in the area during the review period.¹⁶ Although Silicon Beach was a small portion of the economy, the sector contributed a large share of high-wage job growth and investment.¹⁷

As depicted in Exhibit 5 on the following page, small business lending showed improvement during the review period. Although loans to small businesses from banks subject to the CRA increased during the review period, lending remained below pre-Great Recession levels. Lending to small businesses played a critical role in the economy given that small businesses accounted for 91.4 percent of all businesses in the assessment area, as noted in Exhibit 4.

⁸ Moody's Precis Report, Los Angeles-Long Beach-Glendale, CA, May 2019.

⁹ Moody's Precis Report, Los Angeles-Long Beach-Glendale, CA, November 2018.

¹⁰ Moody's Precis Report, Los Angeles-Long Beach-Glendale, CA, May 2019.

¹¹ Ibid.

¹² Moody's Precis Report, Los Angeles-Long Beach-Glendale, CA, May 2019.

¹³ Moody's Precis Report, Los Angeles-Long Beach-Glendale, CA, November 2018.

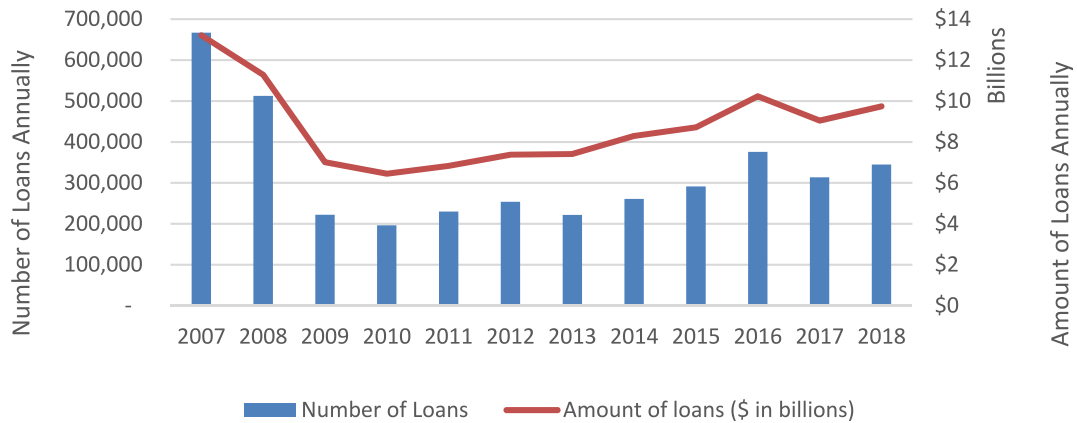
¹⁴ Los Angeles Business Journal, L.A. Sets New Tourism Record with 50M Visitors, January 16, 2019; available from: <https://labusinessjournal.com/news/2019/jan/16/l-sets-new-tourism-record-50m-visitors/>.

¹⁵ Ibid.

¹⁶ Moody's Precis Report, Los Angeles-Long Beach-Glendale, CA, November 2018.

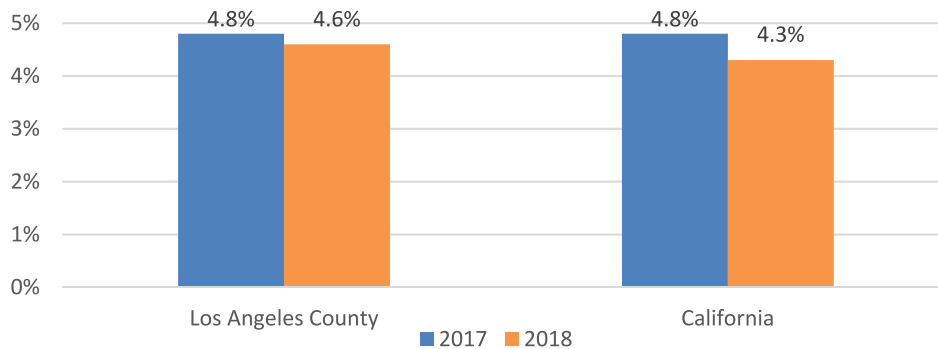
¹⁷ Ibid.

EXHIBIT 5
Loans to Small Businesses in Assessment Area¹⁸
2007-2018



There was a slight decrease in the unemployment rate in Los Angeles County during the review period. Comparatively, the statewide unemployment rate fell below the area’s unemployment rate during the review period, as depicted in Exhibit 6 below.

EXHIBIT 6
Unemployment Rate¹⁹
2017-2018



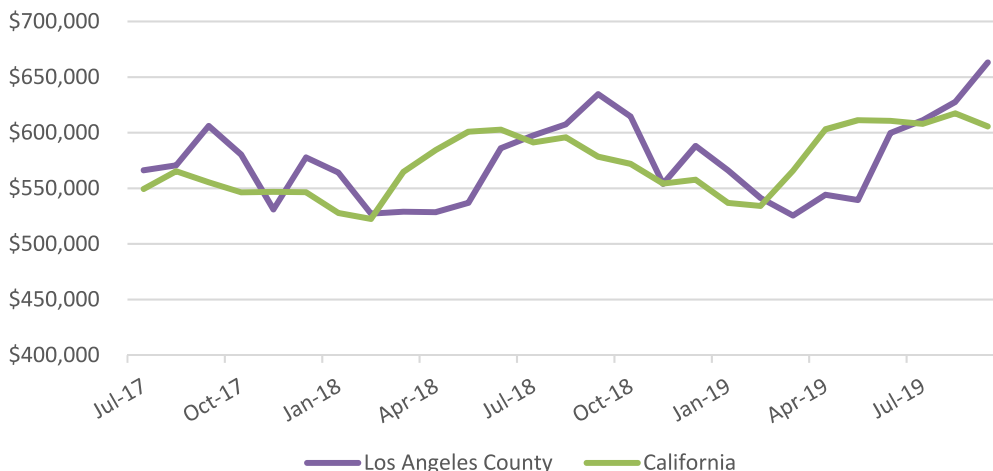
Median home prices in the assessment area and in California overall hovered between \$500,000 and \$650,000 during the review period, as depicted in Exhibit 7 on the following page. The area’s median home price peaked in September 2019 to \$663,110. High housing costs in the area made homeownership less accessible to households. According to the California Association of Realtors’ Traditional Housing Affordability Index, 25 percent of families can afford to purchase the median priced home in the region, compared to 56 percent of families in the U.S.²⁰

¹⁸ Aggregate CRA Small Business data reports available from: <https://www.ffiec.gov/craadweb/aggregate.aspx>.

¹⁹ U.S. Bureau of Labor Statistics, Local Area Unemployment Statistics by County; available from: <https://www.bls.gov/lau/>.

²⁰ California Association of Realtors, Housing Affordability Index-Traditional, 2019 Q3; available from: <http://www.car.org/marketdata/data/haitraditional/>.

