



Public Disclosure

March 31, 2012

**Community Reinvestment Act
Performance Evaluation**

**U.S. Bank National Association
Charter Number: 24**

**425 Walnut Street
Cincinnati, Ohio 45202**

Office of the Comptroller of the Currency

**Large Bank Supervision
Constitution Center
400 7th Street SW
Washington, DC 20219**

NOTE: This document is an evaluation of this institution's record of meeting the credit needs of its entire community, including low- and moderate-income neighborhoods, consistent with safe and sound operation of the institution. This evaluation is not, and should not be construed as, an assessment of the financial condition of this institution. The rating assigned to this institution does not represent an analysis, conclusion, or opinion of the federal financial supervisory agency concerning the safety and soundness of this financial institution.

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General Information

The Community Reinvestment Act (CRA) requires each federal financial supervisory agency to use its authority, when examining financial institutions subject to its supervision, to assess the institution's record of meeting the credit needs of its entire community, including low- and moderate-income neighborhoods, consistent with the safe and sound operation of the institution. Upon conclusion of such examination, the agency must prepare a written evaluation of the institution's record of meeting the credit needs of its community.

This document is an evaluation of the CRA performance of U.S. Bank National Association (USB) issued by the Office of the Comptroller of the Currency (OCC), the institution's supervisory agency, for the evaluation period January 1, 2009 through December 31, 2011 (with consideration of community development activities through March 31, 2012). The agency rates the CRA performance of an institution consistent with the provisions set forth in Appendix A to 12 CFR Part 25.

Definitions and Common Abbreviations

The following terms and abbreviations are used throughout this performance evaluation, including the CRA tables. The definitions are intended to provide the reader with a general understanding of the terms, not a strict legal definition.

Affiliate: Any company that controls, is controlled by, or is under common control with another company. A company is under common control with another company if the same company directly or indirectly controls both companies. A bank subsidiary is controlled by the bank and is, therefore, an affiliate.

Aggregate Lending: The number of loans originated and purchased by all reporting lenders in specified income categories as a percentage of the aggregate number of loans originated and purchased by all reporting lenders in the metropolitan area/assessment area.

Assessment Area (AA); Assessment Areas (AAs): A geographic area that consists generally of one or more metropolitan areas or one or more contiguous political subdivisions, such as counties, cities, or towns, in which the bank has its main office, branches, or deposit-taking ATMs.

Automated Teller Machine (ATM): an automated, unstaffed banking facility owned or operated by, or operated exclusively for, the bank at which deposits are received, cash dispersed or money lent.

Census Tract (CT): A small subdivision of metropolitan and other densely populated counties. Census tract boundaries do not cross county lines; however, they may cross the boundaries of metropolitan areas. Census tracts usually have between 2,500 and 8,000 persons, and their physical size varies widely depending upon population density. Census tracts are designed to be homogeneous with respect to population characteristics, economic status, and living conditions to allow for statistical comparisons.

Community Development (CD): Affordable housing (including multifamily rental housing) for low- or moderate-income individuals; community services targeted to low- or moderate-income individuals; activities that promote economic development by financing businesses or farms that meet the size eligibility standards of the Small Business Administration's Development Company or Small Business Investment Company programs (13 CFR 121.301) or have gross annual revenues of \$1 million or less; activities that revitalize or stabilize low- or moderate-income geographies; or loans, investments, and services that support, enable or facilitate projects or activities that meet the "eligible uses" criteria described in Section 2301(c) of the Housing and Economic Recovery Act of 2008 (HERA), Public Law 110-289, 122 Stat. 2654, as amended, and are conducted in designated target areas identified in plans approved by the United States Department of Housing and Urban Development in accordance with the Neighborhood Stabilization Program (NSP), are provided no later than two years after the last date funds appropriated for the NSP are required to be spent by grantees, and benefit low-, moderate-, and middle-income individuals and geographies in the bank's assessment area(s) or areas outside the bank's assessment area(s) provided the bank has adequately addressed the community development needs of its assessment area(s).

Community Reinvestment Act (CRA): The statute that requires the OCC to evaluate a bank's record of meeting the credit needs of its local community, consistent with the safe and sound operation of the bank, and to take this record into account when evaluating certain corporate applications filed by the bank.

Community Development Corporation (CDC): Nonprofit groups accountable to local residents that rebuild their communities through a wide range of housing, commercial, job development, and other activities. A CDC's mission is typically focused on serving the needs of low- and moderate-income households. Resident control usually takes the form of board representation.

Community Development Financial Institution (CDFI): Specialized financial institutions that work in market niches that have not been adequately served by traditional financial institutions. CDFIs provide a wide range of financial products and services, including mortgage financing for first-time home buyers, financing for needed community facilities, commercial loans and investments to start or expand small businesses, loans to rehabilitate rental housing, and financial services needed by low-income households and local businesses. In addition, these institutions provide services that help ensure that credit is used effectively, such as technical assistance to small businesses and credit counseling to consumers. CDFIs include community development banks, credit unions, loan funds, venture capital funds, and micro-enterprise loan funds, among others.

Consumer Loan(s): A loan(s) to one or more individuals for household, family, or other personal expenditures. A consumer loan does not include a home mortgage, small business, or small farm loan. This definition includes the following categories: motor vehicle loans, credit card loans, home equity loans, other secured consumer loans, and other unsecured consumer loans.

Family: Includes a householder and one or more other persons living in the same household who are related to the householder by birth, marriage, or adoption. The number of family households always equals the number of families; however, a family household may also include nonrelatives living with the family. Families are classified by type as either a married-couple family or other family, which is further classified into 'male householder' (a family with a male householder and no wife present) or 'female householder' (a family with a female householder and no husband present).

Full-Scope Review: Performance under the Lending, Investment, and Service Tests is analyzed considering performance context, quantitative factors (e.g., geographic distribution, borrower distribution, and total number and dollar amount of investments), and qualitative factors (e.g., innovativeness, complexity, and responsiveness).

Geography: A census tract delineated by the U. S. Bureau of the Census in the most recent decennial census.

Home Mortgage Disclosure Act (HMDA): The statute that requires certain mortgage lenders that do business or have banking offices in a metropolitan statistical area to file annual summary reports of their mortgage lending activity. The reports include such data as the race, gender, and the income of applications, the amount of loan requested, the disposition of the application (e.g., approved, denied, and withdrawn), the reports also include data on loan pricing, the lien status of the collateral, any requests for preapproval, and loans for manufactured housing.

Home Mortgage Loans: Includes home purchase, home improvement and refinancing, as defined in the HMDA regulation. These include loans for multifamily dwellings (five or more families) dwellings, manufactured housing and one-to-four family dwellings other than manufactured housing.

Household: Includes all persons occupying a housing unit. Persons not living in households are classified as living in group quarters. In 100 percent tabulations, the count of households always equals the count of occupied housing units.

Limited-Scope Review: Performance under the Lending, Investment, and Service Tests is analyzed using only quantitative factors (e.g., geographic distribution, borrower distribution, total number and dollar amount of investments, and branch distribution).

LMI: Low- and moderate-income.

Low-Income: Individual income that is less than 50 percent of the area median income, or a median family income that is less than 50 percent, in the case of a geography.

Low-Income Housing Tax Credit (LIHTC): A program through which investors receive a credit against federal tax owed in return for providing funds to developers to build or renovate housing for low-income households.

Market Share: The number of loans originated and purchased by the institution as a percentage of the aggregate number of loans originated and purchased by all reporting lenders in the metropolitan area/ assessment area.

Median Family Income (MFI): The median income determined by the U.S. Census Bureau every ten years and used to determine the income level category of geographies. Also, the median income determined by the Department of Housing and Urban Development annually that is used to determine the income level category of individuals. For any given area, the median is the point at which half of the families have income above it and half below it.

Metropolitan Area (MA): Any metropolitan statistical area or metropolitan division, as defined by the Office of Management and Budget, and any other area designated as such by the appropriate federal financial supervisory agency.

Metropolitan Division (MD): As defined by the Office of Management and Budget, a county or group of counties within a Metropolitan Statistical Area that contains a population of at least 2.5 million. A Metropolitan Division consists of one or more counties that represent an employment center or centers, plus adjacent counties associated with the main county or counties through commuting ties.

Metropolitan Statistical Area (MSA): An area, defined by the Office of Management and Budget, as having at least one urbanized area that has a population of at least 50,000. The Metropolitan Statistical Area comprises the central county or counties, plus adjacent outlying counties having a high degree of social and economic integration with the central county as measured through commuting.

Middle-Income: Individual income that is at least 80 percent and less than 120 percent of the area median income, or a median family income that is at least 80 percent and less than 120 percent, in the case of a geography.

Moderate-Income: Individual income that is at least 50 percent and less than 80 percent of the area median income, or a median family income that is at least 50 percent and less than 80 percent, in the case of a geography.

MUI: Middle- and upper-income.

Multifamily: Refers to a residential structure that contains five or more units.

Other Products: Includes any unreported optional category of loans for which the institution collects and maintains data for consideration during a CRA examination. Examples of such activity include consumer loans and other loan data an institution may provide concerning its lending performance.

Owner-Occupied Units: Includes units occupied by the owner or co-owner, even if the unit has not been fully paid for or is mortgaged.

Qualified Investment: A qualified investment is defined as any lawful investment, deposit, membership share, or grant that has as its primary purpose community development.

Rated Area: A rated area is a state or multistate metropolitan area. For an institution with domestic branches in only one state, the institution's CRA rating would be the state rating. If an institution maintains domestic branches in more than one state, the institution will receive a rating for each state in which those branches are located. If an institution maintains domestic branches in two or more states within a multistate metropolitan area, the institution will receive a rating for the multistate metropolitan area.

Small Loan(s) to Business(es): A loan included in 'loans to small businesses' as defined in the Consolidated Report of Condition and Income (Call Report) and the Thrift Financial Reporting (TFR) instructions. These loans have original amounts of \$1 million or less and typically are either secured by nonfarm or nonresidential real estate or are classified as commercial and industrial loans.

Small Loan(s) to Farm(s): A loan included in 'loans to small farms' as defined in the instructions for preparation of the Consolidated Report of Condition and Income (Call Report). These loans have original amounts of \$500,000 or less and are either secured by farmland, or are classified as loans to finance agricultural production and other loans to farmers.

Tier 1 Capital: The total of common shareholders' equity, perpetual preferred shareholders' equity with noncumulative dividends, retained earnings and minority interests in the equity accounts of consolidated subsidiaries.

Upper-Income: Individual income that is at least 120 percent of the area median income, or a median family income that is at least 120 percent, in the case of a geography.

Description of Institution

U.S. Bank National Association (“USB” or “the bank”) is a full-service interstate bank headquartered in Minneapolis, Minnesota. USB is the lead bank subsidiary of U.S. Bancorp, a diversified financial services holding company with \$340 billion assets and over 62,500 full-time equivalent employees as of year-end 2011. The current company results from a 2001 merger between the former Minnesota-based U.S. Bancorp and the Ohio-based Firststar Corporation. Firststar acquired U.S. Bancorp, retained the U.S. Bancorp name, and moved its corporate headquarters to Minneapolis.

The company provides a comprehensive line of banking, brokerage, insurance, investment, mortgage, trust, and payment services to consumers, businesses, and institutions. National scale businesses include merchant processing (domestically and in Canada, Mexico, Brazil, and segments of Europe), corporate payments, corporate trust, asset management, mortgage banking, and commercial banking. The company is one of the largest providers of corporate and purchasing cards and corporate trust services in the United States.

Significant subsidiaries of U.S. Bancorp include this bank, U.S. Bank National Association ND (USBND), trust companies, a brokerage company, insurance companies, a title company, and a company that invests in real estate projects designed to promote community welfare. During the evaluation period, USBND was a separately chartered bank that originated retail loans (including small business credit cards) for the company. All loans reported inside USB’s assessment areas (AAs) by both USB and USBND are considered in this evaluation, with the exception of USBND loans located in Cass County, North Dakota. USBND was subsequently merged into USB on May 13, 2013.

USB is the fifth largest commercial bank in the United States with \$330 billion assets as of year-end 2011. The bank serves a large retail base (17 million customers) and operates the country’s fourth largest branch network (3,084 banking offices in 25 states) primarily in the Midwest and West. Key markets, which reflect the merger history of the company, include Minneapolis, Portland (OR), Seattle, Cincinnati, Milwaukee, St. Louis, Denver, and Los Angeles.

The bank has four primary lines of business. *Consumer & Small Business Banking* provides traditional products and services through branch offices, ATMs, Internet, and mobile banking. This business line offers loan products including home mortgage loans, home equity lines and loans, automobile loans and leases, and small business loans and lines. *Payment Services* offers consumer and business credit cards, corporate and purchasing cards, card-accessed secured and unsecured lines of credit, ATM processing, and merchant processing. *Wealth Management & Securities Services* includes institutional trust, investment management, mutual fund servicing, private banking, and personal trust. *Wholesale Banking & Commercial Real Estate* provides lending, treasury management, corporate trust and other financial services to middle market, large corporate, and public sector clients.

At year-end 2011, USB had total assets of \$330 billion, total deposits of \$236 billion, and Tier 1 Capital of \$25 billion. Tier 1 Capital increased 72 percent over the evaluation period, and domestic deposits grew by 51 percent. The growth in Tier 1 Capital was affected by regulatory requirements (including the Basel Accords) and capital restrictions in place for the banking industry. Deposit growth came from acquisitions and what bank management describes as a “flight to quality.” The bank’s \$204 billion loan portfolio represents 62 percent of total assets, and is primarily comprised of commercial loans (35 percent), residential real estate loans (34 percent), and consumer loans (20 percent). USB is the fifth largest mortgage originator and seventh largest servicer in the country. Mortgage banking growth is a strategic focus for the bank.

Significant subsidiaries of USB include merchant processing and payment service companies, mortgage companies, property management companies, leasing companies, trust companies, and a community development corporation. Bank subsidiaries and affiliates do not adversely affect the bank’s capacity for community reinvestment. Affiliate activities considered in this CRA evaluation are detailed in Appendix A.

USB has purchased 13 failed banks across the country since 2008. The acquisitions allowed the bank to establish a presence in the state of New Mexico, enter into several new markets in the state of California, and significantly expand its presence in Chicago IL. Due to these acquisitions and other branch additions, USB has two new rated areas - the state of New Mexico, and the Logan UT-ID Multistate Metropolitan Statistical Area (MMSA). Corporate activities are more fully detailed below.

- USB acquired two failed California thrifts in November 2008 (PFF Bank and Downey Savings). The thrifts collectively had \$13 billion assets, \$12 billion deposits, and 205 branches. The acquisition produced five new MSA AAs for the bank - three in California (Bakersfield-Delano MSA, San Luis Obispo-Paso Robles MSA, and Santa Barbara-Santa Maria-Goleta MSA) and two in Arizona (Lake Havasu City-Kingman MSA and Prescott MSA). The prior CRA evaluation did not include these AAs because the acquisition occurred late in the evaluation period.
- USB acquired a failed Idaho thrift (First Bank of Idaho) in April 2009. The thrift had \$489 million assets, \$374 million deposits, and seven branches. The acquisition expanded the bank’s nonMSA presence in Idaho (Teton County) and Wyoming (Teton County).
- USB acquired nine failed banks of FBOP Corporation in October 2009, with combined assets of \$19 billion and 153 branches. The failed banks were: California National Bank, Los Angeles CA (\$7 billion); Park National Bank, Chicago IL (\$5 billion), San Diego National Bank, San Diego CA (\$3 billion); Pacific National Bank, San Francisco CA (\$2 billion); North Houston Bank, Houston TX (\$315 million); Madisonville State Bank, Madisonville TX (\$230 million); Bank USA NA, Phoenix AZ (\$185 million); Citizens National Bank, Teague TX (\$106 million); and Community Bank of Lemont, Lemont IL (\$82 million). FBOP banks operated in USB’s existing footprint, so the only AA change was the addition of Kendall County to the Chicago AA.

- USB acquired a failed bank (First Community Bank, Taos, NM) in January 2011, thereby establishing operations in the state of New Mexico for the first time. The acquisition brought \$2 billion assets, \$2 billion deposits, and 38 branches. It produced three MSA AAs in New Mexico (Albuquerque MSA, Las Cruces MSA, and the Santa Fe MSA) and a presence in five nonMSA counties (Cibola, Curry, McKinley, Roosevelt, and Taos).
- Branch additions during the evaluation period also resulted in the addition of Cass County MO to the Kansas City MMSA, expansion into the Utah side (Cache County) of the Logan UT-ID MMSA (bank previously only had branches on the Idaho side), and the addition of Lyon and Nye Counties to the bank's nonMSA presence in Nevada.

Throughout the evaluation period, the worst financial crisis and recession since the Great Depression continued to affect the national economy. Economic recovery was generally flat during this period due to persistent high unemployment (and under-employment) and an unstable housing market. National foreclosure inventory and unemployment rates peaked in September 2010 and October 2009, respectively, and then started to improve gradually. Housing prices had stabilized in most parts of the country by late 2011, but remained substantially below pre-recession levels.

Despite these challenges, USB increased its production of loans evaluated under CRA. The bank increased the number of loans in its AAs by 36 percent, and the dollar volume increased 65 percent, compared to the prior evaluation. It is notable that lending also increased in most (35 or 90 percent) of the bank's 39 rated areas. Just four rated areas (the states of Indiana, Kansas, Nebraska, and Ohio) experienced a reduction (typically 10 percent or less) in the number and/or volume of loans. Increased lending is concentrated in home mortgage loans and attributable to the low rate environment and strong refinancing activity.

Foreclosure concentrations in some markets, however, did impede home refinance lending in low- and moderate-income (LMI) areas. Even though the bank generally increased the number of refinance loans in LMI geographies, this increase is not discernable from its geographic distribution in markets with proportionally greater increases in refinance lending for middle- and upper-income (MUI) areas. In assessing the lower proportion of lending to LMI areas, we considered foreclosure concentrations in the AA and documented studies showing foreclosures lead to lower property values in their immediate vicinity. For markets with foreclosure concentrations in LMI areas, we considered (and noted as performance context) that the decline in housing values was intensified in LMI areas, making it even more challenging for homeowners in affected neighborhoods to refinance their homes. This context was considered in the following full-scope AAs: Cincinnati, Minneapolis, St. Louis, Phoenix, Los Angeles, Denver, Cleveland, Seattle, and Milwaukee.

There are no other identified legal, financial or other factors that impede the bank's ability to help meet the credit, investment, and service needs of its AAs. USB received an Outstanding rating at its previous CRA evaluation, which is dated December 31, 2008.

Description of Evaluation Process

Evaluation Period

The time period for this evaluation is January 1, 2009, through December 31, 2011, with consideration for community development (CD) activities through March 31, 2012.

Products Evaluated

Products evaluated under the lending test include home mortgage loans, small loans to businesses, and small loans to farms. However, we did not analyze distributions for products with less than 50 loans. The bank has several markets with an insufficient number of farm loans and/or multifamily home mortgage loans for meaningful analysis.

As permitted under the affiliate rule, we considered the lending activities of U.S. Bank National Association ND. We also considered the investment activities of the U.S. Bancorp Community Development Corporation, the U.S. Bancorp Community Investment Corporation, and the U.S. Bancorp Foundation. Appendix A also provides information on the products and affiliate activities considered in this evaluation.

Selection of Areas for Full-Scope Review

USB has 270 AAs covering portions of 25 states and 14 MMSAs. The number of AAs is reduced to 169 after the nonmetropolitan AAs are combined into one nonMSA AA per state for analysis purposes. The bank's AAs meet regulatory requirements and do not arbitrarily exclude any low- or moderate-income census tracts.

We generally selected one AA for full-scope review from each of the bank's 39 rated areas, and this was typically (but not always) the AA representing the largest share of bank deposits. The "Scope" section under each rated area details the AA selected for full-scope review. Appendix A also provides a list of bank AAs and the type of review each received.

Ratings, Weighting and Other Considerations

USB's overall rating is a blend of MMSA and state ratings, weighted by their share of the bank's deposit base. MMSA and state ratings are primarily based on performance in full-scope AAs, with consideration for performance in limited-scope areas. The "Scope" section under each rated area describes the influence of limited-scope AAs (if applicable) in arriving at the overall MMSA or state rating.

Seven rated areas carry the most weight in the bank's performance evaluation as they collectively account for 70 percent of its deposits by dollar volume. These seven "Primary Rated Areas" are the Minneapolis-St Paul-Bloomington MMSA, the state of California, the state of Wisconsin, the Cincinnati-Middletown MMSA, the St. Louis MMSA, the state of Washington, and the state of Colorado.

For lending performance, we gave the most weight to borrower and geographic distributions. When there were performance differences between loan products, we weighted the different products based on the loan mix specific to the AA over the evaluation period (by number of loans) in determining an overall conclusion. Weightings are fully described in the narrative comments. Weighing by number of loans gives credit for each lending decision regardless of the loan's dollar amount. The volume and responsiveness of CD loans and flexible lending programs provided a neutral or positive impact to the lending conclusion.

When there were performance differences between low- and moderate-income geographies, we gave more weight to the geography with more lending opportunity (e.g., businesses or owner-occupied housing units). In analyzing borrower distributions for home mortgage loans, we considered the impact of poverty on a low-income person's ability to afford a mortgage loan, the impact of high housing costs on a LMI person's ability to afford a mortgage loan, and the impact of fixed financing costs on a low-income borrower's ability to benefit from a refinance loan.

In markets where a majority of the bank's reported business lending involved small business credit cards, we considered whether it was reasonable to emphasize market share performance in the borrower distribution conclusion. The bank does not typically collect or use revenue information for small business credit cards. While it will report revenue information if available through other borrowing relationships with the customer, the volume of bank loans to businesses with unknown revenues tends to be higher in these markets. More specifically, we considered whether CRA data was sufficiently robust (generally more than 30 reporters, including a majority of local lenders by deposit volume). We also considered whether the bank's market share performance was consistently strong by analyzing the bank's market shares for each year in the evaluation period. Ultimately, we emphasized market share performance in 22 full-scope AAs (Cincinnati, Fargo, Grand Forks, Kansas City, Lake-Kenosha, Lewiston, Minneapolis, Portland, St. Louis, Phoenix, Little Rock, Los Angeles, Denver, Chicago, Des Moines, Billings, Las Vegas, Albuquerque, Cleveland, Salem, Sioux Falls, Nashville) and one limited-scope area (Rapid City).

Our evaluation of CD lending and investment performance considers anomalies in the way the bank aggregates and reports deposits. Approximately 19 percent (or \$38 billion) of the bank's deposits consist of brokered deposits and escrow accounts. These deposits come from across the country, but are attributed to just four markets for administration purposes – Minneapolis (\$17.9 billion), Cincinnati (\$9.3 billion), Milwaukee (\$10.7 billion), and Owensboro (\$303 million). We considered the volume of centralized, nonlocal deposits in our performance conclusions for these markets.

For investment performance, we gave the most weight to investment volume in relation to bank capacity and responsiveness to CD needs. We also considered qualitative factors, such as complexity and innovation. Our analysis does not differentiate between statewide investments with the potential to benefit bank AAs, versus those without that potential. Bank performance was generally excellent based solely on the level and responsiveness of its AA-specific investments.

For service performance, we gave the most weight to the geographic distribution of bank branches and changes in branch locations. In full-scope AAs, we also considered nearby branches in MUI tracts that improved access for LMI areas or individuals. Branch hours, products, and services, as well as CD services, received a lesser amount of weight.

Weighting and other performance context considerations are more fully described, as applicable, in the conclusions for each rated area.

Data Integrity

Examiners independently tested the accuracy of the home mortgage, business, and farm loan data publicly reported by the bank and considered in this evaluation. In addition, we reviewed CFPB (Consumer Financial Protection Bureau) testing results related to the accuracy of the bank's publicly reported home mortgage data. No significant reporting errors were identified.

Examiners also independently tested the bank's CD loans, investments, and services to confirm the activities met the regulatory definition and otherwise qualified for consideration. We did not identify any concerns and consider the CD information presented in this performance evaluation to be reliable.

Community Contacts

We conducted new community contacts and/or used recent community contacts by other regulators in all 40 full-scope AAs. Contacts were made with a wide variety of small business, affordable housing, neighborhood revitalization, economic development, and social service representatives. Information from these community contacts for the Primary Rated Areas is summarized in the Market Profiles found in Appendix C.

Overall CRA Rating & Executive Summary

Overall CRA Rating

Institution’s CRA Rating: This institution is rated **Satisfactory**.

The following table indicates the performance level of **U.S. Bank National Association** with respect to the Lending, Investment, and Service Tests:

Performance Levels	U.S. Bank National Association Performance Tests		
	Lending Test*	Investment Test	Service Test
Outstanding	X	X	X
High Satisfactory			
Low Satisfactory			
Needs to Improve			
Substantial Noncompliance			

*The Lending Test is weighted more heavily than the Investment and Service Tests when arriving at an overall rating.

