

Emergency Processing — Approval Letter

[OCC LOGO]

Date

Name of Representative

Name of Bank

Address

City, State, ZIP Code

Re: Application Description, CAIS Control Number

Dear Mr. or Ms. (Name):

On (date), the Comptroller of the Currency (OCC) received your request for emergency processing of a proposed business combination. That proposal involves the (*merger, consolidation, or purchase of assets and assumption of the liabilities of*) (*name of target bank, city, state*) with/into/by (*name of acquiring bank, city, state*). We have decided to grant your request. You should now publish a notice of the merger.

Processing of the business combination application, which was submitted with your request for emergency processing, has commenced.

The Department of Justice, the Federal Reserve Board, and the Federal Deposit Insurance Corporation will have 10 days to review and comment on the competitive effects of your proposed merger. Our decision on the merger application will be made shortly after their comment period expires. If we grant preliminary approval, the Department of Justice will have five days from the decision date to file a complaint blocking the merger on antitrust grounds. Therefore, the transaction cannot be consummated before the fifth day after the decision date.

[If shareholder approval is required for a registered bank]

You are reminded to submit any required preliminary proxy materials or information statements to the OCC's Securities and Corporate Practices Division at your earliest convenience to facilitate expeditious action regarding this transaction. Further, a copy of the final materials must be filed with this office concurrently with mailing to shareholders.

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.

If you have any questions, contact (*name*) at (*telephone number*) or by email at (*email address*).

Sincerely,

—Signature—

Name and Title

cc: Official File