EXHIBIT 7
Median Home Prices²¹
July 2017- September 2019



In addition to rising costs of homeownership, rental prices also increased during the review period. The median rent in Los Angeles County as of September 2019 was \$2,295.²² High rental prices were exacerbated by the shortage of affordable rental units. The area comprised of Los Angeles and Orange counties had the fourth most severe shortage of rental homes available for extremely low-income households (i.e., households with incomes below 30 percent area median income) in the nation.²³ Only 18 affordable rental units were available for every 100 households with extremely low income.²⁴ Furthermore, more than 58 percent of households who rent were cost burdened, or spent more than 30 percent of their income on rent and utilities.²⁵

Homelessness was a significant issue in the area during the review period. In Los Angeles County, the number of people experiencing homelessness increased by 12 percent from 52,765 people in 2018 to 58,936 people in 2019.²⁶ Over half of the people experiencing homelessness were located in the city of Los Angeles.²⁷ The spike in the number of people who were homeless led to concerns of public health, demand for the development of new housing, and a push for addressing housing affordability.²⁸

As depicted in Exhibit 8 on the following page, the poverty rate in the assessment area was above the statewide average. However, the usage rate of public assistance or food stamp/SNAP benefits during the review period was lower than the statewide average. Both the poverty and public assistance or food

²¹ California Association of Realtors, Historical Housing Data, Median Prices of Existing Detached Homes; available from: <https://www.car.org/marketdata/data/housingdata/>.

²² Zillow, Zillow Median Rent List Price, 1-Bedroom; available from: <https://www.zillow.com/research/data/>.

²³ National Low Income Housing Coalition, The Gap, March 2019; available from: <https://reports.nlihc.org/gap>.

²⁴ Ibid.

²⁵ Prosperity Now Scorecard, Los Angeles County; available from: <https://scorecard.prosperitynow.org/>.

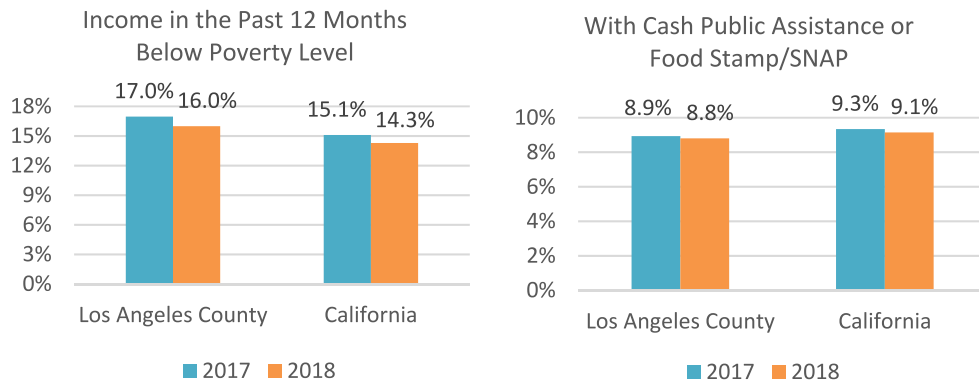
²⁶ Los Angeles Times, Homelessness jumps 12% in L.A. County, June 2019; available from: <https://www.latimes.com/local/lanow/la-me-ln-homeless-count-encampment-affordable-housing-2019-06-04-story.html>.

²⁷ Ibid.

²⁸ Ibid.

stamps/SNAP usage rates decreased during the review period. Despite the slight decrease in the poverty rate, the prevalence of poverty in the area remained high. Many households in the area, 44 percent, lived in liquid asset poverty (without sufficient liquid assets to subsist at the poverty level for three months in the absence of income).²⁹ The liquid asset poverty rate in the area exceeded the state and nationwide rates.³⁰

EXHIBIT 8
Poverty and Food Stamp Usage Rates³¹
2017-2018



Credit and Community Development Needs

The economic data and feedback from community contacts indicate that small businesses in the assessment area are facing challenges in accessing credit. As previously shown in Exhibit 5, small business lending levels improved during the review period; however, they remained below pre-Great Recession levels. The Small Business Credit Survey found that of the 43 percent of small businesses that applied for financing in the prior 12-month period, only 47 percent received all the credit they needed.³² Most firms applied for less than \$100,000, primarily to expand their business or cover operating expenses.³³ More than half of applicants who sought financing in this range did not obtain the amount of financing needed.³⁴ The majority of applicants applied for loans or lines of credit from large banks.³⁵ However, applicants who applied for loans or lines of credit from online lenders grew from 19 percent in 2016 to 32 percent in 2018.³⁶ Firms who had financing shortfalls typically had higher credit risk, did not earn a profit, were located in urban areas, or were young start-up firms less than five years old.³⁷ The

²⁹ Prosperity Now Scorecard, Los Angeles County; available from: <https://scorecard.prosperitynow.org/>.

³⁰ Ibid.

³¹ Poverty and Food Stamp Usage Rates, U.S. Census Bureau, American Community Survey, 5-Year Estimates; available from: <https://www.census.gov/programs-surveys/acs/data.html>.

³² Small Business Credit Survey, Report on Employer Firms 2019, available from: <https://www.fedsmallbusiness.org/medialibrary/fedsmallbusiness/files/2019/sbcs-employer-firms-report.pdf>.

³³ Ibid.

³⁴ Small Business Credit Survey, Report on Employer Firms 2019, available from: <https://www.fedsmallbusiness.org/medialibrary/fedsmallbusiness/files/2019/sbcs-employer-firms-report.pdf>.

³⁵ Ibid.

³⁶ Ibid.

³⁷ Ibid.

survey noted that the largest funding gap was most prevalent for businesses who sought between \$100,000 and \$250,000.³⁸ A community contact noted that a number of financial institutions have launched micro-loan products that share similar characteristics as products offered by microlenders in the area. The micro-loan products from financial institutions were welcome in this market where there remains more need than can be addressed, according to a community contact.

Affordable commercial space was also an issue for small business owners in the area. Many business owners were unable to secure or retain commercial space for their business due to rising real estate costs. A community contact noted that in addition to the high cost of commercial space, there was a general tension in the community between access to living wage jobs and the unaffordability of housing.

According to community contacts, investments in community organizations from financial institutions are some of the most impactful activities that banks can perform to help meet the credit needs of the community. However, it was noted during interviews that funds received through sponsorships are often offset by administrative costs and that organizations would benefit more from grants or direct investments.

The prevalence of poverty in the area highlights the importance of community service organizations providing needed social support services. A community contact noted the need in the community to provide financial education to residents in need of financial literacy skills and improved credit. The ongoing demand for supportive services leaves community organizations in need of investments from banks. Overall, the community's credit needs remain unmet and create an opportunity for banks to participate in small business lending, as well as investments into and partnerships with community organizations.