- Discriminatory or other illegal credit practices identified since the previous evaluation were considered in this evaluation and resulted in a downgrade of the bank’s CRA rating from Outstanding to Satisfactory. The “Fair Lending or Other Illegal Credit Practices Review” section details the issues identified.
- Overall Lending Test performance is rated Outstanding based on excellent lending performance in 30 (of 39) rated areas, including all seven of the bank’s primary rated areas. Lending performance is generally good in the other rated areas.
- Overall Investment Test performance is rated Outstanding based on excellent investment performance in all 39 rated areas.
- Overall Service Test performance is rated Outstanding based on excellent service performance in 25 (of 39) rated areas, including five of the bank’s primary rated areas. Service performance is generally good in the remaining areas.

Lending Performance Summary

Overall lending performance is excellent.

- CD lending had a significantly positive impact on lending performance in most of the bank's 40 full-scope AAs (31 AAs or 78 percent). USB originated more than \$4.3 billion CD loans within its 25 state footprint during the evaluation period, representing more than 17 percent of its Tier 1 Capital. The bank reports it ranked among the top seven CD lenders during the evaluation period.
- Borrower distributions are excellent in a majority of the bank's 40 full-scope AAs (23 AAs or 57.5 percent). Borrower distributions in the remaining full-scope areas are good (15 AAs or 37.5 percent) or adequate (two AAs or 5 percent). Home mortgage distributions are excellent in 26 full-scope AAs, good in 11, and adequate in three. Business loan distributions are excellent in 23 full-scope AAs, good in 16, and adequate in one.
- Geographic distributions are at least good in a majority of the bank's 40 full-scope AAs (21 AAs or 52.5 percent). Geographic distributions in the remaining full-scope areas are adequate (15 AAs or 38 percent) or poor (four AAs or 10 percent). Home mortgage distributions are good in 14 full-scope AAs, adequate in 12, and less than adequate in 14. Business loan distributions are excellent in 21 full-scope AAs, good in 14, and adequate in five.
- Our geographic distribution analysis also included a review for lending gaps, particularly in LMI areas. We did not identify any unexplained lending gaps in the full-scope AAs.
- We also determined that lending activity in relation to bank resources and capacity was good to excellent in most of the bank's AAs, and no less than adequate in any AA. Our assessment considered the bank's rank/share of deposits compared to loans and the significant competition from nationwide lenders in most markets.
- Performance differences in limited-scope AAs impacted Lending Test ratings in four states. Weaker performance in limited-scope areas adversely affected the lending test rating in the states of Illinois, Kentucky, and Wyoming. Stronger performance in limited-scope areas positively affected the lending test rating in the state of North Dakota.

The bank's use of innovative or flexible lending programs supports its overall lending performance, even though these programs did not generally elevate performance in individual AAs. In aggregate, the volume of innovative and flexible lending represents 94 percent of bank capital. USB offers a wide variety of lending products and programs that support affordable housing and economic development. For example:

- USB offers more than 65 affordable mortgage products involving both national and local programs. These products generated more than 143,000 loans totaling more than \$22 billion for the bank over the evaluation period.
- The bank's Mortgage Revenue Bond Program Division partners with various state and local housing finance agencies across the country to facilitate affordable homeownership. USB works directly with municipalities offering these programs to prescreen and approve loan originators. USB subsequently purchases the transactions originated under these programs, which are typically FHA loans. These transactions are included in the bank's HMDA data and the aforementioned affordable mortgage production numbers.
- USB also participates in a large number of nationwide, statewide, and local down payment and special assistance programs. During the evaluation period, the bank facilitated more than 7,900 instances of assistance (and more than \$38 million grant monies for borrowers) under these programs.
- Through a Private Placement Bond Program, the bank offers innovative financing for the development of affordable housing and community revitalization projects. The program's innovative and complex financing structure brings together the interest-rate price advantages of tax-exempt municipal financing and the more traditional streamlined CD loan underwriting to create a lending mechanism that provides both tax-exempt interest rates and lower upfront financing costs. During this evaluation period, the bank made 51 private placements totaling \$327 million.
- USB remains one of the nation's top Small Business Administration (SBA) lenders. As of September 30, 2011, it was the third largest SBA lender by dollar volume and the fourth largest by number of loans. During the evaluation period, the bank originated approximately 5,056 SBA loans nationwide, totaling \$963 million.
- The bank finances small farms through the United States Department of Agriculture Farm Service Agency Guarantee Loan Program. The loans can be for farm ownership or operating purposes, and a portion of the program's funding is targeted to beginning farmers and ranchers and minority applicants. During the evaluation period, USB originated 44 loans in five states under this program, totaling \$12 million.

- USB also provides several loss mitigation products under government, proprietary, and other programs, which are designed to help distressed homeowners avoid foreclosure. Under the federal government’s Making Home Affordable program, the bank offers the Home Affordable Modification Program (HAMP), Home Affordable Unemployment Program (HAUP), Home Affordable Refinance Program (HARP), and the Home Affordable Foreclosure Alternatives Program (HAFA). Proprietary loan restructure programs, second lien modifications, and settlement options are also available. In addition, the bank partnered with 18 states in 2010 to provide relief under the “Hardest Hit Fund Initiative.” More than 20,000 homeowners have successfully completed a modification program and avoided foreclosure through the bank’s offering of these programs.

The ratio of loans inside the bank’s AAs was also a positive factor in our evaluation of lending performance. A majority of USB’s reported loans (65 percent by number) are inside its AAs. This ratio excludes affiliate lending and is calculated at the bank level. By product type, 60 percent of home mortgage loans, 94 percent of business loans, and 84 percent of farm loans are inside the bank’s AAs.

Investment Performance Summary

Overall investment performance is excellent.

- The volume of AA-specific investments in relation to bank capacity and available opportunity is excellent in most (39 or 97.5 percent) of the bank’s full-scope AAs. USB collectively invested more than \$3.5 billion inside its AAs during the evaluation period, representing more than 14 percent of its Tier 1 Capital. The bank has another \$935 million prior period investments inside its AAs that remain outstanding, representing 3.6 percent of Tier 1 Capital.
- Investments demonstrate excellent responsiveness to CD needs, with a focus on affordable housing and revitalization and stabilization initiatives. Low-Income Housing Tax Credits (LIHTCs) and mortgage-backed securities (MBSs) are the bank’s primary means of funding affordable housing investments. Revitalization and stabilization efforts are typically funded with Historic Tax Credits (HTCs) and New Market Tax Credits (NMTCs).
- USB is a consistent leader in investing through tax credit programs. The U.S. Bancorp Community Development Corporation is the most active tax credit investor in the country. The bank estimates it has a 30 percent market share of NMTCs in the country. These investments are generally more complex and require more staffing resources and expertise to execute.
- Performance differences in the limited-scope AAs did not impact Investment Test ratings, with one exception. Stronger performance in three limited-scope AAs did positively impact the investment test rating for the state of Oregon.

Service Performance Summary

Overall service performance is excellent.

- The bank's retail delivery systems are readily accessible in a majority of its 40 full-scope AAs (24 AAs or 60 percent). The remaining full-scope AAs have retail delivery systems that are accessible (12 AAs or 30 percent) or reasonably accessible (four AAs or 10 percent). In several markets, access is also enhanced by branches in MUI tracts that are in close proximity (across street or within blocks) to LMI areas.
- Branching activity generally improved (or did not adversely affect) retail accessibility in the bank's 40 full-scope AAs. USB opened 210 branches and closed 88 branches bank-wide over the evaluation period. On a net basis, the bank opened branches in geographies of all income levels, including five branches in low-income tracts and 16 branches in moderate-income tracts.
- In addition to a traditional branch network, the bank offers alternate delivery systems that include an extensive ATM network, 24-hour on-line banking, banking by mail, banking by telephone, and mobile banking. These options are available in all USB markets and give customers more flexibility in choosing delivery channels that suit their needs. With the exception of strong ATM distributions in LMI geographies, we did not give weight to these alternative delivery systems because the bank could not specifically demonstrate that they improve delivery of banking services for LMI individuals or areas.
- We did not identify any differences between branches in the full-scope AAs related to product availability, services offered, or business hours that inconvenience low- or moderate-income geographies or individuals.
- The level of CD service activities is at least good in most of the bank's full-scope AAs (33 AAs or 82.5 percent). Performance in other full-scope AAs is generally adequate. Activities address a wide variety of CD initiatives, and are most responsive to financial education needs.
- Stronger performance in some limited-scope AAs (most notably the nonMSA AAs) did positively impact Service Test ratings for the states of Illinois, Montana, North Dakota and Kentucky.

Fair Lending or Other Illegal Credit Practices Review

Pursuant to 12 C.F.R. 25.28(c), or 12 C.F.R. 195.28(c), in determining a national bank's (bank) or Federal savings association's (FSA) CRA rating, respectively, the OCC considers evidence of discriminatory or other illegal credit practices in any geography by the bank or FSA, or in any assessment area by an affiliate whose loans have been considered as part of the bank's or FSA's lending performance.

As part of this evaluation process, the OCC consults with other federal agencies with responsibility for compliance with the relevant laws and regulations, including the U.S. Department of Justice, the U.S. Department of Housing and Urban Development (HUD), and the Consumer Financial Protection Bureau (CFPB). We also considered other material practices the bank engaged in during the evaluation period involving home mortgage lending practices and foreclosure issues that provide relevant context for the bank's activities during the period of the CRA evaluation.

The OCC identified the following public information regarding non-compliance with the statutes and regulations prohibiting discriminatory or other illegal credit practices with respect to this institution:

- The OCC identified unfair practices involving billing for identity theft protection products offered through an unaffiliated third party. The products were primarily marketed to the credit card customers of USBND, but were also marketed to customers of USB. The bank failed to adequately oversee the third party, which charged customers for services that were not delivered. The bank discontinued marketing these products in 2012, and cooperatively implemented an action plan to strengthen third party controls and remediate affected consumers for all fees paid (including the third party portion). For further information on this settlement, see OCC Enforcement Actions #2014-114 and #2014-115. In a related matter, the CFPB also cited the bank for unfair practices under sections 1031 and 1036 of the Dodd-Frank Act. For further information about the CFPB action, please see CFPB Consent Order 2014-CFPB-0013. Together, the OCC and CFPB actions required the bank to provide \$51 million remediation to approximately 440,000 customers (of a 10.5 million credit card customer base). The OCC also assessed a \$4 million civil money penalty (CMP), and the CFPB assessed an additional \$5 million CMP.
- In a separate action, the CFPB cited the bank for deceptive practices under sections 1031 and 1036 of the Dodd-Frank Act, and for a Truth in Lending violation under 12 C.F.R. Part 1026, involving the bank's Military Installment Loans and Educational Services program. The CFPB required \$3.2 million in redress to affected consumers. For further information about the CFPB action, please see CFPB consent order 2013-CFPB-0003. The CFPB terminated this consent order on November 12, 2014.

- The bank executed conciliation agreements in response to a disability discrimination complaint filed with HUD on April 23, 2012, and a racial discrimination complaint filed with HUD on September 13, 2013. For further information regarding these complaints and conciliation agreements, please see Fair Housing and Equal Opportunity (FHEO) case numbers 05-12-0713-08 and 08-13-0299-8, respectively.

The OCC does not have additional public information regarding non-compliance with statutes and regulations prohibiting discriminatory or other illegal credit practices with respect to this institution. In determining this institution's overall CRA rating, the OCC has considered information that was made available to the OCC on a confidential basis during its consultations.

As a result of these findings, the CRA Performance Evaluation rating was lowered from Outstanding to Satisfactory.

PRIMARY RATED AREAS

- Cincinnati-Middletown, OH-KY-IN Multistate MSA
- Minneapolis-St. Paul-Bloomington, MN-WI Multistate MSA
- St. Louis, MO-IL Multistate MSA
- State of California
- State of Colorado
- State of Washington
- State of Wisconsin

Cincinnati-Middletown, OH-KY-IN Multistate MSA Rating (Cincinnati MMSA)

CRA rating for the MMSA¹:	<u>Outstanding</u>
The Lending Test is rated:	<u>Outstanding</u>
The Investment Test is rated:	<u>Outstanding</u>
The Service Test is rated:	<u>Outstanding</u>

The major factors that support this rating include:

- Excellent lending performance based on excellent overall borrower distributions, excellent overall geographic distributions, and an excellent level of lending activity. CD lending has a positive impact and further supports lending performance.
- Excellent investment performance based on investment volume and responsiveness to revitalization and affordable housing needs.
- Excellent service performance based on readily accessible retail delivery systems and a relatively high level of CD services. Services include numerous leadership activities and are particularly responsive to financial education needs.

Description of Institution’s Operations in the Cincinnati MMSA

The Cincinnati MMSA is the bank’s fourth largest rated area (of 39), in terms of deposits. It accounts for 21.6 billion (10.9 percent) of bank deposits, 121 (4 percent) of bank branches, 166 (3 percent) of bank ATMs, and 31,353 (3 percent) of bank-reported loans inside its AAs during the evaluation period. USB has one AA in this rated area (Cincinnati AA), which includes 11 (of 15) counties in the Cincinnati MMSA. Refer to Appendix A for a detailed listing of bank AAs.

Scope of Evaluation in the Cincinnati MMSA

We performed a full-scope review of the Cincinnati AA and rated the Cincinnati MMSA entirely on this assessment. Of the bank’s reported loans in the Cincinnati AA, 51 percent are business loans, 48 percent are home mortgage loans, and less than 1 percent are farm loans. Refer to Appendix C for detailed demographics, community contact results, and other performance context information specific to the Cincinnati AA.

¹ This rating reflects performance in the multistate metropolitan area, which is evaluated separately and not included in the evaluation or rating of any state-rated area.

LENDING TEST

Lending Test performance in the Cincinnati MMSA is rated Outstanding. Bank performance in the Cincinnati AA is excellent based on excellent borrower distributions, excellent geographic distributions, an excellent level of lending activity, and the positive impact of CD lending that further supports lending performance.

Lending Activity

Lending levels in the Cincinnati AA reflect excellent responsiveness to area credit needs in relation to deposits (with consideration for the large share of centralized, nonlocal deposits) and the competitive banking environment. USB has the most area deposits of 73 banks as of June 30, 2011 (\$21.6 billion, 35 percent market share). Excluding the large volume of centralized, nonlocal deposits (\$9.3 billion), the bank would have a second place deposit rank and a 23 percent market share.

USB reported \$2.9 billion in home mortgage, business, and farm loans in this AA over the evaluation period. The bank also originated \$124 million in CD loans specific to the AA.

Of all home mortgage loans reported in the Cincinnati AA for the year 2011, USB ranks third in the number of home purchase loans (fifth by dollar volume), second in the number of home improvement loans (first by dollar volume), and fifth in home refinance loans (both number and dollar volume). In addition, USB ranks second in the number of small business loans (third by dollar volume), and second in the number of small farm loans (fourth by dollar volume). While lending market shares are lower than the bank's deposit market share, this is a competitive market with more than 385 home loan reporters and 95 CRA data reporters.

Distribution of Loans by Income Level of the Geography

The overall geographic distribution of loans in the Cincinnati AA is excellent, as evidenced by a good distribution of home mortgage loans, an excellent distribution of multifamily loans, excellent distributions of small loans to businesses and farms, and no unexplained lending gaps. Our assessment weights small business loans slightly more than home mortgage loans, as they respectively account for 51 percent and 48 percent of the bank's reported loans in this AA (by number).

Home Mortgage Loans

The geographic distribution of home mortgage loans reported in the Cincinnati AA is good for home purchase, home improvement, and home refinance loans. Our assessment gives more weight to performance in moderate-income geographies as they contain substantially more owner-occupied housing units. Our assessment also considers the challenging economic conditions that existed during the evaluation period.

The geographic distribution of home purchase loans is good. Bank performance is somewhat lower than the demographic comparator in low-income geographies, and performance is near the demographic comparator in moderate-income geographies. The bank's market share of home purchase loans in both low- and moderate-income geographies exceeds its overall product share.

The geographic distribution of home improvement loans is good. Bank performance is somewhat lower than the demographic comparator in low-income geographies, and performance is near the demographic comparator in moderate-income geographies. The bank's market share of home improvement loans in low-income geographies exceeds, and in moderate-income geographies is lower than, its overall product share.

The geographic distribution of home refinance loans is good. The bank's geographic distributions are significantly lower than the demographic comparator for low-income geographies, and lower than the demographic comparator for moderate-income geographies. However, our conclusion emphasizes market share performance due to contextual information regarding geographic distributions for home refinance loans (explained in the next paragraph). The bank's market share of home refinance loans in both low- and moderate-income geographies exceeds its overall product share.

Geographic distributions for the home refinance product belie the bank's increased lending in LMI areas. The bank reported 857 home refinance loans in moderate-income geographies during the current evaluation period, 74 percent more than the 493 loans reported in the prior evaluation. Despite significantly less lending opportunity and strong competition, the bank also slightly increased home refinance lending in low-income geographies by 54 percent (from 46 loans to 71 loans). Spurred by the evaluation period's low rate environment, home refinance lending increased in geographies of all income levels. However, the increases were much greater for MUI areas. In total, the bank reported 173 percent more home refinance loans in the Cincinnati AA during the current evaluation period (from 3,303 loans to 9,022 loans).

In assessing the lower proportion of lending in LMI areas, we considered foreclosure concentrations in the AA and documented studies showing foreclosures lead to lower property values in their immediate vicinity. HUD (U.S. Department of Housing and Urban Development) provided three rounds of funding to the City of Cincinnati under the Neighborhood Stabilization Program (NSP). The program is designed to promote the sale, rental, or redevelopment of abandoned and foreclosed homes in neighborhoods with the highest foreclosure and vacancy rates. Of the 13 Cincinnati neighborhoods targeted under the program, nine are predominantly comprised of LMI geographies. Foreclosure and vacancy concentrations intensify housing value declines, making it even more challenging for homeowners in affected neighborhoods to refinance their homes.

Multifamily Loans

The geographic distribution of multifamily loans reported in the Cincinnati AA is excellent. Bank performance exceeds the demographic comparator in both low- and moderate-income geographies. In addition, the bank's market share of multifamily loans in both low- and moderate-income geographies exceeds its overall product share.

Small Loans to Businesses

The geographic distribution of business loans reported in the Cincinnati AA is excellent. Bank performance is near the demographic comparator for low-income geographies, and performance equals the demographic comparator for moderate-income geographies. The bank's market share of business loans in both low- and moderate-income geographies exceeds its overall product share.

Small Loans to Farms

The geographic distribution of farm loans reported in the Cincinnati AA is excellent based on performance in moderate-income areas. Bank performance exceeds the demographic comparator, and the bank's market share of farm loans in moderate-income geographies exceeds its overall product share.

Opportunity for farm lending in low-income geographies is limited. There are fewer than 52 farms located in the area's low-income geographies; and there was just one farm loan reported in these tracts for the year 2011 by all CRA data reporters in aggregate.

Lending Gap Analysis

Our geographic distribution analysis included a review for lending gaps, particularly in LMI areas. We did not identify any unexplained lending gaps in the Cincinnati AA.

Distribution of Loans by Income Level of the Borrower

The overall borrower distribution of loans in the Cincinnati AA is excellent, as evidenced by excellent distributions of home mortgage loans and small loans to businesses, and a good distribution of small loans to farms.

Home Mortgage Loans

The overall borrower distribution of home mortgage loans reported in the Cincinnati AA is excellent. Our assessment gives the most weight to home refinance and home purchase loans, as these products collectively account for 96 percent of the bank's home mortgage loans in this AA (by number).

The borrower distribution of home purchase loans is excellent. Bank performance essentially equals the demographic comparator for low-income borrowers, and performance exceeds the demographic comparator for moderate-income borrowers. The bank's market share of home purchase loans to low-income borrowers is near, and to moderate-income borrowers exceeds, its overall product share.

The borrower distribution of home improvement loans is good. Bank performance is near the demographic comparator for low-income borrowers (with consideration for poverty), and performance exceeds the demographic comparator for moderate-income borrowers. The bank's market share of home improvement loans to low-income borrowers is somewhat lower than, and to moderate-income borrowers is near, its overall product share.

The borrower distribution of home refinance loans is excellent. Bank performance is somewhat lower than the demographic comparator for low-income borrowers (with consideration for poverty), but the number of loans is increasing. The bank reported 909 home refinance loans to low-income borrowers during the current evaluation period (156 percent more than the 355 loans reported in the prior evaluation). Our assessment also considers the fact that fixed refinancing costs can be an impediment to low-income borrowers because it takes longer to recoup those costs through interest savings on smaller loans. With regard to moderate-income borrowers, bank performance exceeds the demographic comparator. The bank's market share of home refinance loans to both low- and moderate-income borrowers exceeds its overall product share.

Small Loans to Businesses

The distribution of loans to businesses of different sizes in the Cincinnati AA is excellent. Although the bank's percentage of loans to small businesses (i.e., those with gross annual revenues of \$1 million or less) is near the demographic comparator, the bank's market share of loans to small businesses exceeds its overall product share. As explained in the *Description of Evaluation* section, we emphasized market share performance in our performance conclusion for this market. A majority of the bank's reported business loans are small business credit cards, for which the bank does not typically collect or use revenue information. This market has robust CRA data with at least 97 reporters, including the top ten local banks (ranked by deposits) with an aggregate deposit market share of 90 percent. The bank's market share of loans to small businesses consistently exceeds its overall product share in each of the three years covered by the evaluation period.

Small Loans to Farms

The distribution of loans to farms of different sizes in the Cincinnati AA is good. The percentage of loans to small farms (i.e., those with gross annual revenues of \$1 million or less) is near the demographic comparator, and the bank's market share of loans to small farms exceeds its overall product share.

Community Development Lending

CD lending has a positive impact and further supports lending performance. Our conclusion considers the bank's large volume of centralized, nonlocal deposits in this market (as described in the Lending Activity section).

The bank made 55 CD loans totaling \$124 million during the review period. By dollar volume, 24 percent of these loans provided affordable housing for LMI residents, 23 percent provided community services for LMI individuals, and 53 percent provided economic development. These loans created or rehabilitated 725 affordable housing units. This level of CD lending represents 5 percent of allocated Tier 1 Capital.

CD loans include the following examples, which demonstrate responsiveness to identified revitalization needs:

- A \$12.4 million construction loan to redevelop a 3.86-acre site into a 138-unit Class A apartment complex. The project is located in a low-income area, which is part of the Clifton Heights/UC Joint Urban Renewal Plan. The Plan addresses the need for higher density residential properties to support revitalization in the Clifton Heights neighborhood.
- A \$9.375 million construction loan to redevelop two adjacent, non-contiguous sites into a 108-unit apartment project located near the University of Cincinnati. The project is in a low-income area, which is part of the defined Uptown District. A plan is in place to redevelop this area with a focus on additional housing and retail.
- A \$6.5 million term loan in the form of a Recovery Zone Bank Qualified Private Placement Bond to support the expansion of a local company. The Recovery Zone Bond Program, created under the American Recovery and Reinvestment Act of 2009, helps to stimulate economic development in economically distressed areas with high unemployment. The loan will increase plant capacity and create skilled jobs.
- A \$1 million revolving term loan, which is part of a larger pool of funds (\$33 million), to the Cincinnati Housing Development Fund to finance community revitalization in the greater Cincinnati area. The funds support a single-family investment program to purchase, rehab and resell housing units at scattered sites in various LMI neighborhoods. The goals of the program are to increase home ownership, eliminate blight and beautify areas adjacent to the members' properties.

Product Innovation and Flexibility

Product innovation and flexibility have a neutral impact on lending performance. During the review period, the bank made two loans totaling \$20 million through the Private Placement Bond Program. One loan supported community services for LMI individuals and the other revitalized an economically distressed area.

INVESTMENT TEST

Investment Test performance in the Cincinnati MMSA is rated Outstanding. Performance in the Cincinnati AA is excellent in relation to bank capacity, identified needs, and available opportunities. Our conclusion also considers the bank's large volume of centralized, nonlocal deposits in this market (as described in the Lending Activity section).

The bank made 331 investments totaling \$85 million during the evaluation period. Current period investments include 24 NMTCs totaling \$39 million, 10 bonds totaling \$21 million, 149 LIHTCs totaling \$11 million, 30 MBSs totaling \$9 million, a \$2 million mortgage bond, a \$2 million equity investment, three HTCs totaling \$61 thousand, and \$1 million qualified grants and in-kind donations. The bank also has 123 prior period investments with an aggregate outstanding balance of \$31 million. These prior period investments continue to provide benefit and meet assessment area needs. Total investments represent 4 percent of allocated Tier 1 Capital.

Our assessment also gives positive consideration for the responsiveness of investments to identified revitalization and affordable housing needs. By dollar volume, 81 percent of current period investments, and 100 percent of prior period investments, address these needs. Another 17 percent of current period investments address small business needs, and the remainder support qualifying community services.

