

Multiple Residency Waiver Approval Letter

(OCC LOGO)

Date

Name of Representative

Name of Bank

Street Address

City, State, Zip Code

Re: Residency Waiver Request, CAIS Control Number

Dear Mr./Ms.(*Name*):

This letter responds to your request for the Comptroller of the Currency (OCC) to waive the residency requirement under 12 USC 72 for (*number*) out of (*number*) of directors of (*bank's name*). Your request is based upon the bank's necessity for selecting directors with experience in various areas of the bank's operations who might not meet the geographic residency requirement under 12 USC 72.

The OCC hereby grants multiple waivers of the residency requirements of 12 USC 72 for the (majority or all) of the board of directors of (*bank's name*). We understand that after their election, (*number*) of the bank's board of directors will meet the residency requirement of 12 USC 72. The bank may continue to appoint directors who do not meet the residency requirements without applying for individual waivers, as long as the ratio of directors remain the same as in this approval.

This waiver is granted upon a review of all available information, including the filing, subsequent correspondence, and telephone conversations, and the bank's representations that this waiver will enable the bank to better meet the goals of its business plan without affecting the safety and soundness of the bank.

The OCC reserves the right to withdraw this waiver at any time and, at our discretion, to request additional biographical and/or financial information on any member of the board of directors.

Approval of your request does not alter the citizenship and stock ownership requirements for such persons to serve as directors on the board. The (*bank's name*) should review the qualifications of the directors nominated to ensure compliance with the requirements in 12 USC 72 or seek a waiver of the citizenship requirement.

(If applicable) This letter does not constitute approval for a change in director or senior executive officer under 12 USC 1831i and 12 CFR 5.51 (section 914). A

separate decision is required. Granting this waiver does not imply that the section 914 notice has been approved.

This approval 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 approval 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 approval 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.

Sincerely,

-Signature-

Name of Title

cc: Official file