CONCLUSIONS WITH RESPECT TO PERFORMANCE TESTS IN LOS ANGELES

Lending Test

PMB's lending test performance in the Los Angeles assessment area is adequate, as lending activity in the assessment area reflects adequate responsiveness to community credit needs. The geographic distribution of loans reflects reasonable penetration throughout the assessment area, and the bank makes a relatively high level of community development loans within Los Angeles County. However, the distribution of credit to borrowers reflects poor penetration among businesses of different sizes.

Lending Activity

As shown in Table 1 in Appendix B, the bank originated or renewed 75 small business loans that totaled approximately \$27.4 million within the assessment area, which reflected adequate responsiveness to the credit needs of Los Angeles County.

³⁸ Ibid.

Lending Distribution by Geography

The bank's geographic distribution of small business loans reflects good penetration throughout the Los Angeles assessment area. As shown in Table 2 of Appendix B, PMB extended a relatively high percentage of small business loans in LMI geographies, and lending patterns did not exhibit unusual or conspicuous geographical gaps. The bank's performance was particularly strong in moderate-income census tracts, whereas performance in low-income census tracts was generally consistent with the performance of aggregate lenders.

Lending Distribution by Business Revenue

PMB's small business loans reflect poor distribution among businesses of different revenue sizes in the Los Angeles assessment area. As shown in Table 3 in Appendix B, PMB originated a low percentage of small business loans to businesses with gross annual revenues of \$1 million or less relative to aggregate lenders operating in the assessment area. However, the bank originated slightly over 50 percent of its small business loans with amounts of \$250,000 or less, which helps to address a need for smaller dollar credit.

Community Development Lending

PMB made a relatively high level of community development loans in the Los Angeles assessment area during the review period. The bank extended 28 community development loans in Los Angeles County, which totaled approximately \$81.3 million. The majority of community development loans provided affordable housing for LMI individuals and families within the assessment area. Of the 28 loans extended, 20 loans totaling \$67.0 million supported affordable housing initiatives that provided 458 housing units and down payment assistance for first-time homebuyers. Four loans totaling \$7.3 million promoted economic development and helped to retain at least 35 jobs for LMI individuals. In addition, three loans totaling \$6.0 million revitalized or stabilized LMI geographies within the Los Angeles assessment area.

The following are examples of PMB's community development lending:

- A \$17 million purchase of a loan made on an 81-unit apartment complex located in Los Angeles County. All of the units in the complex qualified as affordable housing.
- A \$5.3 million loan for an existing 90-unit apartment complex, which provides below market rates for all renters.
- A \$3.4 million purchase of a loan made on a multifamily property, which provided 40 affordable housing units to LMI individuals and families within Los Angeles County.
- A \$1.2 million loan made to a small business owner of food trucks and ice cream parlors throughout Los Angeles which retained 51 jobs for LMI individuals.
- A \$2 million loan made to a frozen food manufacturing company located in a moderate-income geography, which enabled the business to create 35 additional jobs for LMI individuals.

Investment Test

PMB's investment test performance in the Los Angeles assessment area is good. The bank made a significant level of qualified investments, grants, and donations within Los Angeles County. As shown in Table 4 in Appendix B, qualified community development investments totaled approximately \$9.1 million, which included \$9.0 million in investments and \$90,570 in grants and donations.

The bank made six investments in four minority-owned depository institutions within the Los Angeles assessment area, totaling approximately \$1.5 million. In addition, PMB made four investments totaling \$7.5 million into multifamily mortgage-backed securities. These securities were designed to support affordable housing initiatives for properties located in Los Angeles County.

PMB made 23 grants and donations within the Los Angeles assessment area during the review period. Donations were provided to organizations focused on providing community services to LMI individuals and families, as well as organizations that provide community services to the homeless, women in crisis, and underprivileged youth. Notable community development grants and donations in the assessment area include:

- A total of \$23,000 to an organization that provides quality healthcare, education programs, and social services to the poor, the underprivileged, and LMI individuals of Los Angeles County.
- A total of \$13,000 to an organization that provides speech and language development services to LMI families that have children who are at-risk for developmental delays.
- A total of \$10,000 to an organization that provides resource programs, workshops, and mentorship to LMI young women living in underprivileged local communities.

Service Test

PMB's service test performance in the Los Angeles assessment area is adequate. Bank employees provided a reasonable level of qualified community development services within the assessment area. Retail banking services are accessible to geographies of different income levels, and branch hours and services do not vary in a way that inconveniences portions of the assessment area, including LMI census tracts. No branching activity occurred during the review period that would adversely affect LMI individuals or geographies.

Retail Banking Services

The Los Angeles assessment area contains one branch located in an upper-income census tract, as shown on Table 5 of Appendix B. The bank's activities do not vary in a way that inconveniences LMI individuals and geographies, as banking services are the same for all populations and businesses within the assessment area. As previously mentioned, the bank offers alternative delivery systems via online and mobile banking services, which are accessible to geographies and individuals of different income levels. PMB also offers a Bank by Mail program for those without access to smart phones or access to the internet.

Community Development Services

PMB provided an adequate level of community development services in the Los Angeles assessment area. Bank employees provided 295 community development service hours during the review period. The majority of these service hours were provided through board and committee memberships for organizations that provide services to the poor and underprivileged. Bank employees also provided expertise to organizations that focus on meeting community needs within Los Angeles County.

Notable community development services include:

- A total of 149 hours serving on the board of directors for an organization that provides quality healthcare, education programs, and social services to the poor, the underprivileged, and LMI individuals of Los Angeles.
- A total of 90 hours serving on a Pre-Owned Uniform Committee of an elementary school that focuses on providing LMI families with school uniforms.
- A total of 50 hours serving on the board of directors of an organization that provides comprehensive treatment and services to children of LMI families who are diagnosed with autism spectrum disorder and other special needs.

Orange Assessment Area

DESCRIPTION OF OPERATIONS IN ORANGE

The Orange assessment area consists of Orange County in its entirety. The area is part of the Los Angeles-Long Beach-Anaheim, CA MSA and composes the entirety of the Anaheim-Santa Ana-Irvine, CA MD. Orange County is located south of Los Angeles County and is bordered by San Bernardino and Riverside Counties to the east and by San Diego County to the south. As of July 2018, the assessment area was home to 3.2 million people.³⁹

As of June 30, 2019, the bank operated five offices in Orange County and held \$1.1 billion in deposits, representing 0.84 percent of the deposit market share.⁴⁰ In comparison, there were a total of 79 FDIC-insured commercial institutions operating 639 offices within Orange County, with deposits totaling over \$128 billion.⁴¹

Exhibit 9 on the following page presents key demographic and business information used to help develop a performance context for the assessment area.

³⁹ U.S. Census Bureau, QuickFacts, Population Estimates, July 1, 2018; available from: www.census.gov/quickfacts/.

⁴⁰ Federal Deposit Insurance Corporation, Deposit Market Share Report, June 30, 2019; available from: <https://www7.fdic.gov/sod/sodMarketBank.asp?barItem=2>.

⁴¹ Ibid.