Investments include the following examples:

- A \$12 million HTC investment related to the acquisition and restoration of a historic building in a highly distressed low-income area. The building was rehabilitated into hotel, contemporary art gallery, restaurant, and conference meeting spaces. In addition to creating 70 to 90 permanent jobs, the redevelopment project provides meeting and banquet facilities to local nonprofit organizations at no charge. The building's reuse has been in the strategic planning of the City of Cincinnati and three CDCs for five years, and the project is considered a catalyst for further capital investment and job creation.
- Four NMTC investments totaling more than \$10 million to restore and improve the campus of a nonprofit organization serving at-risk, low-income children who suffer from mental, behavioral, and cognitive disorders. The organization provides schooling, foster care, mental health treatment, and short-term hospitalization services. Renovations are projected to increase the facility's capacity by 200 children (above the 600 children currently served). The campus is located in a moderate-income area.
- A \$2 million investment in a mortgage bond that provided financing for a 98-unit LIHTC project. All units have rent restrictions for individuals at or below 60 percent of the area median income.
- More than \$2 million investment in an equity fund that provides nontraditional financing for mixed-use projects that revitalize and stabilize distressed areas. The fund has made over \$136 million in loans, resulting in \$672 million total development to date. Projects include several condominiums and gap financing for downtown real estate development projects that would not otherwise be feasible.
- More than \$1 million NMTC investment in a fund that provides below market-rate loans for real estate projects that revitalize LMI areas in Cincinnati. These projects, which would not otherwise be feasible, create home ownership opportunities, generate new jobs, re-populate the target neighborhoods, and reduce crime.

SERVICE TEST

Service Test performance in the Cincinnati MMSA is rated Outstanding. Bank performance in the Cincinnati AA is excellent as evidenced by readily accessible retail delivery systems and a relatively high level of CD services.

Retail Banking Services

Retail delivery systems are readily accessible to geographies and individuals of different income levels in the Cincinnati AA. Our assessment weights performance in moderate-income areas more heavily (three times more populated than low-income areas) and considers branches in MUI geographies that are in close proximity to LMI geographies. The bank has five branches in low-income geographies and 23 branches in moderate-income geographies. The percentage of branches in low-income tracts is below, and the percentage of branches in moderate-income tracts essentially equals, the percentage of the population residing in each area. Access is also enhanced by several branches in MUI tracts that are in close proximity to LMI geographies (across street or within blocks) and supported by an excellent distribution of ATMs. Branching activity has not affected access to banking services. The bank opened four branches and closed four branches during the evaluation period. There were no net branch changes in geographies of any income level. We did not identify any branch differences in product availability, services offered, or business hours that inconvenience LMI geographies or individuals.

Community Development Services

USB provided a relatively high level of CD services in the Cincinnati AA, with more than 320 service activities involving 119 different organizations. Leadership is evident through 65 activities involving Board or committee participation and an adequate number of average hours per activity. Activities address a wide variety of CD initiatives and are most responsive to financial education needs. Bank staff provided 237 financial education programs to more than 4,000 individuals, including first-time homebuyers, small businesses, and youth. USB also maintains two Individual Development Account program relationships with community partners.

Refer to Tables 1-15 in the Other Multistate Metropolitan Area (MMA) section of Appendix D for the facts and data supporting performance conclusions under the Lending, Investment, and Service Tests.

Minneapolis-St. Paul-Bloomington, MN-WI Multistate MSA Rating (Minneapolis MMSA)

CRA rating for the MMSA¹:	<u>Outstanding</u>
The Lending Test is rated:	<u>Outstanding</u>
The Investment Test is rated:	<u>Outstanding</u>
The Service Test is rated:	<u>Outstanding</u>

The major factors that support this rating include:

- Excellent lending performance based on excellent overall borrower distributions, good overall geographic distributions, and an excellent level of lending activity. CD lending has a significantly positive impact and further supports lending performance.
- Excellent investment performance based primarily on investment volume and responsiveness to affordable housing and revitalization needs.
- Excellent service performance based on readily accessible retail delivery systems and an excellent level of CD services. Services reflect strong leadership and are particularly responsive to financial education needs.

Description of Institution’s Operations in the Minneapolis MMSA

The Minneapolis MMSA is the bank’s largest rated area (of 39), in terms of deposits. It accounts for 35.8 billion (18.1 percent) of bank deposits, 94 (3 percent) of bank branches, 470 (9 percent) of bank ATMs, and 92,323 (8 percent) of bank-reported loans inside its AAs during the evaluation period. USB has one AA in this rated area (Minneapolis AA), which includes 12 (of 13) counties in the Minneapolis MMSA. Refer to Appendix A for a detailed listing of bank AAs.

Scope of Evaluation in the Minneapolis MMSA

We performed a full-scope review of the Minneapolis AA and rated the Minneapolis MMSA entirely on this assessment. Of the bank’s reported loans in the Minneapolis AA, 53 percent are home mortgage and 47 percent are business loans. There are insufficient multifamily loans for meaningful analysis. In addition, farm lending is limited and not included in our lending distribution analyses. Refer to Appendix C for detailed demographics, community contact results, and other performance context information specific to the Minneapolis AA.

¹ This rating reflects performance in the multistate metropolitan area, which is evaluated separately and not included in the evaluation or rating of any state-rated area.

LENDING TEST

Lending Test performance in the Minneapolis MMSA is rated Outstanding. Bank performance in the Minneapolis AA is excellent based on excellent borrower distributions, good geographic distributions, an excellent level of lending activity, and the significantly positive impact of CD lending that further supports lending performance.

Lending Activity

Lending levels in the Minneapolis AA reflect excellent responsiveness to area credit needs in relation to deposits (with consideration for the large share of centralized, nonlocal deposits) and the highly competitive banking environment. USB has the second-most area deposits of 161 banks as of June 30, 2011 (\$35.8 billion, 33 percent market share). Excluding the large share of centralized, nonlocal deposits (\$17.9 billion), the bank would maintain its second place rank with a 20 percent market share.

USB reported \$11 billion in home mortgage, business, and farm loans in this AA over the evaluation period. The bank also originated \$284 million in CD loans specific to the AA.

Of all home mortgage loans reported in the Minneapolis AA for the year 2011, USB ranks second in both the number and dollar volume of home purchase, home improvement, and home refinance loans. In addition, USB ranks second in the number and dollar volume of small business loans. While lending market shares are lower than the bank's deposit market share, this is a highly competitive market with more than 500 home loan reporters and 115 CRA data reporters.

Distribution of Loans by Income Level of the Geography

The overall geographic distribution of loans in the Minneapolis AA is good, as evidenced by a good distribution of home mortgage loans, an excellent distribution of small loans to businesses, and no unexplained lending gaps. Our assessment weights home mortgage loans slightly more than business loans, as they respectively account for 53 percent and 47 percent of the bank's reported loans in this AA (by number). Our assessment also considers the challenging economic conditions that existed during the evaluation period.

Home Mortgage Loans

The overall geographic distribution of home mortgage loans reported in the Minneapolis AA is good. Our assessment gives the most weight to home refinance and home purchase loans, as these products respectively account for 66 percent and 33 percent of the bank's home mortgage loans in this AA (by number). Our assessment also gives more weight to performance in moderate-income geographies as they contain substantially more owner-occupied housing units.

The geographic distribution of home purchase loans is excellent. Bank performance exceeds the demographic comparator in both low- and moderate-income geographies. The bank's market share of home purchase loans in both low- and moderate-income geographies exceeds its overall product share.

The geographic distribution of home improvement loans is good. Bank performance exceeds the demographic comparator in low-income geographies, and performance is somewhat lower than the demographic comparator in moderate-income geographies. The bank's market share of home improvement loans in both low- and moderate-income geographies is near its overall product share.

The geographic distribution of home refinance loans is good. The bank's geographic distributions are significantly lower than the demographic comparator in low-income geographies, and lower than the demographic comparator in moderate-income geographies. However, our conclusion emphasizes market share performance due to contextual information regarding geographic distributions for home refinance loans (explained in the next paragraph). The bank's market share of home refinance loans in both low-income and moderate-income geographies is near its overall product share.

Geographic distributions for the home refinance product belie the bank's increased lending in LMI areas. The bank reported 2,290 home refinance loans in moderate-income geographies during the current evaluation period, 85 percent more than the 1,236 loans reported in the prior evaluation. The bank also increased home refinance lending in low-income geographies by 75 percent (from 110 loans to 192 loans). Spurred by the evaluation period's low rate environment, home refinance lending increased in geographies of all income levels. However, the increases were much greater for MUI areas. In total, the bank reported 183 percent more home refinance loans in the Minneapolis AA during the current evaluation period (from 11,302 loans to 31,932 loans).

In assessing the lower proportion of lending in LMI areas, we considered foreclosure concentrations in the AA and documented studies showing foreclosures lead to lower property values in their immediate vicinity. According to a 2011 report by the Center for Responsible Lending, low-income neighborhoods in the Minneapolis MMSA have a completed foreclosure rate that is 2.6 times higher than the area's overall rate. The completed foreclosure rate in moderate-income neighborhoods is 1.6 times higher. Foreclosure concentrations intensify housing value declines, making it even more challenging for homeowners in affected neighborhoods to refinance their homes.

Small Loans to Businesses

The geographic distribution of business loans reported in the Minneapolis AA is excellent. Bank performance is near the demographic comparator for low-income geographies, and performance essentially equals the demographic comparator for moderate-income geographies. The bank's market share of business loans in both low- and moderate-income geographies exceeds its overall product share. It is also notable that the bank reported a comparable number of business loans in both low- and moderate-income geographies as the market leader.

Lending Gap Analysis

Our geographic distribution analysis included a review for lending gaps, particularly in LMI areas. We did not identify any unexplained lending gaps in the Minneapolis AA.

Distribution of Loans by Income Level of the Borrower

The overall borrower distribution of loans in the Minneapolis AA is excellent, as evidenced by an excellent distribution of home mortgage loans and a good distribution of business loans. Our assessment weights home mortgage loans slightly more than business loans, as they respectively account for 53 percent and 47 percent of the bank's reported loans in this AA (by number).

Home Mortgage Loans

The borrower distribution of home mortgage loans reported in the Minneapolis AA is excellent for all product types.

The borrower distribution of home purchase loans is excellent. Bank performance exceeds the demographic comparator for both low- and moderate-income borrowers. The bank's market share of home purchase loans to both low- and moderate-income borrowers is near its overall product share.

The borrower distribution of home improvement loans is excellent. Bank performance exceeds the demographic comparator for both low- and moderate-income borrowers. The bank's market share of home improvement loans to both low- and moderate-income borrowers exceeds its overall product share.

The borrower distribution of home refinance loans is excellent. Bank performance is near the demographic comparator for low-income borrowers. However, our assessment considers the level of poverty and the fact that fixed refinancing costs can be an impediment to low-income borrowers because it takes longer to recoup those costs through interest savings on smaller loans. With regard to moderate-income borrowers, bank performance exceeds the demographic comparator. The bank's market share of home refinance loans to both low- and moderate-income borrowers exceeds its overall product share.

Small Loans to Businesses

The distribution of loans to businesses of different sizes in the Minneapolis AA is good. Although the percentage of loans to small businesses (i.e., those with gross annual revenues of \$1 million or less) is somewhat lower than the demographic comparator, the bank's market share of loans to small businesses is near its overall product share. As explained in the *Description of Evaluation* section, we emphasized market share performance in our performance conclusion for this market. A majority of the bank's reported business loans are small business credit cards, for which the bank does not typically collect or use revenue information. This market has robust CRA data with at least 116 reporters, including nine of the top ten local banks (ranked by deposits) with an aggregate deposit market share of 84 percent. The bank's market share of loans to small businesses exceeds its overall product share for the years 2009 and 2010.

Community Development Lending

CD lending has a significantly positive impact and further supports lending performance. Our conclusion considers the bank's large volume of centralized, nonlocal deposits in this market (as described in the Lending Activity section).

The bank made 61 CD loans totaling \$284 million during the review period. By dollar volume, 57 percent of these loans provided economic development, 39 percent provided affordable housing for LMI residents, and 4 percent provided community services for LMI individuals. These loans created or rehabilitated 1,234 affordable housing units. This level of CD lending represents 6 percent of allocated Tier 1 Capital.

CD loans include the following examples, which demonstrate responsiveness to identified needs for affordable housing and foreclosure assistance:

- A \$2 million term loan to a nonprofit organization created by the cities of St. Paul and Minneapolis and an area foundation to provide financial support for affordable rental housing and homeownership opportunities for families in the Twin Cities. The term loan supports a fund that provides strategic acquisition and rehabilitation of housing stock, and programs to assist affordable and sustainable home ownership. Currently, the primary focus of the fund is to address the impact of the mortgage foreclosure crisis on LMI homeowners, renters and communities.
- Two loans totaling \$25.2 million including a construction bridge loan and permanent term loan for the conversion of a vacant, multi-story historic building to a 136-unit affordable multi-family LIHTC project. Of the 136 units, 109 units are affordable to tenants earning 60 percent or less of area median income. All other units will be leased at HUD Fair Market rent levels.
- Two line of credit renewals totaling \$12.5 million to an area organization committed to preserving, improving and increasing affordable housing for low- and moderate-income individuals and families and assisting communities with housing revitalization. Funds used for the construction and rehabilitation of affordable housing within the Twin Cities.

- Nine credit extensions during the evaluation period totaling \$7.35 million to a developer of single-family affordable housing in the Twin Cities. Credit extensions include three term loans (\$750,000 each) to build affordable homes for low-income families, and two revolving lines of credit (\$500,000 and \$1.2 million) to fund ongoing construction and other short term needs.

Product Innovation and Flexibility

Product innovation and flexibility have a neutral impact on lending performance. USB offers affordable mortgage products and a wide variety of mortgage assistance programs in this market. The bank originated seven loans totaling \$30 million through the Private Placement Bond Program to support affordable housing. The bank also originated six loans totaling \$246 thousand under the City of Minneapolis' Two Percent Revolving Loan Program in support of economic development.

INVESTMENT TEST

Investment Test performance in the Minneapolis MMSA is rated Outstanding. Performance is excellent in relation to bank capacity, identified needs, and available opportunities. Our conclusion also considers the bank's large volume of centralized, nonlocal deposits in this market (as described in the Lending Activity section).

The bank made 631 investments totaling \$202 million during the evaluation period. Current period investments include 38 NMTCs totaling \$115 million, 414 LIHTCs totaling \$69 million, 24 MBSs totaling \$11 million, eight HTC's totaling \$3 million, a \$250 thousand equity investment, and \$4 million grants and in-kind donations. The bank also has 103 prior period investments with an aggregate outstanding balance of \$56 million. These prior period investments continue to provide benefit and to meet assessment area needs. Total investments represent 6 percent of allocated Tier 1 Capital.

Most current period investments (94 percent by dollar volume) and prior period investments are responsive to identified revitalization and affordable housing needs. Almost \$110 million investments relate to revitalization/stabilization efforts, many of which support job growth. Another \$81 million investments support affordable housing initiatives.

Investments include the following examples:

- A \$23 million NMTC investment to rehabilitate environmental hazards and transform a historic downtown Minneapolis building into usable office space. In addition to revitalizing the surrounding low-income area, the project acts as a catalyst for future development by increasing the number of people in the area (building will house up to 1,750 employees) and creating demand for new service businesses.
- An \$11 million NMTC investment to support the expansion of a company located in a moderate-income area. The project is a pivotal component of the East St. Paul revitalization effort and will initially add 72 permanent jobs to the area, with 40 additional jobs over the next 10 years.

- A \$3 million NMTC investment to improve two commercial buildings in a low-income area that was hard hit by the recession. The improvements have attracted new retail and office tenants, and the project is expected to create 180 permanent jobs targeted to LMI workers.
- An \$8 million NMTC investment in a new senior housing complex that will create 120 affordable housing units and 15 to 20 new jobs targeted to LMI workers.
- More than \$26 million NMTC investments to fund lending pools for businesses that revitalize/stabilize communities and create jobs targeted to LMI workers. The loan pools, which provide below market rate financing, have supported numerous revitalization efforts that would not otherwise be feasible.

SERVICE TEST

Service Test performance in the Minneapolis MMSA is rated Outstanding. Bank performance in the Minneapolis AA is excellent as evidenced by readily accessible retail delivery systems and an excellent level of CD services.

Retail Banking Services

Retail delivery systems are readily accessible to geographies and individuals of different income levels in the Minneapolis AA. The bank has four branches in low-income geographies and 17 branches in moderate-income geographies. The percentage of branches in low-income tracts essentially equals, and the percentage of branches in moderate-income tracts exceeds, the percentage of the population residing in each area. Access is also supported by an excellent distribution of ATMs. Branching activity has improved access to banking services. The bank opened seven branches and closed one branch during the evaluation period. There were no net branch changes in LMI tracts and five net openings in MUI tracts. We did not identify any branch differences in product availability, services offered, or business hours that inconvenience LMI geographies or individuals.

Community Development Services

USB is a leader in providing CD services in the Minneapolis AA, with more than 340 service activities involving 121 different organizations. Strong leadership is evident through 79 service activities involving Board or committee participation and a high number of average hours per activity. Activities address a wide variety of CD initiatives and are most responsive to financial education needs. Bank staff provided 233 financial education programs to more than 4,200 individuals, including first-time homebuyers, small businesses, and youth.

Refer to Tables 1-15 in the Other MMA section of Appendix D for the facts and data supporting performance conclusions under the Lending, Investment, and Service Tests.

St. Louis, MO-IL Multistate MSA Rating (St. Louis MMSA)

CRA rating for the MMSA¹:	<u>Outstanding</u>
The Lending Test is rated:	<u>Outstanding</u>
The Investment Test is rated:	<u>Outstanding</u>
The Service Test is rated:	<u>High Satisfactory</u>

The major factors that support this rating include:

- Excellent lending performance based on excellent overall borrower distributions, adequate overall geographic distributions, and an excellent level of lending activity. CD lending has a significantly positive impact and elevates lending performance.
- Excellent investment performance based primarily on investment volume and responsiveness to revitalization and affordable housing needs.
- Good service performance based on accessible retail delivery systems and a relatively high level of CD services. Services include numerous leadership activities and are particularly responsive to financial education needs.

Description of Institution’s Operations in the St. Louis MMSA

The St. Louis MMSA is the bank’s fifth largest rated area (of 39), in terms of deposits. It accounts for \$11.3 billion (5.7 percent) of bank deposits, 118 (4 percent) of bank branches, 306 (6 percent) of bank ATMs, and 60,952 (6 percent) of bank-reported loans inside its AAs during the evaluation period. USB has one AA in this rated area (St. Louis AA), which includes 13 (of 16) counties in the St. Louis MMSA. Refer to Appendix A for a detailed listing of bank AAs.

Scope of Evaluation in the St. Louis MMSA

We performed a full-scope review of the St. Louis AA and rated the St. Louis MMSA entirely on this assessment. Of the bank’s reported loans in the St. Louis AA, 67 percent are home mortgage loans and 33 percent are business loans. Refer to Appendix C for detailed demographics, community contact results, and other performance context information specific to the St. Louis AA.

¹ This rating reflects performance in the multistate metropolitan area, which is evaluated separately and not included in the evaluation or rating of any state-rated area.

LENDING TEST

Lending Test performance in the St. Louis MMSA is rated Outstanding. Bank performance in the St. Louis AA is excellent based on excellent borrower distributions, adequate geographic distributions, an excellent level of lending activity, and the significantly positive impact of CD lending that elevates lending performance.

Lending Activity

Lending levels in the St. Louis AA reflect excellent responsiveness to area credit needs in relation to bank deposits and the competitive banking environment. USB has the most area deposits of 140 banks as of June 30, 2011 (\$11.3 billion, 16 percent market share).

USB reported \$7.6 billion in home mortgage, business, and farm loans in this AA over the evaluation period. The bank also originated \$160 million in CD loans specific to the AA.

Of all home mortgage loans reported in the St. Louis AA for the year 2011, USB ranks third in home purchase loans (both number and dollar volume), first in home improvement loans (both number and dollar volume), and second in the number of home refinance loans (first by dollar volume). While home mortgage lending market shares are lower than the bank's deposit market share, this is a competitive market with more than 495 home loan reporters. USB ranks first in the number of small business loans (second by dollar volume), and third in the number of small farm loans (first by dollar volume). The bank's business and farm loan market shares exceed its deposit market share.

Distribution of Loans by Income Level of the Geography

The overall geographic distribution of loans in the St. Louis AA is adequate, as evidenced by an adequate distribution of home mortgage loans, a good distribution of multifamily loans, good distributions of small loans to businesses and farms, and no unexplained lending gaps. Our assessment weights home mortgage loans more than small business loans, as they respectively account for 67 percent and 32 percent of the bank's reported loans in this AA (by number).

Home Mortgage Loans

The overall geographic distribution of home mortgage loans reported in the St. Louis AA is adequate. Our assessment gives the most weight to home refinance loans, as this product accounts for 73 percent the bank's home mortgage loans in this AA (by number). Our assessment also gives more weight to performance in moderate-income geographies as they contain substantially more owner-occupied housing units. Limited lending opportunity in low-income geographies is also evidenced by aggregate home mortgage data. Despite being a competitive market with more than 495 home mortgage reporters, the number of loans in low-income geographies for the year 2011 consists of 438 home purchase, 56 home improvement, and 500 home refinance loans for all lenders in aggregate.

The geographic distribution of home purchase loans is good. Bank performance is lower than the demographic comparator in low-income geographies, and performance is somewhat lower than the demographic comparator in moderate-income geographies. The bank's market share of home purchase loans in both low- and moderate-income geographies exceeds its overall product share.

The geographic distribution of home improvement loans is adequate. Bank performance is significantly lower than the demographic comparator in low-income geographies, and performance is somewhat lower than the demographic comparator in moderate-income geographies. The bank's market share of home improvement loans in low-income geographies is significantly lower, and in moderate-income geographies is somewhat lower, than its overall product share.

The geographic distribution of home refinance loans is adequate. The bank's geographic distributions are significantly lower than the demographic comparator in both low- and moderate-income geographies. However, our conclusion emphasizes market share performance due to contextual information regarding geographic distributions for home refinance loans (explained in the next paragraph). The bank's market share of home refinance loans in low-income geographies exceeds, and in moderate-income geographies is near, its overall product share.

Geographic distributions for the home refinance product belie the bank's level of lending in LMI areas. The bank reported 2,014 home refinance loans in moderate-income geographies during the current evaluation period, 15 percent more than the 1,745 loans reported in the prior evaluation. Bank lending in low-income geographies remained relatively flat (from 181 loans to 168 loans). Spurred by the evaluation period's low rate environment, home refinance lending increased in moderate-income and MUI geographies. However, the increases were much greater for MUI areas. In total, the bank reported 129 percent more home refinance loans in the St. Louis AA during the current evaluation period (from 12,915 loans to 29,529 loans).

In assessing the lower proportion of refinance lending in LMI areas, we considered foreclosure concentrations in the AA and documented studies showing foreclosures lead to lower property values in their immediate vicinity. According to a 2011 report by the Center for Responsible Lending, low-income neighborhoods in the St. Louis MMSA have a completed foreclosure rate that is 3.2 times higher than the area's overall rate. The completed foreclosure rate in moderate-income neighborhoods is 2.1 times higher. Foreclosure concentrations intensify housing value declines, making it even more challenging for homeowners in affected neighborhoods to refinance their homes.

Multifamily Loans

The geographic distribution of multifamily loans reported in the St. Louis AA is good. Bank performance is somewhat lower than the demographic comparator in low-income geographies, and performance exceeds the demographic comparator in moderate-income geographies. The bank's market share of multifamily loans in both low- and moderate-income geographies exceeds its overall product share.

Small Loans to Businesses

The geographic distribution of business loans reported in the St. Louis AA is good. Bank performance is near the demographic comparator in both low- and moderate-income geographies. The bank's market share of business loans in both low- and moderate-income geographies exceeds its overall product share.

Small Loans to Farms

The geographic distribution of farm loans reported in the St. Louis AA is good. Bank performance is somewhat lower than the demographic comparator in low-income geographies, and performance is near the demographic comparator for moderate-income geographies. The bank's market share of farm loans in both low- and moderate-income geographies exceeds its overall product share.

Lending Gap Analysis

Our geographic distribution analysis included a review for lending gaps, particularly in LMI areas. We did not identify any unexplained lending gaps in the St. Louis AA.

Distribution of Loans by Income Level of the Borrower

The overall borrower distribution of loans in the St. Louis AA is excellent, as evidenced by excellent distributions of home mortgage loans and small loans to businesses, and a good distribution of small loans to farms.

Home Mortgage Loans

The borrower distribution of home mortgage loans reported in the St. Louis AA is excellent for all product types.

The borrower distribution of home purchase loans is excellent. Bank performance essentially equals the demographic comparator for low-income borrowers (with consideration for poverty), and exceeds the demographic comparator for moderate-income borrowers. The bank's market share of home purchase loans to both low- and moderate-income borrowers exceeds its overall product share.

The borrower distribution of home improvement loans is excellent. Bank performance essentially equals the demographic comparator for low-income borrowers (with consideration for poverty), and performance exceeds the demographic comparator for moderate-income borrowers. The bank's market share of home improvement loans to low-income borrowers exceeds, and to moderate-income borrowers is near, its overall product share.

The borrower distribution of home refinance loans is excellent. Bank performance is somewhat lower than the demographic comparator for low-income borrowers (with consideration for poverty). However, our assessment considers the fact that fixed refinancing costs can be an impediment to low-income borrowers because it takes longer to recoup those costs through interest savings on smaller loans. With regard to moderate-income borrowers, bank performance exceeds the demographic comparator. The bank's market share of home refinance loans to both low- and moderate-income borrowers exceeds its overall product share.

