

Application to Issue Subordinated Debt

Date

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

Re: Issuance of Subordinated Debt

Dear Licensing Manager:

The (name of bank and charter number) wishes to issue the following subordinated debt as capital:

1. Purpose and description of the issue (amount of issue, maturity schedule, interest rate, convertible, nonconvertible, etc.).
2. A statement of whether the bank is subject to a capital plan or required to file a capital plan with the OCC and, if so, how the proposed issuance conforms to the capital plan.
3. A copy of the proposed subordinated note format and agreement.
4. A statement of whether the subordinated debt issue complies with all laws, regulations, and the "OCC Guidelines for Subordinated Debt" in the Appendix of this booklet. Identify unusual covenants.

(Applicants should identify any significant and restrictive covenants and any covenants that differ in substance from the sample subordinated note form (see Appendix—Guidelines for Subordinated Debt).)

The issuance will affect regulatory capital computations as shown in the enclosed Capital and Capital Ratio Schedule.

The issue will comply with the registration requirements or any available exemption under 12 CFR 16.

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

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

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

Sincerely,

—Signature—

Name and Title

Enclosure(s)

Capital plan (if applicable)

Copy of note form and agreement

Offering documents (if applicable)

Capital and Capital Ratio Schedule