EXHIBIT 9 ASSESSMENT AREA DEMOGRAPHICS ORANGE ASSESSMENT AREA 2019 FFIEC CENSUS AND 2018 DUN AND BRADSTREET DATA								
Income Categories	Tract Distribution		Families by Tract Income		Families < Poverty Level as % of Families by Tract		Families by Family Income	
	#	%	#	%	#	%	#	%
Low-income	45	7.7	52,075	7.2	13,836	26.6	173,089	23.8
Moderate-income	147	25.2	175,738	24.2	26,958	15.3	118,318	16.3
Middle-income	177	30.4	210,988	29.0	14,855	7.0	130,291	17.9
Upper-income	211	36.2	288,183	39.6	10,574	3.7	305,355	42.0
Unknown-income	3	0.5	69	0.0	0	0.0	0	0.0
Total AA	583	100.0	727,053	100.0	66,223	9.1	727,053	100.0
Income Categories	Housing Units by Tract	Housing Types by Tract						
		Owner-Occupied			Rental		Vacant	
		#	%	%	#	%	#	%
Low-income	69,793	19,072	3.3	27.3	47,712	68.4	3,009	4.3
Moderate-income	256,945	108,125	18.6	42.1	136,872	53.3	11,948	4.7
Middle-income	325,363	174,139	29.9	53.5	134,222	41.3	17,002	5.2
Upper-income	412,343	280,738	48.2	68.1	108,354	26.3	23,251	5.6
Unknown-income	198	77	0.0	38.9	42	21.2	79	39.9
Total AA	1,064,642	582,151	100.0	54.7	427,202	40.1	55,289	5.2
Income Categories	Total Businesses by Tract		Businesses by Tract & Revenue Size					
			Less Than or Equal to \$1 Million		Greater than \$1 Million		Revenue Not Reported	
	#	%	#	%	#	%	#	%
Low-income	11,213	6.0	9,582	5.6	1,564	9.2	67	5.1
Moderate-income	38,683	20.6	34,712	20.4	3,761	22.1	210	16.1
Middle-income	66,651	35.4	59,026	34.8	7,178	42.2	447	34.2
Upper-income	70,687	37.6	65,867	38.8	4,245	24.9	575	44.0
Unknown-income	891	0.5	614	0.4	270	1.6	7	0.5
Total AA	188,125	100.0	169,801	100.0	17,018	100.0	1,306	100.0
% of Total Businesses				90.3		9.0		0.7
2019 Median Family Income ⁴²			\$86,003		June 2019 Median Housing Value ⁴³			\$842,000
2019 HUD Adjusted Median Family Income ⁴⁴			\$97,900		2018 Unemployment Rate ⁴⁵			3.0%

⁴² FFIEC Median Family Income, available from: <https://www.ffiec.gov/Medianincome.htm>.

⁴³ California Association of Realtors, Historical Housing Data, Median Prices of Existing Detached Homes; available from: <https://www.car.org/marketdata/data/housingdata/>.

⁴⁴ FFIEC Adjusted Median Family Income; available from: <https://www.ffiec.gov/Medianincome.htm>.

⁴⁵ Annual Unemployment Rate, U.S. Bureau of Labor Statistics, Local Area Unemployment Statistics by County; available from: <https://www.bls.gov/lau/>.

Economic Conditions

During the review period, the assessment area experienced overall economic growth. Orange County's favorable demographics were an important support to the area's growth.⁴⁶ Orange County ranked among the top 10 percent of areas in the nation with a high concentration of residents with a bachelor's degree and for residents in the prime age of their working years.⁴⁷ This highly trained, well-educated workforce remained a top strength of the area during the review period.⁴⁸ The economic drivers in the area were tourism, healthcare, and technology.⁴⁹ The number of visitors to the area increased to a four-year high of 49 million people in 2017.⁵⁰ Disney's \$1 billion Star Wars-based theme park drove investment in the tourism sector.⁵¹ In addition, the new theme park positioned area payrolls at an all-time high.⁵²

Overall, three quarters of net new jobs in the area were in the leisure and hospitality industries.⁵³ Due to the presence of leading university hospitals, the area is a major healthcare hub.⁵⁴ Although job growth in the healthcare sector slowed during the review period, it remained nearly double the national average.⁵⁵ Hospitals in the area expanded facilities to keep up with rising demand of care and at least one university expanded their nursing programs.⁵⁶ In addition to healthcare, the area is a hub for biotechnology and information technology companies that are attracted to the area's lower costs in comparison to the San Francisco Bay Area as well as the skilled workforce.⁵⁷ Growth in the sector was driven by the inflow of record levels of venture capital.⁵⁸ The area's housing market experienced a slowdown in home sales early in the review period.⁵⁹ Home price appreciation also slowed during the review period due to declining affordability in the area.⁶⁰ In addition, single-family housing starts decreased during the review period.⁶¹

As depicted in Exhibit 10 on the following page, loans to small businesses from banks subject to the CRA leveled off in 2017 and 2018 after a spike in lending in 2016. Lending to small businesses played a critical role in the economy given that small businesses accounted for 90.3 percent of all businesses in the assessment area, as noted in Exhibit 9.

⁴⁶ Moody's Precis Report, Anaheim-Santa Ana-Irvine CA, November 2018.

⁴⁷ Ibid.

⁴⁸ Ibid.

⁴⁹ Ibid.

⁵⁰ Ibid.

⁵¹ Moody's Precis Report, Anaheim-Santa Ana-Irvine CA, November 2017.

⁵² Moody's Precis Report, Anaheim-Santa Ana-Irvine CA, August 2019.

⁵³ Moody's Precis Report, Anaheim-Santa Ana-Irvine CA, November 2018.

⁵⁴ Ibid.

⁵⁵ Ibid.

⁵⁶ Moody's Precis Report, Anaheim-Santa Ana-Irvine CA, November 2017.

⁵⁷ Moody's Precis Report, Anaheim-Santa Ana-Irvine CA, August 2019.