Small Loans to Businesses

The distribution of loans to businesses of different sizes in the St. Louis AA is excellent. Although the percentage of loans to small businesses (i.e., those with gross annual revenues of \$1 million or less) is near the demographic comparator, the bank's market share of loans to small businesses exceeds its overall product share. As explained in the *Description of Evaluation* section, we emphasized market share performance in our performance conclusion for this market. A majority of the bank's reported business loans are small business credit cards, for which the bank does not typically collect or use revenue information. This market has reliable CRA data with at least 123 reporters, including 14 of the top 15 local banks (ranked by deposits) with an aggregate deposit market share of 62 percent. The bank's market share of loans to small businesses consistently exceeds its overall product share in each of the three years covered by the evaluation period.

Small Loans to Farms

The distribution of loans to farms of different sizes in the St. Louis AA is good. The percentage of loans to small farms (i.e., those with gross annual revenues of \$1 million or less) is near the demographic comparator, and the bank's market share of loans to small farms exceeds its overall product share.

Community Development Lending

CD lending has a significantly positive impact and elevates lending performance. The bank made 44 CD loans totaling \$160 million during the review period. By dollar volume, 86 percent of these loans provided affordable housing for LMI residents, 10 percent provided community services for LMI individuals, and 4 percent provided economic development. These loans created or rehabilitated 1,394 affordable housing units. This level of CD lending represents over 11 percent of allocated Tier 1 Capital.

CD loans include the following examples, which demonstrate responsiveness to an identified need for affordable housing:

- Twelve participation loans through the Missouri Housing Development Commission (MHDC) totaling \$61.8 million, which promoted the development and preservation of affordable housing in St. Louis. Individual loans funded the construction or acquisition and rehab of LIHTC projects in the area creating 533 affordable units for seniors and families with incomes at or below 60 percent of area median income.
- Four loans totaling \$34.9 million to fund construction and provide permanent financing for two LIHTC projects. One project included the acquisition and rehab of a vacant historically significant building in a low-income area that will include 86 units targeted to artists. The other project included the acquisition and rehab of a historic 8-story office building to be converted into 72 units of multi-family housing. All units in these developments will be affordable to tenants earning 60 percent or less of area median income.

Product Innovation and Flexibility

Product innovation and flexibility have a neutral impact on lending performance.

INVESTMENT TEST

Investment Test performance in the St. Louis MMSA is rated Outstanding. Performance is excellent in relation to bank capacity, identified needs, and available opportunities. The bank made 711 investments totaling \$461 million during the evaluation period. Current period investments consist of 90 NMTCs totaling \$317 million, 280 LIHTCs totaling \$85 million, 45 HTCs totaling \$35 million, 15 blind fund investments totaling \$20 million, a \$2 million solar tax credit, and \$2 million grants and in-kind donations. The bank also has 73 prior period investments with an aggregate outstanding balance of \$79 million. Total investments represent 38 percent of allocated Tier 1 Capital.

Most current and prior period investments are responsive to revitalization and affordable housing needs. Approximately \$355 million current period investments address economic revitalization and stabilization needs; another \$97 million address affordable housing needs.

Investments include the following examples:

- A \$15 million NMTC investment to purchase and develop a building in a moderate-income area. The revitalization project will develop the building's under-utilized upper floors and is expected to create 1,000 jobs.
- A \$20 million NMTC investment to develop a vacant building located in a moderate-income area, and designated Hub and Empowerment Zones. The mixed-use development includes 40 market rate apartments, two floors of commercial office and retail space, and potentially two restaurants. The project is also expected to create 257 permanent jobs targeted to LMI workers over the next three years.
- A \$7 million investment using both New Market and Historic Tax Credits to restore a cultural performing arts facility in a low-income area of downtown St. Louis. The project is a high priority for the City, and integral to its Gateway Mall development plan, which seeks to remove blight from the City's central corridor, increase cultural activity, and encourage more foot traffic and downtown visitors. The project is expected to create 80 new jobs and serve as a catalyst for additional development.
- Two NMTC investments totaling \$23 million to convert a vacant shopping mall, located in a moderate-income area of downtown St. Louis, into a mixed-use structure that includes retail space and a parking garage. The project is expected to create 60 new permanent jobs.
- A \$5 million NMTC investment to finance the construction of a grocery store in a blighted, moderate-income neighborhood with little access to groceries. The store anchors a \$55 million mixed use development plan. The project is expected to create 23 new jobs and to be a catalyst for additional development.
- A \$15 million NMTC investment to convert vacant office space into a secondary education facility and office space for a public library. The redevelopment project is located in a downtown moderate-income area, and it is expected to spur additional development and new jobs for the area.

SERVICE TEST

Service Test performance in the St. Louis MMSA is rated High Satisfactory. Bank performance in the St. Louis AA is good as evidenced by accessible retail delivery systems and a relatively high level of CD services.

Retail Banking Services

Retail delivery systems are accessible to geographies and individuals of different income levels in the St. Louis AA. There are five branches in low-income geographies and 19 branches in moderate-income geographies. The percentage of branches in both low- and moderate- income tracts is near the percentage of the population residing in each area. Access is also supported by a good distribution of ATMs. Branching activity has not generally affected access to banking services. The bank opened five MUI branches and closed one branch in a low-income tract during the evaluation period. The closure was necessitated by the closing of a hospital, which housed the branch. We did not identify any branch differences in product availability, services offered, or business hours that inconvenience LMI geographies or individuals.

Community Development Services

USB provided a relatively high level of CD services in the St. Louis AA, with more than 360 service activities involving 113 different organizations. Leadership is evident through 65 activities involving Board or committee participation. Activities address a wide variety of CD initiatives and are most responsive to financial education needs. Bank staff provided 260 financial education programs to more than 5,000 individuals, including first-time homebuyers, small businesses, and youth. USB also maintains eight Individual Development Account program relationships with community partners.

Refer to Tables 1-15 in the Other MMA section of Appendix D for the facts and data supporting performance conclusions under the Lending, Investment, and Service Tests.

State of California Rating

CRA Rating for the State:	<u>Outstanding</u>
The Lending Test is rated:	<u>Outstanding</u>
The Investment Test is rated:	<u>Outstanding</u>
The Service Test is rated:	<u>High Satisfactory</u>

The major factors that support this rating include:

- Excellent lending performance in the full-scope area based on good overall borrower distributions, good overall geographic distributions, an excellent level of lending activity, and the significantly positive impact of CD lending which elevates overall lending performance.
- Excellent investment performance in the full-scope area based on investment volume and responsiveness to affordable housing and revitalization/stabilization needs.
- Good service performance in the full-scope area based on accessible retail delivery systems and an excellent level of CD services. Services reflect strong leadership and are particularly responsive to financial education needs.
- Performance differences in the limited-scope AAs did not impact state ratings.

Description of Institution’s Operations in the State of California

The state of California is the bank’s second largest rated area (of 39), in terms of deposits. It accounts for \$30.9 billion (15.6 percent) of bank deposits, 668 (22 percent) of bank branches, 766 (15 percent) of bank ATMs, and 140,105 (13 percent) of bank-reported loans inside its AAs during the evaluation period. USB has 26 AAs in this rated area, 22 of which are metropolitan areas. The four nonmetropolitan AAs are combined for analysis and presentation. Refer to Appendix A for a detailed listing of bank AAs.

Scope of Evaluation in the State of California

We performed a full-scope review of the Los Angeles AA, which is comprised of the entire Los Angeles-Long Beach-Glendale MD. Other AAs received limited-scope reviews. State ratings are based primarily on performance in the full-scope area.

The Los Angeles AA is the bank’s largest AA in this rated area. It accounts for \$8.7 billion (28 percent) of rated area deposits, 150 (22 percent) of rated area branches, 166 (22 percent) of rated area ATMs, and 31,764 (23 percent) of rated area loans. Of the bank’s reported loans in the Los Angeles AA, 64 percent are business loans and 36 percent are home mortgage loans. There are insufficient farm loans for meaningful analysis. Refer to Appendix C for detailed demographics, community contact results, and other performance context information specific to the Los Angeles AA.

LENDING TEST

Lending Test performance in the state of California is rated Outstanding. Bank performance in the full-scope Los Angeles AA is excellent based on good borrower and geographic distributions, an excellent level of lending activity, and the significantly positive impact of CD lending that elevates overall lending performance. Performance differences in the limited-scope AAs did not impact the rating.

Conclusions for Areas Receiving Full-Scope Reviews

Lending Activity

Lending levels in the Los Angeles AA reflect excellent responsiveness to area credit needs in relation to deposits and the competitive banking environment. USB has the ninth-most area deposits of 126 banks as of June 30, 2011 (\$8.7 billion, 3 percent market share).

USB reported \$4.8 billion in home mortgage and business loans in this AA over the evaluation period. The bank also originated \$412 million in CD loans specific to the AA.

Of all home mortgage loans reported in the Los Angeles AA for the year 2011, USB ranks 17th in the number of home purchase loans (13th by dollar volume), 11th in the number of home improvement loans (12th by dollar volume), and ninth in the number of home refinance loans (10th by dollar volume). While home mortgage lending market shares are lower than the bank's deposit market share, this is a competitive market with more than 500 home loan reporters. USB ranks seventh in the number of small business loans (ninth by dollar volume), and its business loan market share exceeds its deposit market share.

Distribution of Loans by Income Level of the Geography

The overall geographic distribution of loans in the Los Angeles AA is good, as evidenced by an adequate distribution of home mortgage loans, excellent distributions of multifamily and business loans, and no unexplained lending gaps.

Home Mortgage Loans

The overall geographic distribution of home mortgage loans reported in the Los Angeles AA is adequate. Our assessment gives the most weight to home refinance loans, as this product accounts for 69 percent the bank's home mortgage loans in this AA (by number). Our assessment also gives more weight to performance in moderate-income geographies as they contain substantially more owner-occupied housing units.

The geographic distribution of home purchase loans is good. Bank performance exceeds the demographic comparator in both low- and moderate-income geographies. The bank's market share of home purchase loans in both low- and moderate-income geographies is lower than its overall product share.

The geographic distribution of home improvement loans is poor. Bank performance is significantly lower than the demographic comparator in low-income geographies, and performance is lower than the demographic comparator in moderate-income geographies. The bank's market share of home improvement loans in low-income geographies is significantly lower, and in moderate-income geographies is somewhat lower, than its overall product share.

The geographic distribution of home refinance loans is adequate. The bank's geographic distributions are significantly lower than the demographic comparator for both low- and moderate-income geographies. However, our conclusion emphasizes market share performance due to contextual information regarding geographic distributions for home refinance loans (explained in the next paragraph). The bank's market share of home refinance loans in both low- and moderate-income geographies is somewhat lower than its overall product share.

Geographic distributions for the home refinance product belie the bank's level of lending in LMI areas. The bank reported 567 home refinance loans in moderate-income geographies during the current evaluation period, 43 percent more than the 397 loans reported in the prior evaluation. Bank lending in low-income geographies remained flat (from 53 loans to 51 loans). Spurred by the evaluation period's low rate environment, home refinance lending increased in moderate-income and MUI geographies. However, the increases were much greater for MUI areas. In total, the bank reported 217 percent more home refinance loans in the Los Angeles MD during the current evaluation period (from 2,438 loans to 7,738 loans).

In assessing the lower proportion of lending in LMI areas, we considered foreclosure concentrations in the AA and documented studies showing foreclosures lead to lower property values in their immediate vicinity. According to a 2011 report by the Center for Responsible Lending, low-income neighborhoods in the Los Angeles MD have a completed foreclosure rate that is 1.4 times higher than the area's overall rate. The completed foreclosure rate in moderate-income neighborhoods is 1.2 times higher. Foreclosure concentrations intensify housing value declines, making it even more challenging for homeowners in affected neighborhoods to refinance their homes.

Multifamily Loans

The geographic distribution of multifamily loans reported in the Los Angeles AA is excellent. Bank performance exceeds the demographic comparator in both low- and moderate-income geographies. In addition, the bank's market share of multifamily loans in both low- and moderate-income geographies exceeds its overall product share.

Small Loans to Businesses

The geographic distribution of business loans reported in the Los Angeles AA is excellent. Bank performance exceeds the demographic comparator in both low- and moderate-income geographies. The bank's market share of business loans in both low- and moderate-income geographies exceeds its overall product share.

Lending Gap Analysis

Our geographic distribution analysis included a review for lending gaps, particularly in LMI areas. We did not identify any unexplained lending gaps in the Los Angeles AA.

Distribution of Loans by Income Level of the Borrower

The overall borrower distribution of loans in the Los Angeles AA is good, as evidenced by an adequate distribution of home mortgage loans and an excellent distribution of small loans to businesses.

Home Mortgage Loans

The overall borrower distribution of home mortgage loans reported in the Los Angeles AA is adequate. Our assessment gives the most weight to home refinance loans, as this product accounts for 69 percent of the bank's home mortgage loans in this AA (by number). Adequate performance for this product was offset by poor performance for home purchase.

The borrower distribution of home purchase loans is poor, with consideration for the area's high cost of housing and shortage of affordable housing stock. Bank performance is significantly below the demographic comparators for both low- and moderate-income borrowers. In addition, the bank's market share of home purchase loans to both low- and moderate-income borrowers is significantly below its overall product share.

The borrower distribution of home improvement loans is good. Bank performance is lower than the demographic comparator for low-income borrowers (with consideration for poverty), and performance is somewhat lower than the demographic comparator for moderate-income borrowers. The bank's market share of home improvement loans to both low- and moderate-income borrowers exceeds its overall product share.

The borrower distribution of home refinance loans is adequate. Bank performance is significantly lower than the demographic comparator for low-income borrowers, and performance is lower than the demographic comparator for moderate-income borrowers. The bank's market share of home refinance loans to low-income borrowers is near, and to moderate-income borrowers exceeds, its overall product share.

Small Loans to Businesses

The distribution of loans to businesses of different sizes in the Los Angeles AA is excellent. Although the percentage of loans to small businesses (i.e., those with gross annual revenues of \$1 million or less) is near the demographic comparator, the bank's market share of loans to small businesses exceeds its overall product share. As explained in the *Description of Evaluation* section, we emphasized market share performance in our performance conclusion for this market. A majority of the bank's reported business loans are small business credit cards, for which the bank does not typically collect or use revenue information. This market has robust CRA data with at least 166 reporters, including the top 21 local banks (ranked by deposits) with an aggregate deposit market share of 89 percent. The bank's market share of loans to small businesses consistently exceeds its overall product share in each of the three years covered by the evaluation period.

Community Development Lending

CD lending has a significantly positive impact and elevates overall lending performance. The bank made 62 CD loans totaling \$412 million during the review period. By dollar volume, 25 percent of these loans provided affordable housing for LMI residents, 24 percent provided community services for LMI individuals, and 51 percent provided economic development. These loans created or rehabilitated 992 affordable housing units. This level of CD lending represents 37 percent of allocated Tier 1 Capital.

CD loans include the following examples, which demonstrate responsiveness to identified needs small business financing, affordable rental housing, and funding for nonprofit organizations:

- A \$2.0 million term loan to an organization that provides micro loans throughout the greater Los Angeles area and Inland Empire. Funding will provide working capital and equipment loans to small businesses and merchants ranging from \$5,000 to \$35,000 with a cap of \$50,000.
- A \$10.0 million unsecured revolving line of credit to bridge timing differences between investment maturities and funds required for working capital for a nonprofit charitable corporation that provides accessible healthcare for uninsured and low-income working individuals and families residing in Los Angeles County. To qualify for services, clients must have no insurance, not qualify for any governmental health program and earn a household income of less than 200 percent of the Federal Poverty Level.
- A \$21.0 million construction to permanent loan financing the acquisition and rehabilitation of a 132-unit multi-family LIHTC project. All units, subsidized through a Section 8 contract, are affordable to tenants earning 60 percent or less of area median income.
- Three participation loans in the California Community Reinvestment Corporation bond pool facility totaling approximately \$400,000 to finance affordable housing projects. Member banks receive a pro-rata share of the pool at the time of funding. The three credit facilities financed 185 affordable housing units.

Product Innovation and Flexibility

Product innovation and flexibility have a neutral impact on lending performance.

Conclusions for Areas Receiving Limited-Scope Reviews

Lending performance is excellent and not inconsistent with the California Outstanding Lending Test rating in the Chico, Oakland-Fremont-Haywood, Redding, Riverside-San Bernardino-Ontario, Sacramento-Arden Arcade-Roseville, San Diego-Carlsbad-San Marcos, San Francisco-San Mateo-Redwood City, San Jose-Sunnyvale-Santa Clara, Santa Cruz-Watsonville, Santa Rosa-Petaluma, and the nonmetropolitan AAs. Lending performance in the other limited-scope areas is weaker than the California Outstanding Lending Test rating, but still considered good. Weaker performance is attributable to less favorable CD lending (Modesto, Napa, San Luis Obispo-Paso Robles, Santa Ana-Anaheim-Irvine, Vallejo-Fairfield, and Yuba City-Marysville AAs), less favorable borrower and geographic distributions (Bakersfield-Delano, Oxnard-Thousand Oaks-Ventura, Salinas, and Santa Barbara-Santa Maria-Goleta AAs), and less favorable geographic distributions (Stockton AAs). Performance differences in the limited-scope AAs did not impact the Lending Test rating for the state of California.

INVESTMENT TEST

Investment Test performance in the state of California is rated Outstanding. Bank performance in the full-scope Los Angeles AA is excellent. Performance in the limited-scope AAs did not impact the rating.

Conclusions for Areas Receiving Full-Scope Reviews

Bank performance in the Los Angeles AA is excellent in relation to bank capacity, identified needs, and available opportunities. The bank made 653 investments totaling \$156 million during the evaluation period. Current period investments include 220 LIHTCs totaling \$65 million, 17 NMTCs totaling \$45 million, six mortgage bonds totaling \$20 million, 39 MBSs totaling \$15 million, a \$4 million bond, 12 equity investments totaling \$2 million, three HTCs totaling \$1 million, three blind fund investments totaling \$907 thousand, and \$4 million qualified grants and in-kind donations. The bank also has 33 prior period investments with an aggregate outstanding balance of \$26 million. Total investments represent 17 percent of allocated Tier 1 Capital.

Most current period investments (64 percent by dollar volume) and prior period investments are responsive to affordable housing needs. Another 18 percent of current period investments address revitalization and stabilization needs.

Investments include the following examples:

- Four NMTC investments totaling \$13 million to complete a transit- and pedestrian-oriented commercial and retail development in a historically blighted area. The project is part of a larger redevelopment effort that will create approximately 100 jobs.
- A \$3.8 million NMTC investment to redevelop a property located in a distressed neighborhood into useful retail space. The project will create up to 65 new full-time jobs.
- A \$12 million NMTC investment to acquire a permanent facility for a public charter school located in Los Angeles. The project is located in a moderate-income and high poverty area.

Conclusions for Areas Receiving Limited-Scope Reviews

Investment performance is excellent in all limited-scope areas and not inconsistent with the California Outstanding Investment Test rating (Bakersfield-Delano, Chico, Modesto, Napa, Oakland-Fremont-Haywood, Oxnard-Thousand Oaks-Ventura, Redding, Riverside-San Bernardino-Ontario, Sacramento-Arden Arcade-Roseville, Salinas, San Diego-Carlsbad-San Marcos, San Francisco-San Mateo-Redwood City, San Jose-Sunnyvale-Santa Clara, San Luis Obispo-Paso Robles, Santa Ana-Anaheim-Irvine, Santa Barbara-Santa Maria-Goleta, Santa Cruz-Watsonville, Santa Rosa-Petaluma, Stockton, Vallejo-Fairfield, Yuba City-Marysville, and the nonmetropolitan AAs).

SERVICE TEST

Service Test performance in the state of California is rated High Satisfactory. Based on a full-scope review, performance in the Los Angeles AA is good as evidenced by accessible retail delivery systems and an excellent level of CD services. Performance differences in the limited-scope AAs did not impact the rating.

Conclusions for Areas Receiving Full-Scope Reviews

Retail Banking Services

Retail delivery systems are accessible to geographies and individuals of different income levels in the Los Angeles AA, with consideration of branches in MUI geographies that are in close proximity to LMI geographies. There are four branches in low-income geographies and 25 branches in moderate-income geographies. The percentage of branches in low-income tracts is well below, and the percentage of branches in moderate-income census tracts is below, the percentage of the population residing in each area. However, we also considered numerous MUI branches in close proximity to LMI geographies (directly across the street or within a few blocks), which improve access to both low- and moderate-income areas. Our assessment gives slightly more weight to performance in moderate-income areas as they are nearly four times more populated than low-income areas. Branching activity has not generally affected access to banking services. The bank opened seven branches and closed ten branches over the evaluation period. There were four net closures in middle-income geographies and one net branch opening in a moderate-income geography. Branch services and hours are tailored to the convenience and needs of the AA.

Community Development Services

USB is a leader in providing CD services in the Los Angeles AA, with more than 260 service activities involving 108 different organizations. Strong leadership is evident through 82 service activities involving Board or committee participation. Activities address a wide variety of CD initiatives and are particularly responsive to financial education needs. Bank staff provided 130 financial education programs to nearly 3,500 individuals, including first-time homebuyers, homeowners in default, small businesses, and youth. USB also maintains an Individual Development Account program with a community partner.

Conclusions for Areas Receiving Limited-Scope Reviews

Service performance is good and not inconsistent with the California High Satisfactory Service Test rating in the Riverside-San Bernardino-Ontario and Santa Barbara-Santa Maria-Goleta AAs. Service performance is excellent and stronger than the California High Satisfactory Service Test rating in the Chico, Napa, Redding, Salinas, San Diego-Carlsbad-San Marcos, San Luis Obispo-Paso Robles, Santa Rosa-Petaluma, Vallejo-Fairfield, Yuba City-Marysville, and nonmetropolitan AAs. Service performance is adequate, but weaker than the California High Satisfactory Service Test rating in the Bakersfield, Modesto, Oakland-Fremont-Haywood, Sacramento-Arden Arcade-Roseville, San Francisco-San Mateo-Redwood City, Santa Ana-Anaheim-Irvine, Santa Cruz-Watsonville, and Stockton AAs. Service performance in the remaining AAs is weaker than the California High Satisfactory Service Test rating and considered poor (Oxnard-Thousand Oaks-Ventura AA) or very poor (San Jose-Sunnyvale-Santa Clara AA). Stronger (or weaker) performance is attributable to more accessible (or less accessible) retail delivery systems. Performance differences in the limited-scope AAs did not impact the Service Test rating for the state of California.

Refer to Tables 1-15 in the state of California section of Appendix D for the facts and data supporting performance conclusions under the Lending, Investment, and Service Tests.

State of Colorado Rating

CRA Rating for the State:	<u>Outstanding</u>
The Lending Test is rated:	<u>Outstanding</u>
The Investment Test is rated:	<u>Outstanding</u>
The Service Test is rated:	<u>Outstanding</u>

The major factors that support this rating include:

- Excellent lending performance in the full-scope area based on excellent overall borrower distributions, good overall geographic distributions, and an excellent level of lending activity. CD lending has a significantly positive impact and further supports lending performance.
- Excellent investment performance in the full-scope area based on investment volume and responsiveness to affordable housing and revitalization/stabilization needs.
- Excellent service performance in the full-scope area based on readily accessible retail delivery systems and a relatively high level of CD services. Services include numerous leadership activities and are particularly responsive to financial education needs.
- Performance differences in the limited-scope AAs did not impact state ratings.

Description of Institution’s Operations in the State of Colorado

The state of Colorado is the bank’s seventh largest rated area (of 39), in terms of deposits. It accounts for \$8.3 billion (4.2 percent) of bank deposits, 150 (5 percent) of bank branches, 237 (5 percent) of bank ATMs, and 70,695 (6 percent) of bank-reported loans inside its AAs during the evaluation period. USB has 10 AAs in this rated area, seven of which are metropolitan areas. The three nonmetropolitan AAs are combined for analysis and presentation. Refer to Appendix A for a detailed listing of bank AAs.

Scope of Evaluation in the State of Colorado

We performed a full-scope review of the Denver AA, which includes six (of 10) counties in the Denver-Aurora MSA. Other AAs received limited-scope reviews. State ratings are based primarily on performance in the full-scope area.

The Denver AA is the bank’s largest AA in this rated area. It accounts for \$6.2 billion (75 percent) of rated area deposits, 79 (53 percent) of rated area branches, 138 (58 percent) of rated area ATMs, and 42,313 (60 percent) of rated area loans. Of the bank’s reported loans in the Denver AA, 50 percent are home mortgage loans and 50 percent are business loans. There are insufficient multifamily loans for meaningful analysis. In addition, farm lending is limited and not included in our lending distribution analyses. Refer to Appendix C for detailed demographics, community contact results, and other performance context information specific to the Denver AA.

LENDING TEST

Lending Test performance in the state of Colorado is rated Outstanding. Bank performance in the full-scope Denver AA is excellent based on excellent borrower distributions, good geographic distributions, an excellent level of lending activity, and the significantly positive impact of CD lending that further supports lending performance. Performance differences in the limited-scope AAs did not impact the rating.

Conclusions for Areas Receiving Full-Scope Reviews

Lending Activity

Lending levels in the Denver AA reflect excellent responsiveness to area credit needs in relation to deposits and the competitive banking environment. USB has the fourth most area deposits of 71 banks as of June 30, 2011 (\$6.2 billion, 11 percent market share).

USB reported \$5.5 billion in home mortgage and business loans in this AA over the evaluation period. The bank also originated \$158 million in CD loans specific to the AA.

