

## Subordinated Debt Final Notification

[OCC LOGO]

Date

Name of Representative

Name of Bank

Address

City, State, ZIP Code

Re: Application Description, CAIS Control Number

Dear Mr./Ms. (Name):

This acknowledges receipt of your letter of notification (date), concerning the issuance of \$ (amount) in subordinated debt with an interest rate of (number) percent, and due (date).

It is hereby acknowledged that the amount of the aggregate purchase price of these notes or debentures has been duly paid in as a part of the capital structure of (name of bank), (charter number). This issuance qualifies as Tier 2 (Tier 3) capital effective (use the date the funds were paid in).

**(If applicable)** This letter also confirms that the bank's capital category for purposes of 12 USC 1831o and 12 CFR 6 changed from (former capital category) to (new capital category) effective (date). The bank should change its lending and all other affected statutory limit calculations as of (date).

Sincerely,

—Signature—

Name and Title

cc: Official File  
Supervisory Office

## Subordinated Debt Approval

[OCC LOGO]

Date

Name of Representative

Name of Bank

Address

City, State, ZIP Code

Re:Application Description, CAIS Control Number

Dear Mr./Ms. (Name):

The Comptroller of the Currency (OCC) has (approved/conditionally approved) (name of bank)'s plans, as outlined in your application of (date), to (issue/prepay) \$ (amount) in subordinated debt qualifying as Tier 2 (Tier 3) capital. Please refer to the Comptroller's Corporate Manual for complete instructions for approval of the change in capital.

**(If applicable)** This subordinate debt preliminary approval is subject to the following conditions(s):

List conditions: (Conditions are subject to 12 USC 1818 and continue to be in effect after final approval)

The condition(s) of this approval (is a condition/are conditions) "imposed in writing by the agency in connection with the granting of any application or other request" within the meaning of 12 USC 1818. As such, the condition(s) is/are enforceable under 12 USC 1818.

**(If applicable)** Describe any special items that must be completed prior to issuance/prepayment.]

**(If conditions are listed)** The condition(s) of this approval (is a condition/are conditions) "imposed in writing by the agency in connection with the granting of any application or other request" within the meaning of 12 USC 1818. As such, the condition(s) is/are enforceable under 12 USC 1818.

**(For issuance)**

Prior to issuance of the subordinated debt you must:

***(List only those items that are applicable)***

- Comply with the securities offering disclosure requirements under 12 CFR 16.
- Notify the OCC within 10 days following issuance of the subordinated debt that you have completed the increase and complied with all requirements of 12 CFR 5.47.

***(For prepayment)***

***Notify the OCC within 10 days after prepayment of the subordinated debt that you have repaid the debt.***

***(All)***

The (issuance/prepayment) of subordinated debt should be completed within one year of the date of this letter.

This approval is granted based on a through review of all information available, including the representations and commitments made in the application(s) and by the bank's representatives.

If you have questions, please contact (name) at (telephone number).

Sincerely,

—Signature—

Name and Title

cc: Official File  
Supervisory Office  
Congressional Liaison (if applicable)