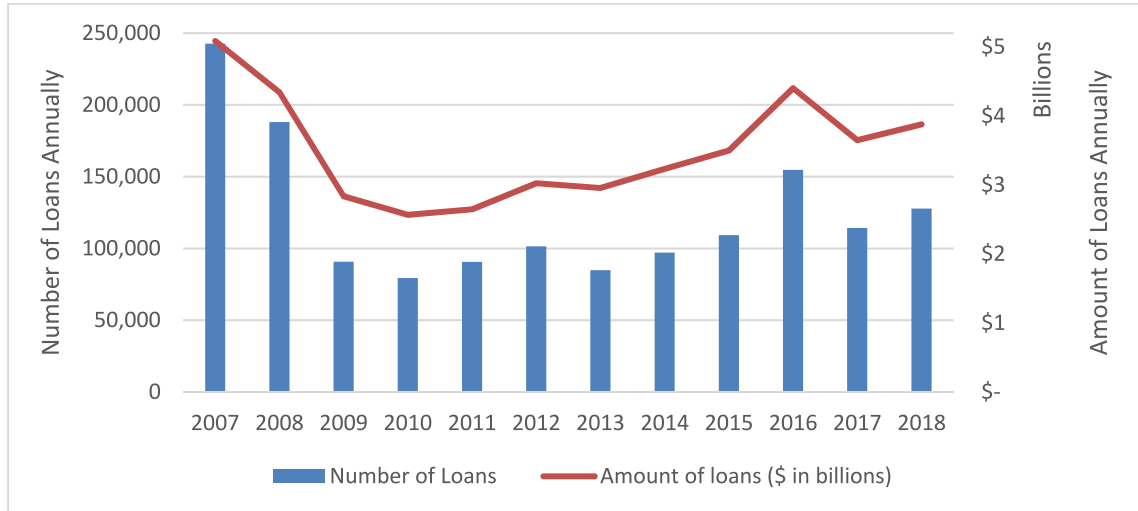
⁵⁸ Moody's Precis Report, Anaheim-Santa Ana-Irvine CA, November 2018.

⁵⁹ Moody's Precis Report, Anaheim-Santa Ana-Irvine CA, November 2017.

⁶⁰ Moody's Precis Report, Anaheim-Santa Ana-Irvine CA, August 2019.

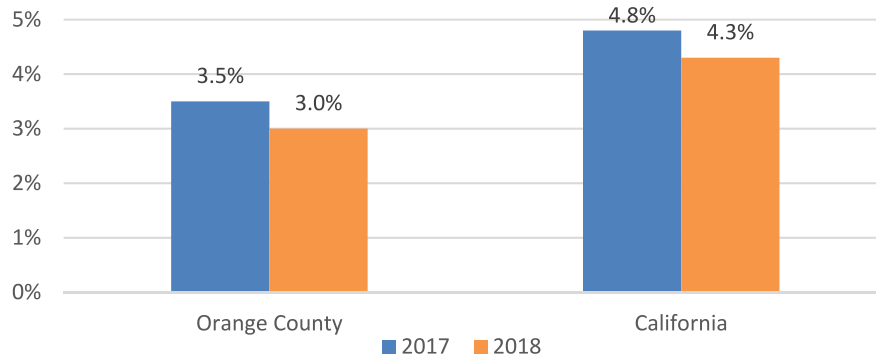
⁶¹ Ibid.

EXHIBIT 10
Loans to Small Businesses in Assessment Area⁶²
2007-2018



As depicted in Exhibit 11 below, the unemployment rate in Orange County decreased and remained below the statewide unemployment rate during the review period.

EXHIBIT 11
Unemployment Rate⁶³
2017-2018



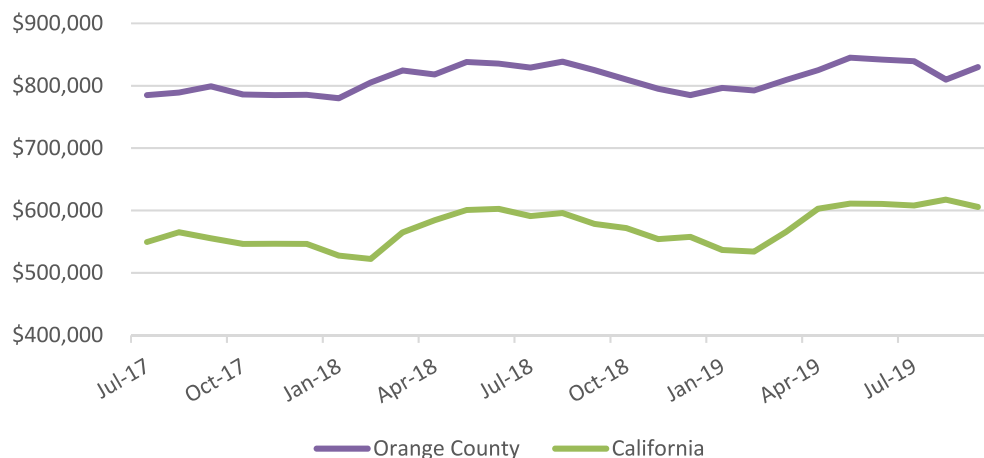
Median home prices in the assessment area were approximately 40 percent higher than the statewide median price at the end of the review period, as depicted in Exhibit 12 on the following page. In May 2019, the median home price peaked in the area at \$845,000. Families in Orange County faced similar challenges as families in Los Angeles County to attain homeownership due to the high cost of housing. According to the California Association of Realtors' Traditional Housing Affordability Index,

⁶² Aggregate CRA Small Business data reports available from: <https://www.ffiec.gov/craadweb/aggregate.aspx>.

⁶³ U.S. Bureau of Labor Statistics, Local Area Unemployment Statistics by County; available from: <https://www.bls.gov/lau/>.

25 percent of families in Orange County could afford to purchase the median priced home in the region, compared to 56 percent of families in the U.S.⁶⁴

EXHIBIT 12
Median Home Prices⁶⁵
July 2017- September 2019



In addition to the rising costs of homeownership, rental prices also increased. The average rent for Orange County as of September 2019 was \$2,040.⁶⁶ Similar to the challenges discussed for the Los Angeles assessment area, high rental prices were exacerbated by the shortage of affordable rental units in the area. Only 18 affordable rental units were available for every 100 households with extremely low-income.⁶⁷ Over 57 percent of households who rent their home were cost burdened, meaning that they spent more than 30 percent of their income on rent and utilities.⁶⁸

As depicted in Exhibit 13 on the following page, the assessment area had lower rates of poverty and usage of public assistance or food stamp/SNAP benefits than the state overall during the review period. Both the poverty and food stamp/SNAP benefits usage rates decreased during the review period. Despite the slight decrease in the poverty rate, the prevalence of poverty in the area remained high. Over 32 percent of households in the area do not have sufficient liquid assets to subsist at the federal poverty level for three months in the absence of an income source.⁶⁹

⁶⁴ California Association of Realtors, Housing Affordability Index-Traditional, 2019 Q3; available from: <http://www.car.org/marketdata/data/haitraditional/>.

⁶⁵ California Association of Realtors, Historical Housing Data, Median Prices of Existing Detached Homes; available from: <https://www.car.org/marketdata/data/housingdata/>.