Of all home mortgage loans reported in the Denver AA for the year 2011, USB ranks seventh in home purchase loans, fourth in home improvement loans, and fifth in home refinance loans (by both number and dollar volume). While home mortgage lending market shares are lower than the bank's deposit market share, this is a competitive market with more than 455 home loan reporters. USB ranks fourth in the number of small business loans (third by dollar volume), and its business loan market share is the same as its deposit market share.

Distribution of Loans by Income Level of the Geography

The overall geographic distribution of loans in the Denver AA is good, as evidenced by an adequate distribution of home mortgage loans, an excellent distribution of small loans to businesses, and no unexplained lending gaps.

Home Mortgage Loans

The geographic distribution of home mortgage loans reported in the Denver AA is adequate for all product types. Our assessment gives more weight to performance in moderate-income geographies as they contain substantially more owner-occupied housing units.

The geographic distribution of home purchase loans is adequate. Bank performance exceeds the demographic comparator in low-income geographies, and performance is somewhat lower than the demographic comparator in moderate-income geographies. The bank's market share of home purchase loans in low-income geographies is somewhat lower than, and in moderate-income geographies is near, its overall product share.

The geographic distribution of home improvement loans is adequate. Bank performance is somewhat lower than the demographic comparator in both low- and moderate-income geographies. The bank's market share of home improvement loans in low-income geographies is lower than, and in moderate-income geographies exceeds, its overall product share.

The geographic distribution of home refinance loans is adequate. Bank performance is somewhat lower than the demographic comparator in low-income geographies, and performance is significantly lower than the demographic comparator in moderate-income geographies. The bank's market share of home refinance loans in low-income geographies exceeds, and in moderate-income geographies is near, its overall product share.

Small Loans to Businesses

The geographic distribution of business loans reported in the Denver AA is excellent. Bank performance exceeds the demographic comparator in both low- and moderate-income geographies. The bank's market share of business loans in both low- and moderate-income geographies equals/exceeds its overall product share.

Lending Gap Analysis

Our geographic distribution analysis included a review for lending gaps, particularly in LMI areas. We did not identify any unexplained lending gaps in the Denver AA.

Distribution of Loans by Income Level of the Borrower

The overall borrower distribution of loans in the Denver AA is excellent, as evidenced by a good distribution of home mortgage loans and an excellent distribution of small loans to businesses.

Home Mortgage Loans

The overall borrower distribution of home mortgage loans reported in the Denver AA is good. Our assessment gives the most weight to home refinance loans, as this product accounts for 70 percent of the bank's home mortgage loans in this AA (by number).

The borrower distribution of home purchase loans is excellent. Bank performance essentially equals the demographic comparator for low-income borrowers (with consideration for poverty), and performance exceeds the demographic comparator for moderate-income borrowers. The bank's market share of home purchase loans to low-income borrowers exceeds, and to moderate-income borrowers is somewhat lower than, its overall product share.

The borrower distribution of home improvement loans is excellent. Bank performance is essentially equal to the demographic comparator for low-income borrowers (with consideration for poverty), and performance exceeds the demographic comparator for moderate-income borrowers. The bank's market share of home improvement loans to low-income borrowers exceeds, and to moderate-income borrowers is near, its overall product share.

The borrower distribution of home refinance loans is good. Bank performance is somewhat lower than the demographic comparator for low-income borrowers (with consideration for poverty), and performance is near the demographic comparator for moderate-income borrowers. The bank's market share of home refinance loans to both low- and moderate-income borrowers exceeds its overall product share.

Small Loans to Businesses

The distribution of loans to businesses of different sizes in the Denver AA is excellent. Although the percentage of loans to small businesses (i.e., those with gross annual revenues of \$1 million or less) is near the demographic comparator, the bank's market share of loans to small businesses exceeds its overall product share. As explained in the *Description of Evaluation* section, we emphasized market share performance in our performance conclusion for this market. A majority of the bank's reported business loans are small business credit cards, for which the bank does not typically collect or use revenue information. This market has robust CRA data with at least 143 reporters, including the top 12 local banks (ranked by deposits) with an aggregate deposit market share of 83 percent. The bank's market share of loans to small businesses consistently exceeds its overall product share in each of the three years covered by the evaluation period.

Community Development Lending

CD lending has a significantly positive impact and further supports lending performance. The bank made 28 CD loans totaling \$158 million during the review period. By dollar volume, 50 percent of these loans provided affordable housing for LMI residents, 49 percent provided economic development, and 1 percent provided community services for LMI individuals. These loans created or rehabilitated 459 affordable housing units. This level of CD lending represents 20 percent of allocated Tier 1 Capital.

CD loans include the following examples, which demonstrate responsiveness to identified needs for affordable rental housing stock and working capital loans for nonprofit organizations:

- A \$10.0 million construction to permanent loan to build a 92-unit LIHTC affordable housing project in a portion of the Stapleton Redevelopment area in East Denver. The project's rents will target families at 30, 40 and 50 percent of area median income with 46 units reserved for women and families considered chronically homeless.
- A \$2.0 million operating line of credit (renewed in 2009, 2010, and 2011) for an area organization whose mission is to work to prevent homelessness and create lasting solutions for homeless and at-risk families, children and individuals. The organization's primary focus is on housing, support services and medical attention for the homeless in the Denver metro area.
- An \$8.2 million construction to permanent loan for a 62-unit LIHTC apartment project in Denver. All units are affordable to senior households earning equal to or less than 60 percent of the area median income. Fifty percent of the units will be restricted to senior households earning 50 percent or less than area median income and 40 percent of the units will be restricted to senior households earning equal to or less than 40 percent of area median income.

Product Innovation and Flexibility

Product innovation and flexibility have a neutral impact on lending performance.

Conclusions for Areas Receiving Limited-Scope Reviews

Lending performance is excellent and not inconsistent with the Colorado Outstanding Lending Test rating in the Boulder, Colorado Springs, Grand Junction, and Pueblo AAs. Lending performance in the other limited-scope areas is weaker than the Colorado Outstanding Lending Test rating, but still considered good (Fort Collins-Loveland and nonmetropolitan AAs) or adequate (Greely AA). Weaker performance is attributable to less favorable CD lending (Fort Collins-Loveland and Greely AAs), as well as less favorable borrower and geographic distributions (Greely and nonmetropolitan AAs). Performance differences in the limited-scope AAs did not impact the Lending Test rating for the state of Colorado.

INVESTMENT TEST

Investment Test performance in the state of Colorado is rated Outstanding. Bank performance in the full-scope Denver AA is excellent. Performance in the limited-scope AAs did not impact the rating.

Conclusions for Areas Receiving Full-Scope Reviews

Bank performance in the Denver AA is excellent in relation to bank capacity, identified needs, and available opportunities. The bank made 343 investments totaling \$88 million during the evaluation period. Current period investments include 212 LIHTCs totaling \$71 million, two NMTCs totaling \$14 million, a \$1 million equity investment, and \$2 million grants and in-kind donations. The bank also has 23 prior period investments with an aggregate outstanding balance of \$17 million. Total investments represent 13 percent of allocated Tier 1 Capital.

Most current period investments (82 percent by dollar volume) and prior period investments are responsive to affordable housing needs. Another 16 percent of current period investments address revitalization and stabilization needs.

Investments include the following examples:

- An \$8 million LIHTC for the construction of a mixed-use supportive housing development in downtown Denver. The project includes 16 apartments for homeless individuals, 82 apartments for people earning less than 60 percent of the area's median income, and a job-training center in the attached retail space.
- An \$11 million NMTC investment to develop a 153-unit hotel in a low-income area. The project is the first phase of a master development plan that is projected to create 100 jobs.
- A \$3 million NMTC to install and operate energy efficient systems on the roofs of public buildings located in distressed low-income areas. The project will create 230 new jobs and will provide benefit to the host at each site, the AA, and a broader statewide area.

Conclusions for Areas Receiving Limited-Scope Reviews

Investment performance is excellent in most limited-scope areas and not inconsistent with the Colorado Outstanding Investment Test rating (Boulder, Fort Collins-Loveland, Grand Junction, Greeley, Pueblo, and nonmetropolitan AAs). Investment performance in the Colorado Springs AA is weaker than the Colorado Outstanding Investment Test rating, but still considered good. Weaker performance is attributable to a lower relative investment volume. This performance difference did not impact the Investment Test rating for the state of Colorado.

SERVICE TEST

Service Test performance in the state of Colorado is rated Outstanding. Based on a full-scope review, performance in the Denver AA is excellent as evidenced by readily accessible retail delivery systems and a relatively high level of CD services. Performance differences in the limited-scope AAs did not impact the rating.

Conclusions for Areas Receiving Full-Scope Reviews

Retail Banking Services

Retail delivery systems are readily accessible to geographies and individuals of different income levels in the Denver AA, with consideration of branches in MUI geographies that are in close proximity to LMI geographies. There are three branches in low-income geographies and 16 branches in moderate-income geographies. The percentage of branches in both low- and moderate-income tracts is near the percentage of the population residing in each area. However, we also considered numerous MUI branches in close proximity to LMI geographies (directly across the street or within a few blocks), which improve access to both low- and moderate-income areas. Access is also supported by a good distribution of ATMs. The bank improved retail accessibility by opening two branches during the evaluation period, including one branch in a low-income area. There were no branch closures during the evaluation period. Branch services and hours are tailored to the convenience and needs of the AA.

Community Development Services

USB provided a relatively high level of CD services in the Denver AA, with more than 280 service activities involving 66 different organizations. Leadership is evident through 49 activities involving Board or committee participation. Activities address a wide variety of CD initiatives and are most responsive to financial education needs. Bank staff provided 277 financial education programs to more than 6,700 individuals, including first-time homebuyers, small businesses, and youth.

Conclusions for Areas Receiving Limited-Scope Reviews

Service performance is excellent and not inconsistent with the Colorado Outstanding Service Test rating in the Boulder, Fort Collins-Loveland, and Grand Junction AAs. Service performance in the remaining AAs is weaker than the Colorado Outstanding Service Test rating and considered good (Colorado Springs and nonmetropolitan AAs), adequate (Pueblo AA), or very poor (Greeley AA). Weaker performance is attributable to less accessible retail delivery systems. Performance differences in the limited-scope AAs did not impact the Service Test Rating for the state of Colorado.

Refer to Tables 1-15 in the state of Colorado section of Appendix D for the facts and data supporting performance conclusions under the Lending, Investment, and Service Tests.

State of Washington Rating

CRA Rating for the State:	<u>Outstanding</u>
The Lending Test is rated:	<u>Outstanding</u>
The Investment Test is rated:	<u>Outstanding</u>
The Service Test is rated:	<u>Outstanding</u>

The major factors that support this rating include:

- Excellent lending performance in the full-scope area based on good overall borrower distributions, excellent overall geographic distributions, and an excellent level of lending activity. CD lending has a significantly positive impact and further supports lending performance.
- Excellent investment performance in the full-scope area based on investment volume and responsiveness to revitalization and affordable housing needs.
- Excellent service performance in the full-scope area based on readily accessible retail delivery systems and a relatively high level of CD services.
- Performance differences in the limited-scope AAs did not impact state ratings.

Description of Institution's Operations in the State of Washington

The state of Washington is the bank's sixth largest rated area (of 39), in terms of deposits. It accounts for \$10.2 billion (5.2 percent) of bank deposits, 167 (5 percent) of bank branches, 333 (7 percent) of bank ATMs, and 72,102 (7 percent) of bank-reported loans inside its AAs during the evaluation period. USB has 15 AAs in this rated area, 11 of which are metropolitan areas. The four nonmetropolitan AAs are combined for analysis and presentation. Refer to Appendix A for a detailed listing of bank AAs.

Scope of Evaluation in the State of Washington

We performed a full-scope review of the Seattle AA, which is comprised of the entire Seattle-Bellevue-Everett MD. Other AAs received limited-scope reviews. State ratings are based primarily on performance in the full-scope area.

The Seattle AA is the bank's largest AA in this rated area. It accounts for \$6.9 billion (68 percent) of rated area deposits, 66 (40 percent) of rated area branches, 169 (51 percent) of rated area ATMs, and 36,036 (50 percent) of rated area loans. Of the bank's reported loans in the Seattle AA, 59 percent are business loans and 41 percent are home mortgage loans. There are insufficient farm loans for meaningful analysis. Refer to Appendix C for detailed demographics, community contact results, and other performance context information specific to the Seattle AA.

LENDING TEST

Lending Test performance in the state of Washington is rated Outstanding. Bank performance in the full-scope Seattle AA is excellent based on good borrower distributions, excellent geographic distributions, an excellent level of lending activity, and the significantly positive impact of CD lending that further supports lending performance. Performance differences in the limited-scope AAs did not impact the rating.

Conclusions for Areas Receiving Full-Scope Reviews

Lending Activity

Lending levels in the Seattle AA reflect excellent responsiveness to area credit needs in relation to deposits and the competitive banking environment. USB has the third most area deposits of 58 banks as of June 30, 2011 (\$7 billion, 11 percent market share).

USB reported \$5.4 billion in home mortgage and business loans in this AA over the evaluation period. The bank also originated \$170 million in CD loans specific to the AA.

Of all home mortgage loans reported in the Seattle AA for the year 2011, USB ranks 13th in the number of home purchase loans (eighth by dollar volume), fifth in home improvement loans (both number and dollar volume), and fifth in the number of home refinance loans (fourth by dollar volume). While home mortgage lending market shares are lower than the bank's deposit market share, this is a competitive market with more than 400 home loan reporters. In addition, USB ranks third in the number of small business loans (second by dollar volume), and its business loan market share exceeds its deposit market share.

Distribution of Loans by Income Level of the Geography

The overall geographic distribution of loans in the Seattle AA is excellent, as evidenced by a good distribution of home mortgage and multifamily loans, an excellent distribution of small loans to businesses, and no unexplained lending gaps. Our assessment weights small business loans more than home mortgage loans, as they respectively account for 59 percent and 41 percent of the bank's reported loans in this AA (by number).

Home Mortgage Loans

The geographic distribution of home mortgage loans reported in the Seattle AA is good for all product types. Our assessment gives more weight to performance in moderate-income geographies as they contain substantially more owner-occupied housing units.

The geographic distribution of home purchase loans is good. Bank performance exceeds the demographic comparator in low-income geographies, and performance is near the demographic comparator in moderate-income geographies. The bank's market share of home purchase loans in low-income geographies exceeds, and in moderate-income geographies is somewhat lower than, its overall product share.

The geographic distribution of home improvement loans is good. Bank performance exceeds the demographic comparator in low-income geographies, and performance is lower than the demographic comparator in moderate-income geographies. The bank's market share of home improvement loans in both low- and moderate-income geographies exceeds its overall product share.

The geographic distribution of home refinance loans is good. Bank performance exceeds the demographic comparator for low-income geographies, and performance is somewhat lower than the demographic comparator for moderate-income geographies. The bank's market share of home refinance loans in low-income geographies is lower than, and in moderate-income geographies is near, its overall product share.

Multifamily Loans

The geographic distribution of multifamily loans reported in the Seattle AA is good. Bank performance is significantly lower than the demographic comparator in low-income geographies, and performance exceeds the demographic comparator in moderate-income geographies. The bank's market share of multifamily loans in low-income geographies is somewhat lower than, and in moderate-income geographies exceeds, its overall product share. Our assessment gives more weight to performance in moderate-income geographies as they contain substantially more multifamily housing units.

Small Loans to Businesses

The geographic distribution of business loans reported in the Seattle AA is excellent. Bank performance exceeds the demographic comparator in both low- and moderate-income geographies. The bank's market share of business loans in low-income geographies is near, and in moderate-income geographies exceeds, its overall product share.

Lending Gap Analysis

Our geographic distribution analysis included a review for lending gaps, particularly in LMI areas. We did not identify any unexplained lending gaps in the Seattle AA.

Distribution of Loans by Income Level of the Borrower

The overall borrower distribution of loans in the Seattle AA is good, as evidenced by good distributions of home mortgage loans and small loans to businesses.

Home Mortgage Loans

The overall borrower distribution of home mortgage loans reported in the Seattle AA is good. Our assessment gives the most weight to home refinance and home purchase loans, as these products collectively account for 98 percent of the bank's home mortgage loans in this AA (by number).

The borrower distribution of home purchase loans is good. Bank performance is somewhat lower than the demographic comparator for low-income borrowers (with consideration for poverty and the relatively high cost of housing), and performance exceeds the demographic comparator for moderate-income borrowers. The bank's market share of home purchase loans to low-income borrowers is somewhat lower, and to moderate-income borrowers is lower, than its overall product share.

The borrower distribution of home improvement loans is excellent. Bank performance essentially equals the demographic comparator for low-income borrowers (with consideration for poverty), and performance is near the demographic comparator for moderate-income borrowers. The bank's market share of home improvement loans to both low- and moderate-income borrowers exceeds its overall product share.

The borrower distribution of home refinance loans is good. Bank performance is somewhat lower than the demographic comparator for low-income borrowers (with consideration for poverty), and performance is near the demographic comparator for moderate-income borrowers. The bank's market share of home refinance loans to both low- and moderate-income borrowers exceeds its overall product share.

Small Loans to Businesses

The distribution of loans to businesses of different sizes in the Seattle AA is good. The percentage of loans to small businesses (i.e., those with gross annual revenues of \$1 million or less) is somewhat lower than the demographic comparator, and the bank's market share of loans to small businesses exceeds its overall product share.

Community Development Lending

CD lending has a significantly positive impact and further supports lending performance. The bank made 53 CD loans totaling \$170 million during the review period. By dollar volume, 39 percent of these loans provided affordable housing for LMI residents, 39 percent provided economic development, and 22 percent provided community services for LMI individuals. These loans created or rehabilitated 1,201 affordable housing units. This level of CD lending represents 19 percent of allocated Tier 1 Capital.

CD loans include the following examples, which demonstrate responsiveness to identified needs for small business financing, affordable rental housing stock, and community services for homeless individuals.

- A \$1.1 million term loan to a manufacturer to purchase two pieces of equipment to expand the business and fulfill new contracts. The financing for this small business resulted in the creation of eight jobs in a low-income census tract.
- A \$7.3 million loan to finance the construction of a 61-unit multi-family housing LIHTC project for formerly homeless low-income seniors. Of the 61 units, 60 are affordable to tenants earning 60 percent or less of area median income. Forty-five of those units are restricted to tenants earning 40 percent or less of area median income.
- A \$200,000 operating line of credit to support ongoing working capital needs for an area nonprofit organization providing job training and placement program for homeless and disadvantaged individuals in the Seattle area. The line was renewed and increased in 2010 to \$500,000, and again in 2011.
- Eight permanent loans totaling nearly \$795,000 made through the Washington Community Reinvestment Association, a bank consortium designed to finance affordable housing projects. These eight projects created 380 housing units all of which are affordable to tenants earning 60 percent or less than area median income. Several projects have further income restrictions some as low as 30 percent of area median income. Additionally, several of these projects target certain groups including the formerly homeless and veterans.

In addition to these AA-specific loans, the bank made 13 CD loans totaling \$41 million that provided statewide benefit.

Product Innovation and Flexibility

Product innovation and flexibility have a neutral impact on lending performance. USB originated six loans totaling \$22 million through the Private Placement Bond Program to support affordable housing in the AA. The bank is also an active participant in the Washington State Linked Deposit Program, a program that links state deposits at below-market interest rates to loans for qualified minority- and women-owned businesses. During the review period, the bank originated 98 loans totaling \$38.5 million throughout the state under this program.

Conclusions for Areas Receiving Limited-Scope Reviews

Lending performance is excellent and not inconsistent with the Washington Outstanding Lending Test rating in the Bellingham, Bremerton-Silverdale, Kennewick-Pasco-Richland, Mount Vernon-Anacortes, Olympia, Spokane, Tacoma, Yakima, and nonmetropolitan AAs. Lending performance in the other limited-scope areas is weaker than the Washington Outstanding Lending Test rating, but still considered good (Longview AA) or adequate (Wenatchee AA). Weaker performance is attributable to less favorable CD lending and geographic distributions (all), and less favorable borrower distributions (Wenatchee AA). Performance differences in the limited-scope AAs did not impact the Lending Test rating for the state of Washington.

INVESTMENT TEST

Investment Test performance in the state of Washington is rated Outstanding. Bank performance in the full-scope Seattle AA is excellent. Performance in the limited-scope AAs did not impact the rating.

Conclusions for Areas Receiving Full-Scope Reviews

Bank performance in the Seattle AA is excellent in relation to bank capacity, identified needs, and available opportunities. The bank made 409 investments totaling \$154 million during the evaluation period. Current period investments include 21 NMTCs totaling \$121 million, 232 LIHTCs totaling \$31 million, five HTCAs totaling \$1 million, and \$1 million grants and in-kind donations. The bank also has 72 prior period investments with an aggregate outstanding balance of \$27 million. Total investments represent 21 percent of allocated Tier 1 Capital.

Most current period investments (99 percent by dollar volume) and prior period investments are responsive to revitalization and affordable housing needs. Investments include the following examples:

- Four NMTC investments totaling more than \$50 million to renovate a nine-acre historic district in downtown Seattle, which is home to 250 small owner-operated businesses, 100 seasonal farmers, and 200 arts and craft vendors.
- A \$1.4 million NMTC investment to double the research facilities of a hospital, located in a targeted moderate-income area. The project is expected to support 246 permanent skilled jobs of varying types.
- A \$3 million NMTC investment to acquire and renovate a support facility for individuals dealing with homelessness, addictions, and mental health challenges. The facility is located in a moderate-income area.
- A \$3 million NMTC investment to construct new commercial retail/office space in a low-income area. The project is expected to create 60 new jobs.

Conclusions for Areas Receiving Limited-Scope Reviews

Investment performance is excellent in most limited-scope areas and not inconsistent with the Washington Outstanding Investment Test rating (Bellingham, Bremerton-Silverdale, Kennewick-Richland-Pasco, Mount Vernon-Anacortes, Olympia, Spokane, Tacoma, Yakima, and the nonmetropolitan AAs). Investment performance in the other limited-scope area is weaker than the Washington Outstanding Investment Test rating, but still considered good (Longview and Wenatchee AAs). Weaker performance is attributable to a lower relative investment volumes. Performance differences in the limited-scope AAs did not impact the Investment Test rating for the state of Washington.

SERVICE TEST

Service Test performance in the state of Washington is rated Outstanding. Based on a full-scope review, performance in the Seattle AA is excellent as evidenced by readily accessible retail delivery systems and a relatively high level of CD services. Performance differences in the limited-scope AAs did not impact the rating.

Conclusions for Areas Receiving Full-Scope Reviews

Retail Banking Services

Retail delivery systems are readily accessible to geographies and individuals of different income levels in the Seattle AA. There are three branches in low-income geographies and 17 branches in moderate-income geographies. The percentage of branches in both low- and moderate-income tracts exceeds the percentage of the population residing in each area. Access is also supported by an excellent distribution of ATMs. Branching activity during the evaluation period has not affected access to banking services. The bank opened two branches in middle-income geographies. It also closed one branch in a moderate-income area, temporarily relocating it to a nearby low-income area due to construction. The branch will re-open in its original location once construction is complete. We did not identify any branch differences in product availability, services offered, or business hours that inconvenience LMI geographies or individuals.

Community Development Services

USB provided a relatively high level of CD services in the Seattle AA, with more than 135 service activities involving 52 different organizations. Leadership is evident through 38 activities involving Board or committee participation. Activities address a wide variety of CD initiatives and are most responsive to financial education needs. Bank staff provided 92 financial education programs to more than 2,400 individuals, including first-time homebuyers, small businesses, and youth. USB also maintains five Individual Development Account program relationships with community partners.

Conclusions for Areas Receiving Limited-Scope Reviews

Service performance is excellent and not inconsistent with the Washington Outstanding Service Test rating in the Kennewick-Pasco-Richland, Mount Vernon-Anacortes, Olympia, Spokane, Tacoma, and nonmetropolitan AAs. Service performance in the remaining AAs is weaker than the Washington Outstanding Service Test rating, but considered good (Bremerton-Silverdale AA) or adequate (Bellingham, Longview, Wenatchee, and Yakima AAs). Weaker performance is attributable to less accessible retail delivery systems. Performance differences in the limited-scope AAs did not impact the Service Test Rating for the state of Washington.

Refer to Tables 1-15 in the state of Washington section of Appendix D for the facts and data supporting performance conclusions under the Lending, Investment, and Service Tests.

State of Wisconsin Rating

CRA Rating for the State:	<u>Outstanding</u>
The Lending Test is rated:	<u>Outstanding</u>
The Investment Test is rated:	<u>Outstanding</u>
The Service Test is rated:	<u>Outstanding</u>

The major factors that support this rating include:

- Excellent lending performance in the full-scope area based on good overall borrower distributions, adequate overall geographic distributions, an good level of lending activity, and the significantly positive impact of CD lending, which elevates overall lending performance.
- Excellent investment performance in the full-scope area based on investment volume and responsiveness to revitalization and affordable housing needs.
- Excellent service performance in the full-scope area based on readily accessible retail delivery systems and a relatively high level of CD services. Services include numerous leadership activities and are particularly responsive to financial education needs.
- Performance differences in the limited-scope AAs did not impact state ratings.

