

Application: Quasi-Reorganization

Date

Licensing Manager, District
Comptroller of the Currency
Street Address
City, State, ZIP Code

Re: Quasi-Reorganization

Dear Licensing Manager:

The (name of bank and charter number) wishes to change its capital structure through a quasi-reorganization. We have satisfied the regulatory requirements outlined in OCC's *Comptroller's Corporate Manual*:

(Describe how the bank satisfies the criteria)

The quasi-reorganization will be accounted for as stated in an attached pro forma balance sheet. (All fair value adjustments and transfers from capital stock or surplus to undivided profits should be detailed in an adjustments column and explained, if necessary.)

The effects of the change on the equity capital accounts and capital ratios are detailed in the attached schedules (for assistance, see the "Optional Worksheet to Assist in the Risk-Based Capital Ratio Computation" included in the Consolidated Reports of Condition and Income).

The resulting capital structure will comply with all statutory minimum capital requirements, including 12 USC 51 (capital requirements), 12 USC 371d (investment in bank premises), and 12 CFR 6 (prompt corrective action).

The bank (is/is not) currently subject to a capital plan filed with the Comptroller of the Currency.

(If applicable) The proposed change conforms to the plan by (provide explanation). A copy of the plan is attached.

A filing fee of \$ (amount) is enclosed.

We request OCC action on this application no later than (date).

If you have questions, please contact (name, address, city, state, ZIP Code) at (telephone and FAX number).

Sincerely,

Signature

Name and Title

Enclosures

Capital Plan (*If applicable*)

Pro Forma Balance Sheet

Capital Schedules