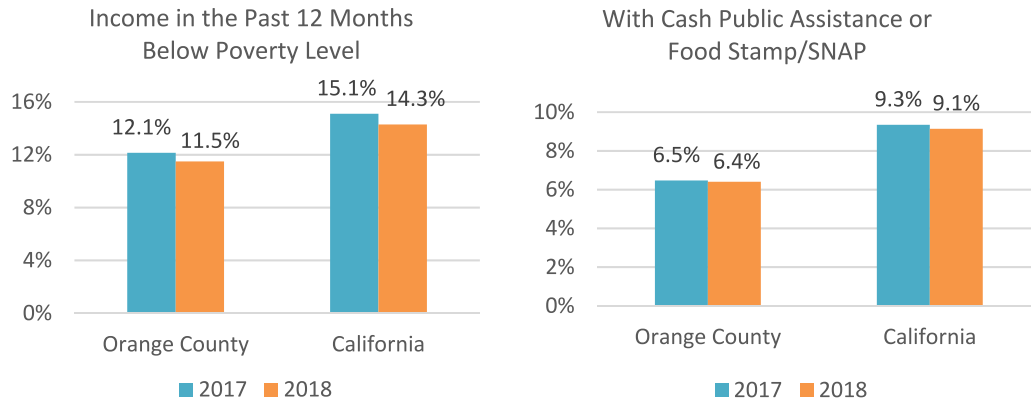
⁶⁶ Zillow, Zillow Median Rent List Price, 1-Bedroom; available from: <https://www.zillow.com/research/data/>.

⁶⁷ National Low Income Housing Coalition, The Gap, March 2019; available from: <https://reports.nlihc.org/gap>.

⁶⁸ Prosperity Now Scorecard, Orange County; available from: <https://scorecard.prosperitynow.org/>.

⁶⁹ Ibid.

EXHIBIT 13
Poverty and Food Stamp Usage Rates⁷⁰
2017-2018



Credit and Community Development Needs

Small business lending levels showed nominal improvement overall but remained below pre-Great Recession levels, as shown previously in Exhibit 10. Similar to the discussion for the credit needs of the Los Angeles assessment area, the Small Business Credit Survey results indicate that small businesses continued to experience obstacles in obtaining the amount of financing needed and accessing smaller dollar loans.⁷¹

In addition to supporting the small business needs mentioned above, financial institutions have an opportunity to engage in community development activities to help meet the needs of those most vulnerable in the community. Investments in community organizations that provide needed support services, as well as small business lending, are some of the most impactful activities financial institutions could engage in to help meet the community's credit needs.

CONCLUSIONS WITH RESPECT TO PERFORMANCE TESTS IN ORANGE

Lending Test

PMB's overall performance under the lending test in the Orange assessment area is adequate, as lending activity in this assessment area demonstrates adequate responsiveness to community credit needs. The geographic distribution of loans generally reflects reasonable penetration throughout the assessment area. However, the distribution of small business loans reflects poor penetration among businesses with different revenue sizes. The bank made an adequate level of community development loans throughout Orange County that were responsive to identified needs in the community.

⁷⁰ Poverty and Food Stamp Usage Rates, U.S. Census Bureau, American Community Survey, 5-Year Estimates; available from: <https://www.census.gov/programs-surveys/acs/data.html>.

⁷¹ Small Business Credit Survey, Report on Employer Firms 2019, available from: <https://www.fedsmallbusiness.org/medialibrary/fedsmallbusiness/files/2019/sbcs-employer-firms-report.pdf>.

Lending Activity

PMB's lending levels reflect adequate responsiveness to the credit needs of Orange County. As shown in Table 1 in Appendix B, the bank originated or renewed 107 small business loans that totaled approximately \$54.7 million within the assessment area.

Lending Distribution by Geography

Overall, lending distributions by geography in the Orange assessment area are adequate. As shown in Table 2 in Appendix B, a reasonable distribution of loans was made within LMI census tracts within Orange County. While lending levels were stronger in low-income geographies, this performance was somewhat offset by relatively weaker performance in moderate-income geographies. However, the bank steadily increased its lending in moderate-income geographies over the review period, demonstrating a consistent upward trend.

Lending Distribution by Borrower Income and Business Revenue

PMB's distribution of credit reflects poor distribution among businesses of different revenue sizes in the Orange assessment area. This assessment is based on the low percentage of lending to small businesses with \$1 million or less in gross annual revenues, as shown in Table 3 in Appendix B. Similar to the performance of the Los Angeles assessment area, the bank's distribution of credit among borrowers of different revenue sizes underperformed that of aggregate lenders operating in the assessment area.

Community Development Lending

PMB made an adequate level of community development loans in the Orange assessment area. The bank originated 25 community development loans totaling \$19.7 million within Orange County. Of the loans extended, 17 loans totaling \$6 million supported affordable housing initiatives that provided 26 housing units for LMI individuals and families as well as down payment assistance for first-time homebuyers. Additionally, five loans totaling \$9.9 million promoted economic development and created or retained 163 jobs for LMI individuals, and two loans totaling \$3.3 million revitalized or stabilized LMI geographies within the assessment area. Finally, one loan in the amount of \$500,000 provided community services to LMI individuals.

The following are examples of PMB's community development lending:

- A \$4.5 million loan to a Community Development Financial Institution (CDFI) for the financing of a multifamily project designated as affordable housing.
- A \$1.2 million loan to support the acquisition and improvement of a multifamily residence consisting of 11 affordable housing units located in a low-income census tract.
- A \$2 million SBA 504 loan to a small business, which created or retained 15 jobs for LMI individuals.

- A \$500,000 loan made to an organization that assists families of children who have been diagnosed with life-threatening illnesses by providing support through financial assistance, temporary housing, and more.

Investment Test

PMB's investment test performance in the Orange assessment area is good. PMB made a relatively high level of qualified investments and grants in the Orange assessment area given the size and financial capacity of the bank. As shown in Table 4 in Appendix B, the bank made three qualified investments totaling \$3 million, and provided \$74,975 in grants and donations within Orange County. Competition for qualified investment opportunities in Orange County is high due to the number of financial institutions located in the area.

During the review period, the bank made two new investments totaling \$2.5 million into multifamily mortgage-backed securities. These securities were designed to support affordable housing initiatives for properties that are located in Orange County. In addition, the bank made one new investment totaling \$500,000 into a CDFI focused on economic development initiatives within the assessment area.

Grants and donations in the assessment area were primarily provided to organizations that provide community services to LMI individuals and families. Additionally, organizations that provide services to the homeless, women in crisis, and underprivileged youth were granted funds by the bank.

Notable community development grants and donations in the Orange assessment area include:

- A total of \$8,300 to an organization that offers vital resources and services that assist low- and moderate-income and unaccompanied homeless women in critical need of finding permanent housing and job placement.
- A total of \$5,000 to a non-profit organization dedicated to providing affordable homeownership opportunities for LMI families.
- A total of \$9,000 to an organization that provides at-risk and underserved youth with programs related to financial literacy, entrepreneurship, and work readiness.
- A \$3,000 donation to a soup kitchen that provides vital services to homeless and very-low income individuals and families.

Service Test

PMB's performance under the service test in the Orange assessment area is good. Delivery systems are accessible to geographies of different income levels, and no branching activity has occurred within the review period. PMB employees provided a relatively high level of community development services within Orange County.