Description of Institution’s Operations in the State of Wisconsin

The state of Wisconsin is the bank’s third largest rated area (of 39), in terms of deposits. It accounts for \$21.7 billion (10.9 percent) of bank deposits, 115 (4 percent) of bank branches, 204 (4 percent) of bank ATMs, and 73,813 (7 percent) of bank-reported loans inside its AAs during the evaluation period. USB has 18 AAs in this rated area, 12 of which are metropolitan areas. The six nonmetropolitan AAs are combined for analysis and presentation. Refer to Appendix A for a detailed listing of bank AAs.

Scope of Evaluation in the State of Wisconsin

We performed a full-scope review of the Milwaukee AA, which is comprised of the entire Milwaukee-Waukesha-West Allis MSA. Other AAs received limited-scope reviews. State ratings are based primarily on performance in the full-scope area.

The Milwaukee AA is the bank’s largest AA in this rated area. It accounts for \$17.7 billion (82 percent) of rated area deposits, 46 (40 percent) of rated area branches, 89 (44 percent) of rated area ATMs, and 25,985 (35 percent) of rated area loans. Of the bank’s reported loans in the Milwaukee AA, 63 percent are business loans and 37 percent are home mortgage loans. There are insufficient farm loans for meaningful analysis. Refer to Appendix C for detailed demographics, community contact results, and other performance context information specific to the Milwaukee AA.

LENDING TEST

Lending Test performance in the state of Wisconsin is rated Outstanding. Bank performance in the full-scope Milwaukee AA is excellent based on good borrower distributions, adequate geographic distributions, a good level of lending activity, and the significantly positive impact of CD lending that elevates overall lending performance. Performance differences in the limited-scope AAs did not impact the rating.

Conclusions for Areas Receiving Full-Scope Reviews

Lending Activity

Lending levels in the Milwaukee AA reflect good responsiveness to area credit needs in relation to deposits and the competitive banking environment. USB has the most area deposits of 57 banks as of June 30, 2011 (\$17.7 billion, 33 percent market share). Excluding the large share of centralized, nationwide deposits (\$10.7 billion), the bank would have a second place deposit rank and 16 percent market share.

USB reported \$2.4 billion in home mortgage and business loans in this AA over the evaluation period. The bank also originated \$172 million in CD loans specific to the AA.

Of all home mortgage loans reported in the Milwaukee AA for the year 2011, USB ranks fourth home purchase loans (by both number and dollar volume), fourth in the number of home improvement loans (third by dollar volume), fourth in the number of home refinance loans (sixth by dollar volume), and first in the number of small business loans (second by dollar volume). While lending market shares are lower than the bank's deposit market share, this is a competitive market with more than 360 home loan reporters and 92 CRA data reporters.

Distribution of Loans by Income Level of the Geography

The overall geographic distribution of loans in the Milwaukee AA is adequate, as evidenced by a good distribution of home mortgage loans, an excellent distribution of multifamily loans, an adequate distribution of business loans, and no unexplained lending gaps. Our assessment weights small business loans more than home mortgage loans, as they respectively account for 63 percent and 37 percent of the bank's reported loans in this AA (by number).

Home Mortgage Loans

The overall geographic distribution of home mortgage loans reported in the Milwaukee AA is good. Our assessment gives the most weight to home refinance and home purchase loans, as these products respectively account for 72 percent and 25 percent of the bank's home mortgage loans in this AA (by number).

The geographic distribution of home purchase loans is excellent. Bank performance essentially equals the demographic comparator in low-income geographies, and performance exceeds the demographic comparator in moderate-income geographies. The bank's market share of home purchase loans in both low- and moderate-income geographies exceeds its overall product share.

The geographic distribution of home improvement loans is excellent. The bank exceeds the demographic comparator in both low- and moderate-income geographies. In addition, the bank's market share of home improvement loans in both low- and moderate-income geographies exceeds its overall product share.

The geographic distribution of home refinance loans is adequate. The bank's geographic distributions are significantly lower than the demographic comparator in both low- and moderate-income geographies. However, our conclusion emphasizes market share performance due to contextual information regarding geographic distributions for home refinance loans (explained in the next paragraph). The bank's market share of home refinance loans in low-income geographies is near, and in moderate-income geographies exceeds, its overall product share.

While home refinance lending increased significantly in this evaluation period due to the low interest rate environment, LMI areas experienced little/no home refinance lending growth. To illustrate, the bank reported 6,851 home refinance loans in the Milwaukee AA during the current evaluation period (a 155 percent increase over the 2,685 loans reported in the prior evaluation). However, its home refinance loans in moderate-income geographies increased just three percent (from 377 loans to 390 loans), and its lending in low-income geographies actually decreased (from 119 loans to 64 loans). This phenomenon is not unique to the bank as evidenced by its market rankings. The bank reported the fifth-most home refinance loans in both low- and moderate-income geographies, consistent with its market rank for the home refinance product overall.

In evaluating this lower proportion of lending in LMI areas, we considered foreclosure concentrations in the AA and documented studies showing foreclosures lead to lower property values in their immediate vicinity. According to a 2011 report by the Center for Responsible Lending, low-income neighborhoods in the Milwaukee MSA have a completed foreclosure rate that is 3.2 times higher than the area's overall rate. The completed foreclosure rate in moderate-income neighborhoods is two times higher. Foreclosure concentrations intensify housing value declines, making it even more challenging for homeowners in affected neighborhoods to refinance their homes.

Multifamily Loans

The geographic distribution of multifamily loans reported in the Milwaukee AA is excellent. Bank performance is near the demographic comparator in low-income geographies, and performance exceeds the demographic comparator in moderate-income geographies. In addition, the bank's market share of multifamily loans in both low- and moderate-income geographies exceeds its overall product share. Our assessment gives more weight to performance in moderate-income geographies as they contain substantially more multifamily housing units.

Small Loans to Businesses

The geographic distribution of business loans reported in the Milwaukee AA is adequate. Bank performance is lower than the demographic comparator in low-income geographies, and performance is somewhat lower than the demographic comparator in moderate-income geographies. The bank's market share of business loans in both low- and moderate-income geographies is near its overall product share.

Lending Gap Analysis

Our geographic distribution analysis included a review for lending gaps, particularly in LMI areas. We did not identify any unexplained lending gaps in the Milwaukee AA.

Distribution of Loans by Income Level of the Borrower

The overall borrower distribution of loans in the Milwaukee AA is good, as evidenced by a good distribution of home mortgage loans and small loans to businesses.

Home Mortgage Loans

The overall borrower distribution of home mortgage loans reported in the Milwaukee AA is good. Our assessment gives the most weight to home refinance and home purchase loans, as these products respectively account for 72 percent and 25 percent of the bank's home mortgage loans in this AA (by number).

The borrower distribution of home purchase loans is excellent. Bank performance exceeds the demographic comparators for both low- and moderate-income borrowers. In addition, the bank's market share of home purchase loans to both low- and moderate-income borrowers exceeds its overall product share.

The borrower distribution of home improvement loans is excellent. Bank performance exceeds the demographic comparator for both low- and moderate-income borrowers. In addition, the bank's market share of home improvement loans to both low- and moderate-income borrowers exceeds its overall product share.

The borrower distribution of home refinance loans is adequate. Bank performance is lower than the demographic comparator for low-income borrowers (even with consideration for poverty), and performance is lower than the demographic comparator for moderate-income borrowers. The bank's market share of home refinance loans to low-income borrowers exceeds, and to moderate-income borrowers is near, its overall product share.

Small Loans to Businesses

The distribution of loans to businesses of different sizes in the Milwaukee AA is good. The percentage of loans to small businesses (i.e., those with gross annual revenues of \$1 million or less) is somewhat lower than the demographic comparator, and the bank's market share of loans to small businesses exceeds its overall product share.

Community Development Lending

CD lending has a significantly positive impact and elevates overall lending performance. Our conclusion considers the bank's large volume of centralized, nonlocal deposits in this market (as described in the Lending Activity section).

The bank made 40 CD loans totaling \$172 million during the review period. By dollar volume, 51 percent of these loans provided affordable housing for LMI residents, 44 percent provided economic development, and 5 percent provided community services for LMI individuals. These loans created or rehabilitated a total of 982 affordable housing units. This level of CD lending represents 8 percent of allocated Tier 1 Capital.

CD loans include the following examples, which demonstrate responsiveness to identified needs for affordable housing stock in suburban areas, job creation, and funding for community development organizations:

- A \$20.5 million construction loan to finance the development of a 140-unit mixed income housing project, located in in a moderate-income census tract. Of the 140 units, 121 will be restricted to families with incomes at varying levels (30-60%) of the area median income.
- A \$1.8 million allocation of a \$5 million commitment to a CDFI formed to provide nonprofit corporations serving LMI communities with affordable financing for capital projects. This allocation funded qualified loans to area nonprofit organizations serving the needs of families, at-risk youth, the elderly and the disabled in the Milwaukee area.
- \$4.5 million construction to permanent loan to facilitate the rehabilitation of a 74-unit multi-family affordable housing project. The units are restricted to families making between 30-60 percent of the area median income.
- A \$14.0 million construction to permanent loan to finance an addition to a manufacturing plant in Milwaukee as part of a NMTC transaction. The plant is located in a low-income census tract, and funding will provide for the addition of a 100,000 square foot space. As part of the transaction, the company is committed to retain or create at least 450 jobs by 2025.

Product Innovation and Flexibility

Product innovation and flexibility have a neutral impact on lending performance. However, it is notable that the bank offers a wide variety of mortgage assistance programs in this market. The bank also originated six loans totaling \$260 thousand throughout the state via the Petroleum Environmental Cleanup Fund Award Program. The program, which was created to help finance the cleanup of petroleum-contaminated sites throughout Wisconsin, assists small businesses that are at risk of going out of business due to the burden of clean-up costs.

Conclusions for Areas Receiving Limited-Scope Reviews

Lending performance is excellent and not inconsistent with the Wisconsin Outstanding Lending Test rating in the Appleton, Madison, Oshkosh-Neenah, Racine, and Sheboygan AAs. Lending performance in the other limited-scope areas is weaker than the Wisconsin Outstanding Lending Test rating, but still considered good (Eau Claire, Fond du Lac, Green Bay, Janesville, Wausau, and nonmetropolitan AAs) or adequate (La Crosse AA). Weaker performance is attributable to less favorable CD lending (all), and less favorable borrower distributions (La Crosse). Performance differences in the limited-scope AAs did not impact the Lending Test rating for the state of Wisconsin.

INVESTMENT TEST

Investment Test performance in the state of Wisconsin is rated Outstanding. Bank performance in the full-scope Milwaukee AA is excellent. Performance in the limited-scope AAs did not impact the rating.

Conclusions for Areas Receiving Full-Scope Reviews

Bank performance in the Milwaukee AA is excellent in relation to bank capacity, identified needs, and available opportunities. The bank made 415 investments totaling \$159 million during the evaluation period. Our conclusion also considers the bank's large volume of centralized, nonlocal deposits in this market (as described in the Lending Activity section). In reviewing the performance of competing financial institutions as presented in their public CRA performance evaluations, we did not identify any other bank with more investment dollars in this market.

Current period investments consist of 21 NMTCs totaling \$100 million, 235 LIHTCs totaling \$55 million, five equity investments totaling \$1 million, four HTC's totaling \$1 million, and \$2 million grants and in-kind donations. The bank also has 51 prior period investments with an aggregate outstanding balance of \$39 million. Total investments represent nine percent of allocated Tier 1 Capital.

Most current period investments (99 percent by dollar volume) and prior period investments are responsive to revitalization and affordable housing needs. Investments include the following examples:

- An \$8 million NMTC investment to rehabilitate a building into office space, warehouse facilities, and additional retail space. The project is located in a moderate-income area, and is expected to create 230 new jobs.
- A \$7 million NMTC investment to redevelop a vacant industrial property located in a low-income area. The development is projected to create/retain 205 permanent jobs.
- LIHTCs totaling \$8 million to fund the adaptive reuse and new construction of 91 low-income housing units for families, seniors, and people with special needs.
- A \$12 million NMTC investment to rehabilitate and construct an addition for a warehouse located in a low-income area. The end use includes retail and office space in the historic building and 44 residential units in the new addition. At least 70 new jobs are projected.
- An \$8 million NMTC investment to expand a manufacturing operation located in a low-income area and on a recovered Brownfield site. The company has committed to retain/create 450 jobs by the year 2025.
- LIHTCs totaling \$7 million to construct a 60-unit affordable housing project for LMI families.

Conclusions for Areas Receiving Limited-Scope Reviews

Investment performance is excellent in all limited-scope areas and not inconsistent with the Wisconsin Outstanding Investment Test rating (Appleton, Eau Claire, Fond du Lac, Green Bay, Janesville, La Crosse, Madison, Oshkosh-Neenah, Sheboygan, Wausau, Racine, and nonmetropolitan AAs).

SERVICE TEST

Service Test performance in the state of Wisconsin is rated Outstanding. Based on a full-scope review, performance in the Milwaukee AA is excellent as evidenced by readily accessible retail delivery systems and a relatively high level of CD services. Performance differences in the limited-scope AAs did not impact the rating.

Conclusions for Areas Receiving Full-Scope Reviews

Retail Banking Services

Retail delivery systems are readily accessible to geographies and individuals of different income levels in the Milwaukee AA, with consideration of branches in MUI geographies that are in close proximity to LMI geographies. There are four branches in low-income geographies and four branches in moderate-income geographies. The percentage of branches in low-income tracts is near, and the percentage of branches in moderate-income census tracts is below, the percentage of the population residing in each area. However, we also considered several MUI branches in close proximity of LMI geographies (directly across the street or within a few blocks), which improve access to both low- and moderate-income areas. The bank improved retail accessibility by opening three branches during the evaluation period, including one branch in a moderate-income area. A strong ATM distribution in low-income areas also supports access. Branch services and hours are tailored to the convenience and needs of the AA.

Community Development Services

USB provided a relatively high level of CD services in the Milwaukee AA, with more than 190 service activities involving 62 different organizations. Leadership is evident through 48 activities involving Board or committee participation. Activities address a wide variety of CD initiatives and are most responsive to financial education needs. Bank staff provided 137 financial education programs to more than 3,000 individuals, including first-time homebuyers, small businesses, and youth.

Conclusions for Areas Receiving Limited-Scope Reviews

Service performance is excellent and not inconsistent with the Wisconsin Outstanding Service Test rating in the Appleton, Eau Claire, Green Bay, La Crosse, Madison, Oshkosh-Neenah, Sheboygan, and Wausau AAs. Service performance is weaker than the Wisconsin Outstanding Service Test rating, but still considered adequate in the Fond du Lac, Janesville, Racine, and nonmetropolitan AAs. Weaker performance is attributable to less accessible retail delivery systems. Performance differences in the limited-scope AAs did not impact the Service Test Rating for the state of Wisconsin.

Refer to Tables 1-15 in the state of Wisconsin section of Appendix D for the facts and data supporting performance conclusions under the Lending, Investment, and Service Tests.

OTHER RATED AREAS

- Chicago-Joliet-Naperville, IL-IN-WI Multistate MA
- Clarksville, TN-KY Multistate MSA
- Davenport-Moline-Rock Island, IA-IL Multistate MSA
- Fargo, ND-MN Multistate MSA
- Grand Forks, ND-MN Multistate MSA
- Kansas City, MO-KS Multistate MSA
- Lewiston, ID-WA Multistate MSA
- Logan, UT-ID Multistate MSA
- Louisville, KY-IN Multistate MSA
- Omaha-Council Bluffs, NE-IA Multistate MSA
- Portland-Vancouver-Beaverton, OR-WA Multistate MSA
- State of Arizona
- State of Arkansas
- State of Idaho
- State of Illinois
- State of Indiana
- State of Iowa
- State of Kansas
- State of Kentucky
- State of Minnesota
- State of Missouri
- State of Montana
- State of Nebraska
- State of Nevada
- State of New Mexico
- State of North Dakota
- State of Ohio
- State of Oregon
- State of South Dakota
- State of Tennessee
- State of Utah
- State of Wyoming

Chicago-Joliet-Naperville, IL-IN-WI Multistate MA Rating (Chicago MMA)

CRA rating for the Multistate MSA ¹ :	<u>Outstanding</u>
The Lending Test is rated:	<u>Outstanding</u>
The Investment Test is rated:	<u>Outstanding</u>
The Service Test is rated:	<u>High Satisfactory</u>

The major factors that support this rating include:

- Excellent lending performance in the Chicago AA based on good overall borrower distributions, adequate overall geographic distributions, an excellent level of lending activity, and the significantly positive impact of CD lending which elevates overall lending performance in this market.
- Excellent lending performance in the Lake-Kenosha AA based on good overall borrower distributions, adequate overall geographic distributions, an excellent level of lending activity, and the significantly positive impact of CD lending which elevates overall lending performance in this market.
- Excellent investment performance in both the Chicago and Lake-Kenosha AAs based on investment volume in relation to bank capacity, identified area needs, and available investment opportunities.
- Good service performance in the Chicago AA based on accessible retail delivery systems and a relatively high level of CD services. Service performance in the Lake-Kenosha AA is excellent due to readily accessible retail delivery systems.

Description of Institution’s Operations in the Chicago Multistate MA

The Chicago MMA is the bank’s 9th largest rated area (of 39), in terms of deposits. It accounts for \$5.8 billion and 2.9 percent of bank deposits. The bank has two AAs in this rated area. The Chicago AA includes six (of eight) counties in the Chicago-Naperville-Joliet MD, and the Lake-Kenosha AA includes the entire Lake-Kenosha MD. Refer to Appendix A for a detailed listing of bank AAs.

Scope of Evaluation in the Chicago MMA

We performed full-scope reviews of both AAs in this rated area. However, ratings are primarily driven by performance in the Chicago AA as it accounts for significantly more deposits and lending activity.

¹ This rating reflects performance in the multistate metropolitan area, which is evaluated separately and not included in the evaluation or rating of any state-rated area.

The Chicago AA is the bank's largest AA in this rated area (accounts for 93 percent of rated area deposits). There are 218 banks with 2,587 offices in the AA as of June 30, 2011. USB has 78 branches, 163 ATMs, and \$5.4 billion deposits, representing a 2 percent deposit market share and 10th place rank. Primary credit products are home mortgage and business loans. There are insufficient multifamily and farm loans for meaningful analysis. We conducted six community contacts and used other available information to determine there are ample CD opportunities in this AA.

The Lake-Kenosha AA accounts for seven percent of rated area deposits. There are 53 banks with 288 offices in the AA as of June 30, 2011. USB has 10 branches, 19 ATMs, and \$389 million deposits, representing a 2 percent deposit market share and 16th place rank. Primary credit products are home mortgage and business loans. There are insufficient multifamily and farm loans for meaningful analysis. We used three community contacts and other available information to determine there are many CD opportunities in this AA.

LENDING TEST

Lending Test performance in the Chicago MMA is rated Outstanding.

Performance in the **Chicago AA** is excellent . Our assessment weights home mortgage loans more than small business loans as they respectively account for 64 percent and 36 percent of the bank's reported loans in this AA (by number, excluding CD loans). Within the home mortgage category, our assessment gives the most weight to refinance and purchase loans, as these products respectively account for 77 percent and 22 percent of the bank's reported home mortgage loans in this AA (by number, excluding multifamily loans).

Lending Activity reflects excellent responsiveness to area credit needs in relation to deposits and competition. USB reported loans totaling \$9.4 billion over the evaluation period, ranking 9th of 574 home purchase lenders, 8th of 254 home improvement lenders, 7th of 723 home refinance lenders, and 5th of 194 small business lenders.

The **Distribution of Reported Loans by Income Level of the Geography** is adequate overall. Geographic distributions are poor for home mortgage loans and good for business loans. By individual product, geographic distributions are adequate for home purchase, adequate for home improvement, and poor for home refinance loans. There are no unexplained lending gaps.

The **Distribution of Reported Loans by Income Level of the Borrower** is good overall. Borrower distributions are adequate for home mortgage loans and excellent for business loans. By individual product, borrower distributions are good for home purchase, good for home improvement, and adequate for home refinance loans. Our home mortgage assessment considers the impact of poverty and the shortage of affordable housing stock on a low-income person's ability to afford a mortgage loan. Our business loan assessment emphasizes market share performance.

Community Development Lending has a significantly positive impact and elevates overall lending performance. USB originated 17 CD loans totaling \$127 million during the evaluation period. By dollar volume, these loans address the needs of LMI persons for affordable housing (46 percent) and community services (9 percent), as well as community needs for revitalization and stabilization (45 percent). This level of CD lending represents over 18 percent of allocated Tier 1 Capital.

Product Innovation and Flexibility have a neutral impact. Nationwide programs described in the Executive Summary section are offered in this market.

Performance in the **Lake-Kenosha AA** is excellent. Our assessment weights home mortgage loans more than small business loans as they respectively account for 61 percent and 39 percent of the bank's reported loans in this AA (by number, excluding CD loans). Within the home mortgage category, our assessment gives the most weight to refinance and purchase loans, as these products respectively account for 80 percent and 19 percent of the bank's reported home mortgage loans in this AA (by number, excluding multifamily loans).

Lending Activity reflects excellent responsiveness to area credit needs in relation to deposits and competition. USB reported loans totaling \$1.3 billion over the evaluation period, ranking 4th of 304 home purchase lenders, 14th of 91 home improvement lenders, 7th of 421 home refinance lenders, and 4th of 116 small business lenders.

The **Distribution of Reported Loans by Income Level of the Geography** is adequate overall. Geographic distributions are poor for all home mortgage products and excellent for business loans. There are no unexplained lending gaps.

The **Distribution of Reported Loans by Income Level of the Borrower** is good overall. Borrower distributions are adequate for home mortgage loans and excellent for business loans. By individual product, borrower distributions are good for home purchase, excellent for home improvement, and adequate for home refinance loans. Our home mortgage assessment considers the impact of poverty, the shortage of affordable housing stock, and the impact of fixed financing costs on a low-income borrower's ability to benefit from a refinance loan. Our business loan assessment emphasizes market share performance.

Community Development Lending has a significantly positive impact and elevates overall lending performance. USB originated two CD loans totaling \$17 million during the evaluation period to address the needs of LMI persons for affordable housing. This level of CD lending represents 35 percent of allocated Tier 1 Capital.

Product Innovation and Flexibility have a neutral impact. Nationwide programs described in the Executive Summary section are offered in this market.

INVESTMENT TEST

Investment Test performance in the Chicago MMA is rated Outstanding.

Performance in the **Chicago AA** is excellent in relation to bank capacity, identified area needs, and available investment opportunities. The bank made 525 investments totaling \$210 million during the evaluation period. Current period investments include 50 NMTCs totaling \$135 million, 218 LIHTCs totaling \$43 million, seven blind funds totaling \$9 million, four HTCs totaling \$4 million, 10 equity investments totaling \$620 thousand, and \$19 million qualified grants and in-kind donations. The bank also has 27 prior period investments with an aggregate outstanding balance of nearly \$10 million. Investments are particularly responsive to economic revitalization, affordable housing, and community service needs. Total investments represent 32 percent of allocated Tier 1 Capital.

Performance in the **Lake-Kenosha AA** is excellent in relation to bank capacity, identified area needs, and available investment opportunities. The bank made 50 investments totaling \$4 million during the evaluation period. Current period investments include 41 LIHTCs totaling more than \$3 million, four MBSs totaling \$657 thousand, and \$37 thousand qualified grants. The bank also has 17 prior period investments with an aggregate outstanding balance of \$2 million. Investments are particularly responsive to affordable housing needs. Total investments represent 13 percent of allocated Tier 1 Capital.

SERVICE TEST

Service Test performance in the Chicago MMA is rated High Satisfactory.

Performance in the **Chicago AA** is good. Retail delivery systems are accessible to geographies and individuals of different income levels, with consideration of MUI branches in close proximity to low-income geographies. Branching activity during the evaluation period improved access to banking services. The bank opened six branches and closed three branches, with three net branch openings in moderate-income areas. Branch services and hours are tailored to the convenience and needs of the AA. The bank provided a relatively high level of CD services with at least 134 service activities involving 39 different organizations. Active leadership is evident through 33 activities involving Board or committee participation. Activities are most responsive to the needs of LMI persons for community services.

Performance in the **Lake-Kenosha AA** is excellent. Retail delivery systems are readily accessible to geographies and individuals of different income levels. Branching activity during the evaluation period did not adversely affect access to banking services. The bank opened one branch in an upper-income geography. Branch services and hours are tailored to the convenience and needs of the AA. The bank provided an adequate level of CD services with at least eight service activities involving seven different organizations. Leadership is evident through five activities involving Board or committee participation. Activities are most responsive to the needs of LMI persons for community services.

Refer to Tables 1-15 in the Chicago MMA section of Appendix D for the facts and data supporting performance conclusions under the Lending, Investment, and Service Tests.

Clarksville, TN–KY Multistate MSA Rating (Clarksville MMSA)

CRA rating for the Multistate MSA¹:	<u>Outstanding</u>
The Lending Test is rated:	<u>Outstanding</u>
The Investment Test is rated:	<u>Outstanding</u>
The Service Test is rated:	<u>Outstanding</u>

The major factors that support this rating include:

- Excellent lending performance based on excellent overall borrower distributions, poor overall geographic distributions, an excellent level of lending activity, and the significantly positive impact of CD lending which elevates overall lending performance.
- Excellent investment performance based on investment volume in relation to bank capacity, identified area needs, and available investment opportunities.
- Excellent service performance based on readily accessible retail delivery systems and a relatively high level of CD services.

