

Conditional No Objection to Significant Deviation

[OCC LOGO]

Date

President

Name of Bank

Address

City, State, ZIP Code

Re: Request from (name of bank, city, state) to implement a significant deviation or change from its business plan or operations

Dear Mr./Ms. (Name):

The Office of the Comptroller of the Currency (OCC) has reviewed (*name of bank*)'s (Bank) notice or request to implement a significant deviation or change from the Bank's business plan or operations, submitted to comply with the significant deviation condition imposed in connection with the initial (*charter, conversion, merger, or other type of application or notice*). Specifically, the Bank requested to (*describe significant deviation or change*).

[Optional paragraph: Describe any detail about the significant deviation or change deemed appropriate.]

[For all letters]

Based upon a review of the Bank's request and notice, including the representations and commitments made in the request and by the Bank's representatives, we have no objection to your request as submitted. Our no objection is subject to the following condition(s):

[List condition(s). Any condition(s) listed must be subject to 12 USC 1818. Number each condition in sequential order.]

(#).

(#).

[If applicable]

(#). All other applicable conditions remain in force as contained in the OCC (*insert "letter" or "agreement"*) dated (*insert date of any prior approval, no objection, or agreement with 1818 conditions*) unless removed by the OCC.

[After all conditions are listed]

These conditions of our no objection 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 conditions are enforceable under 12 USC 1818.

This conditional no objection and the activities and communications by OCC employees in connection with the filing do not constitute a contract, express or implied, or any other obligation binding upon the OCC, the United States, any agency or entity of the United States, or any officer or employee of the United States, and do not affect the ability of the OCC to exercise its supervisory, regulatory and examination authorities under applicable law and regulations. Our decision is based on the bank's representations, submissions, and information available to the OCC as of this date. The OCC may modify, suspend or rescind this decision if a material change in the information on which the OCC relied occurs prior to the date of the transaction to which this decision pertains. The foregoing may not be waived or modified by any employee or agent of the OCC or the United States.

If you have any questions, contact (*insert appropriate title*) (*insert name of ADC, assigned portfolio manager, or EIC*) of the (*insert appropriate supervisory office*) at (*insert phone number*).

Sincerely,

--Signature--

Name and Title

cc: Official File
Portfolio Manager or EIC