Retail Banking Services

Similar to the Los Angeles assessment area, PMB's banking services are accessible to low- and moderate-income populations within Orange County. The Orange assessment area contains two branches in upper-income census tracts, and one branch in a moderate-income census tract, as shown in Table 5 in Appendix B. No differences exist in operating hours, available products and services, or accessibility to banking services between the branches. As such, the bank's services do not vary in a way that inconveniences LMI individuals and/or LMI geographies, as banking services are the same for all populations and businesses within the assessment area. As previously discussed, the bank offers alternative systems via online and mobile banking services which are accessible by all customers.

Community Development Services

The bank provides a relatively high level of community development services within Orange County. Bank employees provided 777 community development service hours to various organizations throughout the assessment area during the review period. Services include board memberships on several organizations focused on issues that include affordable housing initiatives, community outreach, and assistance to at-risk youth, homelessness, and women in crisis.

Notable community development services include:

- A total of 407 hours serving on the board of a nonprofit organization dedicated to providing housing and other services for women in crisis.
- A total of 35 hours serving on the board of an organization dedicated to the creation of quality affordable housing for LMI individuals.
- A total of 66 hours promoting financial literacy to multiple elementary schools designated as Title-1 schools.
- A total of 48 hours providing expertise to an organization whose mission is to offer healthy activities within communities that have been deeply affected by the drug and addiction epidemic within Orange County.

APPENDIX A

GLOSSARY OF TERMS

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 metropolitan area/assessment area.

Census tract: 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 statistical areas. Census tracts usually have between 2,500 and 8,000 persons, and their physical size varies widely depending upon population density. Census tracts are designed to be homogeneous with respect to population characteristics, economic status, and living conditions to allow for statistical comparisons.

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

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

- (i) Low- or moderate-income geographies;
- (ii) Designated disaster areas; or
- (iii) Distressed or underserved nonmetropolitan middle-income geographies designated by the Board, Federal Deposit Insurance Corporation, and Office of the Comptroller of the Currency, based on:
 - a. Rates of poverty, unemployment, and population loss; or
 - b. Population size, density, and dispersion. Activities that revitalize and stabilize geographies designated based on population size, density, and dispersion if they help to meet essential community needs, including needs of low- and moderate-income individuals.

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-scope review: Performance under the lending and community development tests is analyzed considering performance context, quantitative factors (for example, geographic distribution, borrower distribution, and total number and dollar amount of investments), and qualitative factors (for example, responsiveness).

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

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

Home mortgage loans: Includes home purchase and home improvement loans as defined in the HMDA regulation. This definition also includes multifamily (five or more families) dwelling loans, loans for the purchase of manufactured homes and refinancings of home improvement and home purchase loans.

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-scope review: Performance under the lending and community development tests is analyzed using only quantitative factors (for example, 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 metropolitan area/assessment area.

Metropolitan area (MA): A metropolitan statistical area (MSA) or a metropolitan division (MD) as defined by the Office of Management and Budget. A MSA is a core area containing at least one urbanized area of 50,000 or more inhabitants, together with adjacent communities having a high degree of economic and social integration with that core. A MD is a division of a MSA based on specific criteria including commuting patterns. Only a MSA that has a population of at least 2.5 million may be divided into MDs.

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

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

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

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

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

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

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

Small loan(s) to business(es): A loan included in 'loans to small businesses' as defined in the Consolidated Report of Condition and Income (Call Report) and the Thrift Financial Reporting (TFR) 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. However, thrift institutions may also exercise the option to report loans secured by nonfarm residential real estate as "small business loans" if the loans are reported on the TFR as nonmortgage, commercial 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.

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

APPENDIX B

CRA CORE TABLES

Table 1	Lending Volume
Table 2	Geographic Distribution of Small Loans to Businesses
Table 3	Borrower Distribution of Small Loans to Businesses
Table 4	Qualified Investments
Table 5	Distribution of Branch Delivery System and Branch Openings/Closings

Table 1 - Lending Volume of Reported Loans

Evaluation Period: July 1, 2017 to June 30, 2019

Assessment Areas	% of Rated Area Loans	Small Business Loans		Small Farm Loans		All HMDA Loans		Community Development Loans		Total Reported Loans		% of Rated Area Deposits
		#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	
<i>Full Scope</i>												
Orange	56.2	107	54,653	0	0	0	0	25	19,688	132	74,341	89.2
Los Angeles	43.8	75	27,403	0	0	0	0	28	81,345	103	108,748	10.8
Broader Statewide/Regional Area	NA	0	0	0	0	0	0	18	11,022	18	11,022	0.0

Table 1a - Lending Volume of Optional Loans

Evaluation Period: July 1, 2017 to June 30, 2019

Assessment Areas	% of Rated Area Loans	Other Small Business		Total Optional Loans	
		#	\$ (000's)	#	\$ (000's)
<i>Full Scope</i>					
Orange	14.3	1	500	1	500
Los Angeles	85.7	6	3,845	6	3,845

Table 2 - Geographic Distribution of Small Business Loans

Evaluation Period: July 1, 2017 to June 30, 2019

Assessment Areas	Total Loans from Bank		Low-Income Geographies		Moderate-Income Geographies		Upper-Income Geographies		Aggregate Lending (%)			Market Share (%)							
	# Loans	% Rated Area Total	Bank Loans (%)	Business Entities (%)	Bank Loans (%)	Business Entities (%)	Bank Loans (%)	Business Entities (%)	Low	Mid	Upp	Overall	Low	Mid	Upp				
<i>Full Scope</i>																			
Orange 2017	24	48.0	8.3	6.1	4.2	20.8	33.3	35.7	54.2	37.3	6.1	20.4	35.2	38.3	0.0	0.0	0.0	0.1	0.1
Orange 2018	66	62.9	10.6	6.0	13.6	20.7	53.0	35.6	22.7	37.8	6.2	20.3	34.9	38.6	0.0	0.0	0.0	0.0	0.0
Orange 2019	16	66.7	0.0	N/A	18.8	N/A	50.0	N/A	31.3	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A
Los Angeles 2017	26	52.0	7.7	4.8	23.1	19.5	3.8	22.7	65.4	53.0	4.2	19.4	22.6	53.7	0.0	0.0	0.0	0.0	0.0
Los Angeles 2018	39	37.1	2.6	4.8	30.8	19.8	5.1	22.5	61.5	52.9	4.1	19.2	22.5	54.2	0.0	0.0	0.0	0.0	0.0
Los Angeles 2019	8	33.3	0.0	N/A	25.0	N/A	12.5	N/A	62.5	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A

Table 2a - Geographic Distribution of Other Small Business Loans Evaluation Period: July 1, 2017 to June 30, 2019