Description of Institution’s Operations in the Clarksville MMSA

The Clarksville MMSA is the bank’s 35th largest rated area (of 39), in terms of deposits. It accounts for \$273 million and less than one percent of bank deposits. The bank has one AA in this rated area (Clarksville AA), which includes two (of four) counties in the Clarksville MMSA. Refer to Appendix A for a detailed listing of bank AAs.

Scope of Evaluation in the Clarksville MMSA

We performed a full-scope review of the Clarksville AA and rated the Clarksville MMSA entirely on this assessment. There are 14 banks with 75 offices in the AA as of June 30, 2011. USB has 12 branches, 17 ATMs, and \$273 million deposits, representing a 9 percent deposit market share and 4th place rank. Primary credit products are home mortgage and business loans. There are insufficient multifamily loans for meaningful analysis. In addition, the AA has no low-income geographies. We used one community contact and other information to determine there are CD opportunities available.

¹ This rating reflects performance in the multistate metropolitan area, which is evaluated separately and not included in the evaluation or rating of any state-rated area.

LENDING TEST

Lending Test performance in the Clarksville MMSA is rated Outstanding.

Performance in the Clarksville AA is excellent. Our assessment weights home mortgage loans more than small business loans as they respectively account for 59 percent and 41 percent of the bank's reported loans in this AA (by number, excluding CD loans). Within the home mortgage category, our assessment gives the most weight to refinance and purchase loans, as these products respectively account for 60 percent and 35 percent of the bank's reported home mortgage loans in this AA (by number, excluding multifamily loans).

Lending Activity reflects excellent responsiveness to area credit needs in relation to deposits and competition. USB reported loans totaling \$284 million over the evaluation period, ranking 13th of 120 home purchase lenders, 4th of 42 home improvement lenders, 4th of 183 home refinance lenders, 1st of 44 small business lenders, and 1st of 12 small farm lenders.

The **Distribution of Reported Loans by Income Level of the Geography** is poor overall. Geographic distributions are poor for home mortgage loans, adequate for business loans, and poor for farm loans. By individual product, geographic distributions are poor for home purchase, excellent for home improvement, and poor for home refinance loans. There are no unexplained lending gaps.

The **Distribution of Reported Loans by Income Level of the Borrower** is excellent overall. Borrower distributions are excellent for home mortgage loans, excellent for business loans, and good for farm loans. By individual product, borrower distributions are good for home purchase loans, good for home improvement loans, and excellent for home refinance loans. Our home mortgage assessment considers the impact of poverty on a low-income person's ability to afford a mortgage loan, and the impact of fixed financing costs on a low-income borrower's ability to benefit from a refinance loan.

Community Development Lending has a significantly positive impact and elevates lending performance. USB originated five CD loans totaling \$4.3 million during the evaluation period. By dollar volume, these loans address community needs for revitalization and stabilization (92 percent), as well as the needs of LMI persons for affordable housing (6 percent) and community services (2 percent). This level of CD lending represents more than 12 percent of allocated Tier 1 Capital.

Product Innovation and Flexibility have a neutral impact. Nationwide programs described in the Executive Summary section are offered in this market.

INVESTMENT TEST

Investment Test performance in the Clarksville MMSA is rated Outstanding.

Performance in the Clarksville AA is excellent in relation to bank capacity, identified area needs, and available investment opportunities. The bank made 16 investments totaling \$2 million during the evaluation period. Current period investments include seven LIHTCs totaling \$2 million, and \$38 thousand qualified grants and in-kind donations. The bank also has 13 prior period investments with an aggregate outstanding balance of \$1 million. Investments are particularly responsive to affordable housing needs. Total investments represent 10 percent of allocated Tier 1 Capital.

SERVICE TEST

Service Test performance in the Clarksville MMSA is rated Outstanding.

Retail delivery systems are readily accessible to geographies and individuals of different income levels in the Clarksville AA. The bank had no branch openings or closings during the evaluation period. We did not identify any branch differences in product availability, services offered, or business hours that inconvenience LMI geographies or individuals. The bank provided a relatively high level of CD services with at least 24 service activities involving 15 different organizations. Leadership is evident through seven activities involving Board or committee participation. Activities are most responsive to the needs of LMI persons for community services.

Refer to Tables 1-15 in the Other MMA section of Appendix D for the facts and data supporting performance conclusions under the Lending, Investment, and Service Tests.

Davenport-Moline-Rock Island, IA-IL Multistate MSA Rating (Davenport MMSA)

CRA rating for the Multistate MSA¹:	<u>Outstanding</u>
The Lending Test is rated:	<u>Outstanding</u>
The Investment Test is rated:	<u>Outstanding</u>
The Service Test is rated:	<u>Outstanding</u>

The major factors that support this rating include:

- Excellent lending performance based on excellent overall borrower distributions, poor overall geographic distributions, an excellent level of lending activity, and the significantly positive impact of CD lending which elevates overall lending performance.
- Excellent investment performance based on investment volume in relation to bank capacity, identified area needs, and available investment opportunities.
- Excellent service performance based on readily accessible retail delivery systems and an excellent level of CD services.

Description of Institution's Operations in the Davenport MMSA

The Davenport MMSA is the bank's 31st largest rated area (of 39), in terms of deposits. It accounts for \$600 million and less than one percent of bank deposits. The bank has one AA in this rated area (Davenport AA), which includes three (of four) counties in the Davenport MMSA. Refer to Appendix A for a detailed listing of bank AAs.

Scope of Evaluation in the Davenport MMSA

We performed a full-scope review of the Davenport AA and rated the Davenport MMSA entirely on this assessment. There are 37 banks with 148 offices in the AA as of June 30, 2011. USB has 11 branches, 25 ATMs, and \$600 million deposits, representing a 9 percent deposit market share and 4th place rank. Primary credit products are home mortgage and business loans. There are insufficient multifamily loans for meaningful analysis. In addition, farm lending is limited and not included in our lending distribution analyses. We used one community contact and other available information to determine there are many CD opportunities.

¹ This rating reflects performance in the multistate metropolitan area, which is evaluated separately and not included in the evaluation or rating of any state-rated area.

LENDING TEST

Lending Test performance in the Davenport MMSA is rated Outstanding.

Performance in the Davenport AA is excellent. Our assessment weights home mortgage loans more than small business loans as they respectively account for 67 percent and 33 percent of the bank's reported loans in this AA (by number, excluding CD loans). Within the home mortgage category, our assessment gives the most weight to refinance and purchase loans, as these products respectively account for 61 percent and 37 percent of the bank's reported home mortgage loans in this AA (by number, excluding multifamily loans).

Lending Activity reflects excellent responsiveness to area credit needs in relation to deposits and competition. USB reported loans totaling \$786 million over the evaluation period, ranking 2nd of 149 home purchase lenders, 5th of 79 home improvement lenders, 2nd of 226 home refinance lenders, and 2nd of 56 small business lenders.

The **Distribution of Reported Loans by Income Level of the Geography** is poor overall. Geographic distributions are poor for home mortgage loans and adequate for business loans. By individual product, geographic distributions are adequate for home purchase, good for home improvement, and poor for home refinance loans. Our assessment of home improvement loans and business loans emphasizes moderate-income geographies as they have more lending opportunity. There are no unexplained lending gaps.

The **Distribution of Reported Loans by Income Level of the Borrower** is excellent overall. Borrower distributions are excellent for all home mortgage products reviewed and good for business loans.

Community Development Lending has a significantly positive impact and elevates overall lending performance. USB originated eight CD loans totaling \$33 million during the evaluation period. By dollar volume, these loans address community needs for revitalization and stabilization (87 percent), as well as the needs of LMI persons for community services (9 percent) and affordable housing (4 percent). This level of CD lending represents 44 percent of allocated Tier 1 Capital.

Product Innovation and Flexibility have a neutral impact. Nationwide programs described in the Executive Summary section are offered in this market.

INVESTMENT TEST

Investment Test performance in the Davenport MMSA is rated Outstanding.

Performance in the Davenport AA is excellent in relation to bank capacity, identified area needs, and available investment opportunities. The bank made 32 investments totaling \$21 million during the evaluation period. Current period investments include three NMTCs totaling \$18 million, 12 LIHTCs totaling \$2 million, and \$117 thousand qualified grants. The bank also has 16 prior period investments with an aggregate outstanding balance of nearly \$4 million. Investments are particularly responsive to revitalization and affordable housing needs. Total investments represent 32 percent of allocated Tier 1 Capital.

SERVICE TEST

Service Test performance in the Davenport MMSA is rated Outstanding.

Retail delivery systems are readily accessible to geographies and individuals of different income levels in the Davenport AA. Branching activity during the evaluation period did not adversely affect access to banking services. The bank opened one branch in an upper-income geography. We did not identify any branch differences in product availability, services offered, or business hours that inconvenience LMI geographies or individuals. The bank provided an excellent level of CD services with at least 81 service activities involving 25 different organizations. Active leadership is evident through 19 activities involving Board or committee participation. Activities are most responsive to the needs of LMI persons for community services.

Refer to Tables 1-15 in the Other MMA section of Appendix D for the facts and data supporting performance conclusions under the Lending, Investment, and Service Tests.

Fargo, ND-MN Multistate MSA Rating (Fargo MMSA)

CRA rating for the Multistate MSA¹:	<u>Outstanding</u>
The Lending Test is rated:	<u>Outstanding</u>
The Investment Test is rated:	<u>Outstanding</u>
The Service Test is rated:	<u>Outstanding</u>

The major factors that support this rating include:

- Excellent lending performance based on excellent overall borrower distributions, poor overall geographic distributions, an excellent level of lending activity, and the significantly positive impact of CD lending which elevates overall lending performance.
- Excellent investment performance based on investment volume in relation to bank capacity, identified area needs, and available investment opportunities.
- Excellent service performance based on readily accessible retail delivery systems and a relatively high level of CD services.

Description of Institution's Operations in the Fargo MMSA

The Fargo MMSA is the bank's 33rd largest rated area (of 39), in terms of deposits. It accounts for \$377 million and less than one percent of bank deposits. The bank has one AA in this rated area (Fargo AA), which includes the entire Fargo MMSA. Refer to Appendix A for a detailed listing of bank AAs.

Scope of Evaluation in the Fargo MMSA

We performed a full-scope review of the Fargo AA and rated the Fargo MMSA entirely on this assessment. There are 29 banks with 91 offices in the AA as of June 30, 2011. USB has seven branches, 23 ATMs, and \$377 million deposits, representing a 7 percent deposit market share and 4th place rank. Primary credit products are home mortgage and business loans. There are insufficient home improvement, multifamily, and farm loans for meaningful analysis. We used two community contacts and other information to determine there are CD opportunities available, with more limited opportunities for equity investments.

¹ This rating reflects performance in the multistate metropolitan area, which is evaluated separately and not included in the evaluation or rating of any state-rated area.

LENDING TEST

Lending Test performance in the Fargo MMSA is rated Outstanding.

Performance in the Fargo AA is excellent. Our assessment weights home mortgage loans more than small business loans as they respectively account for 78 percent and 22 percent of the bank's reported loans in this AA (by number, excluding CD loans). Within the home mortgage category, our assessment gives the most weight to refinance and purchase loans, as these products respectively account for 55 percent and 44 percent of the bank's reported home mortgage loans in this AA (by number, excluding multifamily loans).

Lending Activity reflects excellent responsiveness to area credit needs in relation to deposits and competition. USB reported loans totaling \$356 million over the evaluation period, ranking 3rd of 96 home purchase lenders, 3rd of 133 home refinance lenders, and 7th of 38 small business lenders.

The **Distribution of Reported Loans by Income Level of the Geography** is poor overall. Geographic distributions are very poor for home mortgage loans and good for business loans. By individual product, geographic distributions are poor for home purchase loans and very poor for home refinance loans. There are no identified lending gaps.

The **Distribution of Reported Loans by Income Level of the Borrower** is excellent overall. Borrower distributions are excellent for all home mortgage products reviewed and good for business loans. Our home mortgage assessment considers the impact of poverty on a low-income person's ability to afford a mortgage loan, and the impact of fixed financing costs on a low-income borrower's ability to benefit from a refinance loan. Our business loan assessment emphasizes market share performance.

Community Development Lending has a significantly positive impact and elevates overall lending performance. USB originated three CD loans totaling \$7 million during the evaluation period. By dollar volume, these loans address the needs of LMI persons for affordable housing (79 percent) and community needs for revitalization and stabilization (20 percent). This level of CD lending represents 16 percent of allocated Tier 1 Capital.

Product Innovation and Flexibility have a neutral impact. Nationwide programs described in the Executive Summary section are offered in this market.

INVESTMENT TEST

Investment Test performance in the Fargo MMSA is rated Outstanding.

Performance in the Fargo AA is excellent in relation to bank capacity, identified area needs, and available investment opportunities. The bank made 64 investments totaling more than \$5 million during the evaluation period. Current period investments include 51 LIHTCs totaling nearly \$5 million, a \$500 thousand equity investment, and \$138 thousand qualified grants and in-kind donations. The bank also has five prior period investments with an aggregate outstanding balance exceeding \$1 million. Investments are particularly responsive to affordable housing needs. Total investments represent 14 percent of allocated Tier 1 Capital.

SERVICE TEST

Service Test performance in the Fargo MMSA is rated Outstanding.

Retail delivery systems are readily accessible to geographies and individuals of different income levels in the Fargo AA. The bank had no branch openings or closings during the evaluation period. We did not identify any branch differences in product availability, services offered, or business hours that inconvenience LMI geographies or individuals. The bank provided a relatively high level of CD services with at least 23 service activities involving 14 different organizations. Active leadership is evident through 14 activities involving Board or committee participation. Activities are most responsive to the needs of LMI persons for community services and community needs for economic development.

Refer to Tables 1-15 in the Other MMA section of Appendix D for the facts and data supporting performance conclusions under the Lending, Investment, and Service Tests.

Grand Forks, ND-MN Multistate MSA Rating (Grand Forks MMSA)

CRA rating for the Multistate MSA¹:	<u>Outstanding</u>
The Lending Test is rated:	<u>Outstanding</u>
The Investment Test is rated:	<u>Outstanding</u>
The Service Test is rated:	<u>Low Satisfactory</u>

The major factors that support this rating include:

- Excellent lending performance based on adequate overall borrower distributions, good overall geographic distributions, an excellent level of lending activity, and the significantly positive impact of CD lending which elevates overall lending performance.
- Excellent investment performance based on investment volume in relation to bank capacity, identified area needs, and available investment opportunities.
- Adequate service performance based on reasonably accessible retail delivery systems and an adequate level of CD services.

Description of Institution's Operations in the Grand Forks MMSA

The Grand Forks MMSA is the bank's 37th largest rated area (of 39), in terms of deposits. It accounts for \$208 million and less than one percent of bank deposits. The bank has one AA in this rated area (Grand Forks AA), which includes the entire Grand Forks MMSA. Refer to Appendix A for a detailed listing of bank AAs.

Scope of Evaluation in the Grand Forks MMSA

We performed a full-scope review of the Grand Forks AA and rated the Grand Forks MMSA entirely on this assessment. There are 21 banks with 49 offices in the AA as of June 30, 2011. USB has three branches, 13 ATMs, and \$208 million deposits, representing a 10 percent deposit market share and 3rd place rank. Primary credit products are business and home mortgage loans. There are insufficient home improvement and multifamily loans for meaningful analysis. We used one community contact and other information to determine there are CD opportunities available.

¹ This rating reflects performance in the multistate metropolitan area, which is evaluated separately and not included in the evaluation or rating of any state-rated area.

LENDING TEST

Lending Test performance in the Grand Forks MMSA is rated Outstanding.

Performance in the Grand Forks AA is excellent. Our assessment weights small business loans more than home mortgage loans as they respectively account for 60 percent and 40 percent of the bank's reported loans in this AA (by number, excluding CD loans). Within the home mortgage category, our assessment gives the most weight to refinance and purchase loans, as these products respectively account for 64 percent and 31 percent of the bank's reported home mortgage loans in this AA (by number, excluding multifamily loans).

Lending Activity reflects excellent responsiveness to area credit needs in relation to deposits and competition. USB reported loans totaling \$144 million over the evaluation period, ranking 6th of 76 home purchase lenders, 4th of 84 home refinance lenders, 1st of 34 small business lenders, and 6th of 15 small farm lenders.

The **Distribution of Reported Loans by Income Level of the Geography** is good overall. Geographic distributions are good for home mortgage loans, good for business loans, and very poor for farm loans. By individual product, geographic distributions are excellent (with emphasis on moderate-income geographies) for home purchase loans and adequate for home refinance loans. There are no unexplained lending gaps.

The **Distribution of Reported Loans by Income Level of the Borrower** is adequate overall. Borrower distributions are good for all home mortgage products reviewed, adequate for business loans, and poor for farm loans. Our home mortgage assessment considers the impact of poverty on a low-income person's ability to afford a mortgage loan. Our business loan assessment emphasizes market share performance.

Community Development Lending has a significantly positive impact and elevates overall lending performance. USB originated four CD loans totaling \$7.5 million during the evaluation period. By dollar volume, these loans address community needs for revitalization and stabilization (56 percent) and the needs of LMI persons for affordable housing (44 percent). This level of CD lending represents 29 percent of allocated Tier 1 Capital.

Product Innovation and Flexibility have a neutral impact. Nationwide programs described in the Executive Summary section are offered in this market.

INVESTMENT TEST

Investment Test performance in the Grand Forks MMSA is rated Outstanding.

Performance in the Grand Forks AA is excellent in relation to bank capacity, identified area needs, and available investment opportunities. The bank made 33 investments totaling nearly \$9 million during the evaluation period. Current period investments include two NMTCs totaling \$7 million, 16 LIHTCs totaling \$777 thousand, one \$500 thousand tax credit, and \$37 thousand qualified grants. The bank also has 11 prior period investments with an aggregate outstanding balance of \$665 thousand. Investments are particularly responsive to economic revitalization and affordable housing needs. Total investments represent 36 percent of allocated Tier 1 Capital.

SERVICE TEST

Service Test performance in the Grand Forks MMSA is rated Low Satisfactory.

Retail delivery systems are reasonably accessible to geographies and individuals of different income levels in the Grand Forks AA. While the bank has no branches in LMI geographies, its three branches are located in the most populated area of the MMSA (cities of Grand Forks/East Grand Forks). The cities serve as a retail/medical center for the MMSA, which is quite large in terms of geography and rural immediately outside the cities. The MMSA's sole low-income tract and one of its moderate-income tracts are located in the cities of Grand Forks/East Grand Forks. There is a USB branch within a mile of the low-income tract and two USB branches within a mile of the moderate-income tract (one of which is located directly across the street). Lending distributions for home mortgage and business loans provide further evidence that retail delivery systems are accessible. The bank had no branch openings or closings during the evaluation period. Branch services and hours are tailored to the convenience and needs of the AA. The bank provided an adequate level of CD services with at least three service activities involving three different organizations. Two activities involve Board or committee leadership. Activities are most responsive to the needs of LMI persons for affordable housing and community services.

Refer to Tables 1-15 in the Other MMA section of Appendix D for the facts and data supporting performance conclusions under the Lending, Investment, and Service Tests.

Kansas City, MO-KS Multistate MSA Rating (Kansas City MMSA)

CRA rating for the Multistate MSA¹:	<u>Outstanding</u>
The Lending Test is rated:	<u>Outstanding</u>
The Investment Test is rated:	<u>Outstanding</u>
The Service Test is rated:	<u>Low Satisfactory</u>

The major factors that support this rating include:

- Excellent lending performance based on excellent overall borrower distributions, adequate overall geographic distributions, an excellent level of lending activity, and the significantly positive impact of CD lending which elevates overall lending performance.
- Excellent investment performance based on investment volume in relation to bank capacity, identified area needs, and available investment opportunities.
- Adequate service performance based on reasonably accessible retail delivery systems and a relatively high level of CD services.

Description of Institution’s Operations in the Kansas City MMSA

The Kansas City MMSA is the bank’s 16th largest rated area (of 39), in terms of deposits. It accounts for \$2.5 billion and less than two percent of bank deposits. The bank has one AA in this rated area (Kansas City AA), which includes nine (of 15) counties in the Kansas City MMSA. Refer to Appendix A for a detailed listing of bank AAs.

Scope of Evaluation in the Kansas City MMSA

We performed a full-scope review of the Kansas City AA and rated the Kansas City MMSA entirely on this assessment. There are 132 banks with 713 offices in the AA as of June 30, 2011. USB has 57 branches, 76 ATMs, and \$2.5 billion deposits, representing a 6 percent deposit market share and 4th place rank. Primary credit products are home mortgage and business loans. There are insufficient multifamily loans for meaningful analysis. We made one community contact and used other available information to determine there are many CD opportunities.

¹ This rating reflects performance in the multistate metropolitan area, which is evaluated separately and not included in the evaluation or rating of any state-rated area.

LENDING TEST

Lending Test performance in the Kansas City MMSA is rated Outstanding.

Performance in the Kansas City AA is excellent. Our assessment weights home mortgage loans more than small business loans as they respectively account for 64 percent and 36 percent of the bank's reported loans in this AA (by number, excluding CD loans). Within the home mortgage category, our assessment gives the most weight to refinance and purchase loans, as these products respectively account for 61 percent and 37 percent of the bank's reported home mortgage loans in this AA (by number, excluding multifamily loans).

Lending Activity reflects excellent responsiveness to area credit needs in relation to deposits and competition. USB reported loans totaling \$3.4 billion over the evaluation period, ranking 2nd of 392 home purchase lenders, 3rd of 164 home improvement lenders, 3rd of 437 home refinance lenders, 2nd of 122 small business lenders, and 3rd of 39 small farm lenders.

The **Distribution of Reported Loans by Income Level of the Geography** is adequate overall. Geographic distributions are poor for home mortgage loans, excellent for business loans, and excellent (with emphasis on moderate-income geographies) for farm loans. By individual product, geographic distributions are adequate for home purchase, good for home improvement, and poor for home refinance loans. There are no unexplained lending gaps.

The **Distribution of Reported Loans by Income Level of the Borrower** is excellent overall. Borrower distributions are excellent for all home mortgage products, excellent for business loans, and good for farm loans. Our home mortgage assessment considers the impact of poverty on a low-income person's ability to afford a mortgage loan, and the impact of fixed financing costs on a low-income borrower's ability to benefit from a refinance loan. Our business loan assessment emphasizes market share performance.

Community Development Lending has a significantly positive impact and elevates overall lending performance. USB originated 24 CD loans totaling \$77 million during the evaluation period. By dollar volume, these loans address the needs of LMI persons for affordable housing (44 percent) and community services (32 percent), as well as community needs for revitalization and stabilization (24 percent). This level of CD lending represents almost 25 percent of allocated Tier 1 Capital.

Product Innovation and Flexibility have a neutral impact. Nationwide programs described in the Executive Summary section are offered in this market.

INVESTMENT TEST

Investment Test performance in the Kansas City MMSA is rated Outstanding.

Performance in the Kansas City AA is excellent in relation to bank capacity, identified area needs, and available investment opportunities. The bank made 251 investments totaling \$128 million during the evaluation period. Current period investments include 18 NMTCs totaling \$52 million, 139 LIHTCs totaling \$46 million, 27 HTC's totaling \$27 million, four tax credits totaling nearly \$3 million, and \$349 thousand qualified grants. The bank also has 36 prior period investments with an aggregate outstanding balance of \$28 million. Investments are particularly responsive to economic revitalization and affordable housing needs. Total investments represent 50 percent of allocated Tier 1 Capital.

SERVICE TEST

Service Test performance in the Kansas City MMSA is rated Low Satisfactory.

Retail delivery systems are reasonably accessible to geographies and individuals of different income levels (with consideration of MUI branches in close proximity to LMI geographies) in the Kansas City AA. Branching activity during the evaluation period has not adversely affected access to banking services. The bank opened 16 branches during the evaluation period, all of which are located in MUI areas. Branch services and hours are tailored to the convenience and needs of the AA. The bank provided a relatively high level of CD services with at least 116 service activities involving 36 different organizations. Active leadership hours are evident through 26 activities involving Board or committee participation. Activities are most responsive to the needs of LMI persons for community services.

Refer to Tables 1-15 in the Other MMA section of Appendix D for the facts and data supporting performance conclusions under the Lending, Investment, and Service Tests.

Lewiston, ID-WA Multistate MSA Rating (Lewiston MMSA)

CRA rating for the Multistate MSA¹:	<u>Outstanding</u>
The Lending Test is rated:	<u>Outstanding</u>
The Investment Test is rated:	<u>Outstanding</u>
The Service Test is rated:	<u>Outstanding</u>

The major factors that support this rating include:

- Excellent lending performance based on excellent overall borrower distributions, adequate overall geographic distributions, an excellent level of lending activity, and the significantly positive impact of CD lending which elevates overall lending performance.
- Excellent investment performance based on investment volume in relation to bank capacity, identified area needs, and available investment opportunities.
- Excellent service performance based on readily accessible retail delivery systems and a relatively high level of CD services.