Assessment Areas	Total Loans from Bank		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies	
	# Loans	% Rated Area Total	Bank Loans (%)	Business Entities (%)	Bank Loans (%)	Business Entities (%)	Bank Loans (%)	Business Entities (%)	Bank Loans (%)	Business Entities (%)
<i>Full Scope</i>										
Orange 2017	0	0.0	0.0	6.1	0.0	20.8	0.0	35.7	0.0	37.3
Orange 2018	1	14.3	0.0	6.0	0.0	20.7	0.0	35.6	100.0	37.8
Orange 2019	0	0.0	0.0	N/A	0.0	N/A	0.0	N/A	0.0	N/A
Los Angeles 2017	0	0.0	0.0	4.8	0.0	19.5	0.0	22.7	0.0	53.0
Los Angeles 2018	6	85.7	66.7	4.8	16.7	19.8	0.0	22.5	16.7	52.9
Los Angeles 2019	0	0.0	0.0	N/A	0.0	N/A	0.0	N/A	0.0	N/A

Table 3 - Borrower Distribution of Small Business Loans Evaluation Period: July 1, 2017 to June 30, 2019

Assessment Areas	Total Small Business Loans		Businesses with Revenue <= \$1 Million		Originations Regardless of Revenue Size		Aggregate Lending (%)		Market Share (%)		
	Bank Loans (#)	% Rated Area Total	Bank Loans (%)	All Businesses (%)	<= \$100K	> \$100K and <= \$250K	> \$250K and <= \$1 Million	All Loans	Loans to Revenue <= \$1 Million (%)	All Loans	Loans to Revenue <= \$1 Million (%)
<i>Full Scope</i>											
Orange 2017	25	49.0	20.0	88.6	28.0	20.0	52.0	113,037	51.5	0.0	0.0
Orange 2018	66	61.7	15.2	90.3	18.2	9.1	72.7	126,669	46.1	0.0	0.0
Orange 2019	16	66.7	25.0	N/A	12.5	18.8	68.8	N/A	N/A	N/A	N/A
Los Angeles 2017	26	51.0	26.9	89.9	30.8	19.2	50.0	311,058	53.6	0.0	0.0
Los Angeles 2018	41	38.3	17.1	91.4	26.8	24.4	48.8	342,283	47.2	0.0	0.0
Los Angeles 2019	8	33.3	37.5	N/A	0.0	50.0	50.0	N/A	N/A	N/A	N/A

Table 3a - Borrower Distribution of Other Small Business Loans

Evaluation Period: July 1, 2017 to June 30, 2019

Assessment Areas	Total Small Business Loans		Businesses with Revenue <= \$1 Million		Originations Regardless of Revenue Size		
	Bank Loans (#)	% Rated Area Total	Bank Loans (%)	All Businesses (%)	<= \$100K	> \$100K and <= \$250K	> \$250K and <= \$1 Million
Full Scope							
Orange 2017	0	0.0	0.0	88.6	0.0	0.0	0.0
Orange 2018	1	14.3	100.0	90.3	0.0	0.0	100.0
Orange 2019	0	0.0	0.0	N/A	0.0	0.0	0.0
Los Angeles 2017	0	0.0	0.0	89.9	0.0	0.0	0.0
Los Angeles 2018	6	85.7	16.7	91.4	0.0	0.0	100.0
Los Angeles 2019	0	0.0	0.0	N/A	0.0	0.0	0.0

Table 4 - Qualified Investments

Evaluation Period: November 7, 2017 to February 18, 2020

Assessment Areas	Prior Period Investments*		Current Period Investments		Total Investments		Unfunded Commitments**		
	#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	% of Total	#	\$ (000's)
Full Scope									
Orange	0	0	41	3,075	41	3,075	17.2	0	0
Los Angeles	7	1,997	27	7,591	34	9,588	53.5	0	0
Broader Statewide/Regional Area	18	2,144	3	3,112	21	5,256	29.3	0	0

Table 5- Distribution of Branch Delivery System and Branch Openings/Closings Evaluation Period: November 7, 2017 to February 18, 2020

Assessment Areas	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 Level of Geography (%)			# of Branch Openings	# of Branch Closings	Net Change in Location of Branches (+ or -)			% of Population within each Geography					
				Low	Mod	Upp			Low	Mod	Upp	Low	Mod	Upp			
Orange	89.2	3	80.0	0.0	33.3	0.0	66.7	0	0	0	0	0	0	8.6	27.7	29.0	34.8
Los Angeles	10.8	1	20.0	0.0	0.0	0.0	100.0	0	0	0	0	0	0	8.6	29.3	26.3	35.1
<i>Full Scope</i>																	

PUBLIC EXHIBIT 7

Notice of Application of Bank Merger

Notice is hereby given that application has been made to the Office of the Comptroller of the Currency for consent to merge Pacific Mercantile Bank of Costa Mesa, California into Banc of California, National Association of Santa Ana, California.

It is contemplated that all offices of the above-named institutions will continue to be operated, provided that it is currently expected that the following locations will not continue to be operated as branches following closing:

- Pacific Mercantile Bank's branch located at 1800 Avenue of the Stars, Suite 675, Los Angeles, CA 90067 will be consolidated with a conveniently located Banc of California, National Association branch that will continue to serve the area; and
- Pacific Mercantile Bank's branch located at 1530 W. Whittier Boulevard, Suite B, La Habra CA 90631 will be closed. The branch's customers and services will instead be merged with a conveniently located Banc of California, National Association branch that will continue to serve the area.

This notice is published pursuant to 12 U.S.C. § 1828(c) and 12 C.F.R. Part 5. This notice will appear three times at approximately two-week intervals over a 25-day period beginning after May 7, 2021 and ending June 1, 2021.

Any person wishing to comment on this application may file his or her comments in writing with the Director of District Licensing at 1225 17th Street, Suite 300, Denver, Colorado 80202 no later than June 6, 2021. The public may find information regarding this application, including the date of the end of the public comment period, in the OCC Weekly Bulletin at <http://www.occ.gov>. Requests for a copy of the public file on the application should be made to the Director of District Licensing at the address provided above.

May 7, 2021

PUBLIC EXHIBIT 8

**MAIN OFFICE AND BRANCH OFFICES OF
PACIFIC MERCANTILE BANK**

Main Office and Branch Offices

Popular Name	Street Address	City	County	State	Zip Code
Costa Mesa Corporate Headquarters	949 South Coast Drive, Third Floor	Costa Mesa	Orange	CA	92626
Newport Beach Regional Office	450 Newport Center Drive, Suite 250	Newport Beach	Orange	CA	92660
Century City Regional Office	1800 Avenue of the Stars, Suite 675	Century City	Los Angeles	CA	90067
Irvine Spectrum Regional Office	200 Spectrum Center Drive, Suite 280	Irvine	Orange	CA	92618
Costa Mesa Regional Office	949 South Coast Drive, Suite 105	Costa Mesa	Orange	CA	92626
La Habra Regional Office	1530 W. Whittier Boulevard, Suite B	La Habra	Orange	CA	90631
Ontario Regional Office	3990 Concoors Street, Suite 310	Ontario	San Bernardino	CA	91764
San Diego Regional Office	4250 Executive Square, Suite 440	La Jolla	San Diego	CA	92037