Description of Institution's Operations in the Lewiston MMSA

The Lewiston MMSA is the bank's 38th largest rated area (of 39), in terms of deposits. It accounts for \$93 million and less than one percent of bank deposits. The bank has one AA in this rated area (Lewiston AA), which includes the entire Lewiston MMSA. Refer to Appendix A for a detailed listing of bank AAs.

Scope of Evaluation in the Lewiston MMSA

We performed a full-scope review of the Lewiston AA and rated the Lewiston MMSA entirely on this assessment. There are 11 banks with 25 offices in the AA as of June 30, 2011. USB has three branches, six ATMs, and \$93 million deposits, representing a 12 percent deposit market share and 4th place rank. Primary credit products are home mortgage and business loans. There are insufficient farm loans for meaningful analysis, and no multifamily loans. In addition, the AA has no low-income geographies. We used one community contact and other available information to determine there are limited CD opportunities.

¹ This rating reflects performance in the multistate metropolitan area, which is evaluated separately and not included in the evaluation or rating of any state-rated area.

LENDING TEST

Lending Test performance in the Lewiston MMSA is rated Outstanding.

Performance in the Lewiston AA is excellent. Our assessment weights home mortgage loans more than small business loans as they respectively account for 55 percent and 45 percent of the bank's reported loans in this AA (by number, excluding CD loans). Within the home mortgage category, our assessment gives the most weight to refinance and purchase loans, as these products respectively account for 77 percent and 15 percent of the bank's reported home mortgage loans in this AA (by number).

Lending Activity reflects excellent responsiveness to area credit needs in relation to deposits and competition. USB reported loans totaling \$137 million over the evaluation period, ranking 9th of 47 home purchase lenders, 1st of 15 home improvement lenders, 3rd of 85 home refinance lenders, and 3rd of 26 small business lenders.

The **Distribution of Reported Loans by Income Level of the Geography** is adequate overall. Geographic distributions are adequate for home mortgage loans and good for business loans. By individual product, geographic distributions are good for home purchase, excellent for home improvement, and adequate for home refinance loans. There are no identified lending gaps.

The **Distribution of Reported Loans by Income Level of the Borrower** is excellent overall. Borrower distributions are excellent for home mortgage loans and excellent for business loans. By individual product, borrower distributions are good for home purchase, excellent for home improvement, and excellent for home refinance loans. Our home mortgage assessment considers the impact of poverty on a low-income person's ability to afford a mortgage loan, and the impact of fixed financing costs on a low-income borrower's ability to benefit from a refinance loan. Our business loan assessment emphasizes market share performance.

Community Development Lending has a significantly positive impact and elevates overall lending performance. USB originated four CD loans totaling \$1.9 million during the evaluation period. By dollar volume, these loans address community needs for revitalization and stabilization (64 percent) and the needs of LMI persons for affordable housing (36 percent). This level of CD lending represents 16 percent of allocated Tier 1 Capital.

Product Innovation and Flexibility have a neutral impact. Nationwide programs described in the Executive Summary section are offered in this market.

INVESTMENT TEST

Investment Test performance in the Lewiston MMSA is rated Outstanding.

Performance in the Lewiston AA is excellent in relation to bank capacity, identified area needs, and available investment opportunities. The bank made 15 investments totaling \$3 million during the evaluation period. Current period investments include seven LIHTCs totaling \$2 million, a \$931 thousand bond, and \$21 thousand qualified grants. The bank also has eight prior period investments with an aggregate outstanding balance of \$288 thousand. Investments are particularly responsive to affordable housing and small business/farm needs. Total investments represent 29 percent of allocated Tier 1 Capital.

SERVICE TEST

Service Test performance in the Lewiston MMSA is rated Outstanding.

Retail delivery systems are readily accessible to geographies and individuals of different income levels in the Lewiston AA. USB has a relatively small presence in this MMSA; however, two of its three branches are located in moderate-income geographies. The bank had no branch openings or closings during the evaluation period. We did not identify any branch differences in product availability, services offered, or business hours that inconvenience LMI geographies or individuals. The bank provided a relatively high level of CD services with at least seven service activities involving four different organizations. Leadership is evident through three activities involving Board or committee participation. Activities are most responsive to the needs of LMI persons for community services.

Refer to Tables 1-15 in the Other MMA section of Appendix D for the facts and data supporting performance conclusions under the Lending, Investment, and Service Tests.

Logan, UT-ID Multistate MSA Rating (Logan MMSA)

CRA rating for the Multistate MSA¹:	<u>Satisfactory</u>
The Lending Test is rated:	<u>High Satisfactory</u>
The Investment Test is rated:	<u>Outstanding</u>
The Service Test is rated:	<u>High Satisfactory</u>

The major factors that support this rating include:

- Good lending performance based on good overall borrower distributions, good overall geographic distributions, and an excellent level of lending activity. CD lending has a positive impact and further supports lending performance.
- Excellent investment performance based on investment volume in relation to bank capacity, identified area needs, and available investment opportunities.
- Good service performance based on readily accessible retail delivery systems and the lack of any documented CD service activities.

Description of Institution's Operations in the Logan MMSA

The Logan MMSA is the bank's smallest rated area (of 39), in terms of deposits. It accounts for \$21 million and less than one percent of bank deposits. The bank has one AA in this rated area (Logan AA), which includes the entire Logan MMSA. Refer to Appendix A for a detailed listing of bank AAs.

Scope of Evaluation in the Logan MMSA

We performed a full-scope review of the Logan AA and rated the Logan MMSA entirely on this assessment. There are 10 banks with 27 offices in the AA as of June 30, 2011. USB has two branches, two ATMs, and \$21 million deposits, representing a 2 percent deposit market share and 10th place rank. Primary credit products are home mortgage and business loans. There are insufficient home improvement loans for meaningful analysis, and no multifamily loans. We used one community contact and other available information to determine there are limited CD opportunities.

¹ This rating reflects performance in the multistate metropolitan area, which is evaluated separately and not included in the evaluation or rating of any state-rated area.

LENDING TEST

Lending Test performance in the Logan MMSA is rated High Satisfactory.

Performance in the Logan AA is good. Our assessment weights home mortgage loans more than small business loans as they respectively account for 77 percent and 23 percent of the bank's reported loans in this AA (by number, excluding CD loans). Within the home mortgage category, our assessment gives the most weight to refinance and purchase loans, as these products respectively account for 83 percent and 16 percent of the bank's reported home mortgage loans in this AA (by number, excluding multifamily loans).

Lending Activity reflects excellent responsiveness to area credit needs in relation to deposits and competition. USB reported loans totaling \$232 million over the evaluation period, ranking 8th of 77 home purchase lenders, 1st of 123 home refinance lenders, 6th of 33 small business lenders, and 2nd of 11 small farm lenders.

The **Distribution of Reported Loans by Income Level of the Geography** is good overall. Our assessment emphasizes moderate-income geographies as they have more lending opportunity for all product types. Geographic distributions are good for all home mortgage products reviewed, adequate for business loans, and very poor for farm loans. There are no identified lending gaps.

The **Distribution of Reported Loans by Income Level of the Borrower** is good overall. Borrower distributions are good for home mortgage loans and good for business loans. By individual product, borrower distributions are poor for home purchase loans and good for home refinance loans. Our home mortgage assessment considers the impact of poverty on a low-income person's ability to afford a mortgage loan, and the impact of fixed financing costs on a low-income borrower's ability to benefit from a refinance loan.

Community Development Lending has a positive impact and further supports lending performance. USB originated three CD loans totaling \$164 thousand during the evaluation period. These loans address the needs of LMI persons for affordable housing. This level of CD lending represents six percent of allocated Tier 1 Capital.

Product Innovation and Flexibility have a neutral impact. Nationwide programs described in the Executive Summary section are offered in this market.

INVESTMENT TEST

Investment Test performance in the Logan MMSA is rated Outstanding.

Performance in the Logan AA is excellent in relation to bank capacity, identified area needs, and available investment opportunities. The bank made two investments totaling \$255 thousand during the evaluation period. The bank also has four prior period investments with an aggregate outstanding balance of \$119 thousand. Investments are responsive to affordable housing needs. Total investments represent 13 percent of allocated Tier 1 Capital.

SERVICE TEST

Service Test performance in the Logan MMSA is rated High Satisfactory.

Retail delivery systems are readily accessible to geographies and individuals of different income levels in the Logan AA. The bank improved retail accessibility by opening one branch in a moderate-income geography during the evaluation period. We did not identify any branch differences in product availability, services offered, or business hours that inconvenience LMI geographies or individuals. The bank had no documented CD service activities in this market, which lowered our overall retail service assessment to good.

Refer to Tables 1-15 in the Other MMA section of Appendix D for the facts and data supporting performance conclusions under the Lending, Investment, and Service Tests.

Louisville, KY-IN Multistate MSA Rating (Louisville MMSA)

CRA rating for the Multistate MSA¹:	<u>Outstanding</u>
The Lending Test is rated:	<u>Outstanding</u>
The Investment Test is rated:	<u>Outstanding</u>
The Service Test is rated:	<u>Outstanding</u>

The major factors that support this rating include:

- Excellent lending performance based on excellent overall borrower distributions, adequate overall geographic distributions, an excellent level of lending activity, and the significantly positive impact of CD lending which elevates overall lending performance.
- Excellent investment performance based on investment volume in relation to bank capacity, identified area needs, and available investment opportunities.
- Excellent service performance based on readily accessible retail delivery systems and a relatively high level of CD services.

Description of Institution's Operations in the Louisville MMSA

The Louisville MMSA is the bank's 28th largest rated area (of 39), in terms of deposits. It accounts for \$748 million and less than one percent of bank deposits. The bank has one AA in this rated area (Louisville AA), which includes five (of 13) counties in the Louisville MMSA. Refer to Appendix A for a detailed listing of bank AAs.

Scope of Evaluation in the Louisville MMSA

We performed a full-scope review of the Louisville AA and rated the Louisville MMSA entirely on this assessment. There are 34 banks with 391 offices in the AA as of June 30, 2011. USB has 28 branches, 44 ATMs, and \$748 million deposits, representing a 4 percent deposit market share and 8th place rank. Primary credit products are home mortgage and business loans. There are insufficient multifamily and farm loans for meaningful analysis. We made three community contacts and used other available information to determine there are many CD opportunities.

¹ This rating reflects performance in the multistate metropolitan area, which is evaluated separately and not included in the evaluation or rating of any state-rated area.

LENDING TEST

Lending Test performance in the Louisville MMSA is rated Outstanding.

Performance in the Louisville AA is excellent. Our assessment weights home mortgage loans more than small business loans as they respectively account for 70 percent and 30 percent of the bank's reported loans in this AA (by number, excluding CD loans). Within the home mortgage category, our assessment gives the most weight to refinance and purchase loans, as these products respectively account for 61 percent and 37 percent of the bank's reported home mortgage loans in this AA (by number, excluding multifamily loans).

Lending Activity reflects excellent responsiveness to area credit needs in relation to deposits and competition. USB reported loans totaling \$1 billion over the evaluation period, ranking 6th of 733 home purchase lenders, 5th of 98 home improvement lenders, 6th of 293 home refinance lenders, and 5th of 71 small business lenders.

The **Distribution of Reported Loans by Income Level of the Geography** is adequate overall. Geographic distributions are poor for home mortgage loans and good for business loans. By individual product, geographic distributions are good (with emphasis on moderate-income geographies) for home purchase, poor for home improvement, and very poor for home refinance loans. There are no unexplained lending gaps.

The **Distribution of Reported Loans by Income Level of the Borrower** is excellent overall. Borrower distributions are excellent for all products reviewed. Our home mortgage assessment considers the impact of poverty on a low-income person's ability to afford a mortgage loan, and the impact of fixed financing costs on a low-income borrower's ability to benefit from a refinance loan.

Community Development Lending has a significantly positive impact and elevates overall lending performance. USB originated 11 CD loans totaling \$66 million during the evaluation period. By dollar volume, these loans address community needs for revitalization and stabilization (89 percent), as well as the needs of LMI persons for community services (9 percent) and affordable housing (2 percent). This level of CD lending represents 70 percent of allocated Tier 1 Capital.

Product Innovation and Flexibility have a neutral impact. Nationwide programs described in the Executive Summary section are offered in this market.

INVESTMENT TEST

Investment Test performance in the Louisville MMSA is rated Outstanding.

Performance in the Louisville AA is excellent in relation to bank capacity, identified area needs, and available investment opportunities. The bank made 65 investments totaling \$60 million during the evaluation period. Current period investments include 17 NMTCs totaling \$55 million, 16 LIHTCs totaling \$3 million, six MBSs totaling \$795 thousand, a \$250 thousand equity investment, a \$234 thousand HTC, and \$109 thousand qualified grants. The bank also has 22 prior period investments with an aggregate outstanding balance of \$9 million. Investments are particularly responsive to economic revitalization needs. Total investments represent 73 percent of allocated Tier 1 Capital.

SERVICE TEST

Service Test performance in the Louisville MMSA is rated Outstanding.

Retail delivery systems are readily accessible to geographies and individuals of different income levels in the Louisville AA. Branch openings and closings during the evaluation period did not adversely affect retail accessibility. The bank opened one branch and closed one branch during the evaluation period, with no net branch changes in geographies of any income level. We did not identify any branch differences in product availability, services offered, or business hours that inconvenience LMI geographies or individuals. The bank provided a relatively high level of CD services with at least 45 service activities involving 27 different organizations. Leadership is evident through 11 activities involving Board or committee participation. Activities are most responsive to the needs of LMI persons for community services.

Refer to Tables 1-15 in the Other MMA section of Appendix D for the facts and data supporting performance conclusions under the Lending, Investment, and Service Tests.

Omaha-Council Bluffs, NE-IA Multistate MSA Rating (Omaha MMSA)

CRA rating for the Multistate MSA¹:	<u>Outstanding</u>
The Lending Test is rated:	<u>Outstanding</u>
The Investment Test is rated:	<u>Outstanding</u>
The Service Test is rated:	<u>High Satisfactory</u>

The major factors that support this rating include:

- Excellent lending performance based on excellent overall borrower distributions, good overall geographic distributions, and an excellent level of lending activity. CD lending received significantly positive consideration and further supports lending performance.
- Excellent investment performance based on investment volume in relation to bank capacity, identified area needs, and available investment opportunities.
- Good service performance based on accessible retail delivery systems and a relatively high level of CD services.

Description of Institution's Operations in the Omaha MMSA

The Omaha MMSA is the bank's 20th largest rated area (of 39), in terms of deposits. It accounts for \$1.8 billion and less than one percent of bank deposits. The bank has one AA in this rated area (Omaha AA), which includes five (of eight) counties in the Omaha MMSA. Refer to Appendix A for a detailed listing of bank AAs.

Scope of Evaluation in the Omaha MMSA

We performed a full-scope review of the Omaha AA and rated the Omaha MMSA entirely on this assessment. There are 57 banks with 299 offices in the AA as of June 30, 2011. USB has 34 branches, 65 ATMs, and \$1.8 billion deposits, representing a 9 percent deposit market share and 4th place rank. Primary credit products are home mortgage and business loans. There are insufficient multifamily loans for meaningful analysis. We made three community contacts and used other available information to determine there are many CD opportunities.

¹ This rating reflects performance in the multistate metropolitan area, which is evaluated separately and not included in the evaluation or rating of any state-rated area.

LENDING TEST

Lending Test performance in the Omaha MMSA is rated Outstanding.

Performance in the Omaha AA is excellent. Our assessment weights home mortgage loans more than small business loans as they respectively account for 64 percent and 36 percent of the bank's reported loans in this AA (by number, excluding CD loans). Within the home mortgage category, our assessment gives the most weight to refinance and purchase loans, as these products respectively account for 57 percent and 41 percent of the bank's reported home mortgage loans in this AA (by number, excluding multifamily loans).

Lending Activity reflects excellent responsiveness to area credit needs in relation to deposits and competition. USB reported loans totaling \$1.6 billion over the evaluation period, ranking 2nd of 215 home purchase lenders, 6th of 92 home improvement lenders, 3rd of 267 home refinance lenders, 3rd of 64 small business lenders, and 2nd of 24 small farm lenders.

The **Distribution of Reported Loans by Income Level of the Geography** is good overall. Geographic distributions are adequate for home mortgage loans, excellent for business loans, and poor for farm loans. By individual product, geographic distributions are good for home purchase, adequate for home improvement, and adequate for home refinance loans. Our assessment of home mortgage loans and business loans emphasizes moderate-income geographies as they have more lending opportunity. There are no unexplained lending gaps.

The **Distribution of Reported Loans by Income Level of the Borrower** is excellent overall. Borrower distributions are excellent for all home mortgage products, good for business loans, and good for farm loans. Our home mortgage assessment considers the impact of poverty on a low-income person's ability to afford a mortgage loan.

Community Development Lending has a significantly positive impact and further supports lending performance. USB originated 12 CD loans totaling \$25.6 million during the evaluation period. By dollar volume, these loans address the needs of LMI persons for affordable housing (51 percent) and community needs for revitalization and stabilization (49 percent). This level of CD lending represents 11 percent of allocated Tier 1 Capital.

Product Innovation and Flexibility have a neutral impact. Nationwide programs described in the Executive Summary section are offered in this market.

INVESTMENT TEST

Investment Test performance in the Omaha MMSA is rated Outstanding.

Performance in the Omaha AA is excellent in relation to bank capacity, identified area needs, and available investment opportunities. The bank made 329 investments totaling \$31 million during the evaluation period. Current period investments include 268 LIHTCs totaling \$16 million, 11 NMTCs totaling \$7 million, seven HTC's totaling \$7 million, three MBSs totaling \$505 thousand, and \$296 thousand qualified grants. The bank also has 31 prior period investments with an aggregate outstanding balance of \$23 million. Investments are particularly responsive to affordable housing and economic revitalization needs. Total investments represent 24 percent of allocated Tier 1 Capital.

SERVICE TEST

Service Test performance in the Omaha MMSA is rated High Satisfactory.

Retail delivery systems are accessible to geographies and individuals of different income levels in the Omaha AA. Strong ATM distributions in LMI areas also support access. Branch openings and closings during the evaluation period did not adversely affect retail accessibility. The bank opened one branch in an upper-income geography and closed one branch in a middle-income geography. Branch services and hours are tailored to the convenience and needs of the AA. The bank provided a relatively high level of CD services with at least 77 service activities involving 37 different organizations. Active leadership hours are evident through 23 activities involving Board or committee participation. Activities are most responsive to the needs of LMI persons for community services.

Refer to Tables 1-15 in the Other MMA section of Appendix D for the facts and data supporting performance conclusions under the Lending, Investment, and Service Tests.

Portland-Vancouver-Beaverton, OR-WA Multistate MSA Rating (Portland MMSA)

CRA rating for the MMSA¹:	<u>Outstanding</u>
The Lending Test is rated:	<u>Outstanding</u>
The Investment Test is rated:	<u>Outstanding</u>
The Service Test is rated:	<u>Outstanding</u>

The major factors that support this rating include:

- Excellent lending performance based on excellent overall borrower distributions, excellent overall geographic distributions, and a good level of lending activity. CD lending received significantly positive consideration and further supports lending performance.
- Excellent investment performance based on investment volume in relation to bank capacity, identified area needs, and available investment opportunities.
- Excellent service performance based on readily accessible retail delivery systems and a relatively high level of CD services.

Description of Institution's Operations in the Portland MMSA

The Portland MMSA is the bank's eighth largest rated area (of 39), in terms of deposits. It accounts for \$7.6 billion and almost four percent of bank deposits. The bank has one AA in this rated area (Portland AA), which includes six (of seven) counties in the Portland MMSA. Refer to Appendix A for a detailed listing of bank AAs.

Scope of Evaluation in the Portland MMSA

We performed a full-scope review of the Portland AA and rated the Portland MMSA entirely on this assessment. There are 40 banks with 578 offices in the AA as of June 30, 2011. USB has 106 branches, 227 ATMs, and \$7.6 billion deposits, representing a 19 percent deposit market share and 2nd place rank. Primary credit products are business and home mortgage loans. We used two community contacts and other available information to determine there are many CD opportunities.

¹ This rating reflects performance in the multistate metropolitan area, which is evaluated separately and not included in the evaluation or rating of any state-rated area.

LENDING TEST

Lending Test performance in the Portland MMSA is rated Outstanding.

Performance in the Portland AA is excellent. Our assessment weights small business loans more than home mortgage loans as they respectively account for 67 percent and 33 percent of the bank's reported loans in this AA (by number, excluding CD loans). Within the home mortgage category, our assessment gives the most weight to refinance and purchase loans, as these products respectively account for 77 percent and 20 percent of the bank's reported home mortgage loans in this AA (by number).

Lending Activity reflects good responsiveness to area credit needs in relation to deposits and competition. USB reported loans totaling \$3.8 billion over the evaluation period, ranking 8th of 321 home purchase lenders, 2nd of 113 home improvement lenders, 4th of 404 home refinance lenders, 1st of 97 small business lenders, and 5th of 20 small farm lenders.

The **Distribution of Reported Loans by Income Level of the Geography** is excellent overall. Geographic distributions are good for home mortgage loans, excellent for multifamily loans, excellent for business loans, and poor for farm loans. By individual product, geographic distributions are good for home purchase, excellent for home improvement, and good for home refinance loans. Our assessment of home improvement loans and farm loans emphasizes moderate-income geographies as they have more lending opportunity. There are no identified lending gaps.

The **Distribution of Reported Loans by Income Level of the Borrower** is excellent overall. Borrower distributions are excellent for home mortgage loans, excellent for business loans, and good for farm loans. By individual product, borrower distributions are good for home purchase, excellent for home improvement, and excellent for home refinance loans. Our home mortgage assessment considers the impact of poverty on a low-income person's ability to afford a mortgage loan. Our business loan assessment emphasizes market share performance.

Community Development Lending has a significantly positive impact and further supports lending performance. USB originated 63 CD loans totaling \$138 million during the evaluation period. By dollar volume, these loans address the needs of LMI persons for affordable housing (68 percent) and community services (12 percent), as well as community needs for revitalization and stabilization (18 percent) and economic development (2 percent). This level of CD lending represents 14 percent of allocated Tier 1 Capital.

Product Innovation and Flexibility have a neutral impact. Nationwide programs described in the Executive Summary section are offered in this market.

INVESTMENT TEST

Investment Test performance in the Portland MMSA is rated Outstanding.

Performance in the Portland AA is excellent in relation to bank capacity, identified area needs, and available investment opportunities. The bank made 434 investments totaling \$111 million during the evaluation period. Current period investments include 228 LIHTCs totaling \$46 million, 20 HTCs totaling \$34 million, 12 NMTCs totaling \$23 million, two solar tax credits totaling \$6 million, and \$2 million qualified grants and in-kind donations. The bank also has 61 prior period investments with an aggregate outstanding balance of \$22 million. Investments are particularly responsive to affordable housing and revitalization/stabilization needs. Total investments represent 14 percent of allocated Tier 1 Capital.

SERVICE TEST

Service Test performance in the Portland MMSA is rated Outstanding.

Retail delivery systems are readily accessible to geographies and individuals of different income levels in the Portland AA. The bank improved retail accessibility by opening three branches during the evaluation period, including one branch in a moderate-income area. We did not identify any branch differences in product availability, services offered, or business hours that inconvenience LMI geographies or individuals. The bank provided a relatively high level of CD services with at least 201 service activities involving 83 different organizations. Active leadership is evident through 62 activities involving Board or committee participation. Activities are most responsive to the needs of LMI persons for community services.

Refer to Tables 1-15 in the Other MMA section of Appendix D for the facts and data supporting performance conclusions under the Lending, Investment, and Service Tests.

State of Arizona Rating

CRA rating for the State:	<u>Outstanding</u>
The Lending Test is rated:	<u>Outstanding</u>
The Investment Test is rated:	<u>Outstanding</u>
The Service Test is rated:	<u>High Satisfactory</u>

The major factors that support this rating include:

- Excellent lending performance in the full-scope area based on good overall borrower distributions, good overall geographic distributions, an excellent level of lending activity, and the significantly positive impact of CD lending which elevates overall lending performance.
- Excellent investment performance in the full-scope area based on investment volume in relation to bank capacity, identified area needs, and available investment opportunities.
- Good service performance in the full-scope area based on accessible retail delivery systems and a relatively high level of CD services.
- Performance differences in the limited-scope AAs did not impact state ratings.

Description of Institution’s Operations in the State of Arizona

The state of Arizona is the bank’s 24th largest rated area (of 39), in terms of deposits. It accounts for \$1.23 billion and less than one percent of bank deposits. The bank has four AAs in this rated area, all of which are metropolitan areas. Refer to Appendix A for a detailed listing of bank AAs.

Scope of Evaluation in the State of Arizona

We performed a full-scope review of the Phoenix AA, which includes the entire Phoenix-Mesa-Scottsdale MSA. Other AAs received limited-scope reviews. State ratings are based primarily on performance in the full-scope area.

The Phoenix AA is the bank’s largest AA in this rated area, accounting for 79 percent of rated area deposits. There are 61 banks with 933 offices in the Phoenix AA as of June 30, 2011. USB has 64 branches, 75 ATMs, and \$967 million deposits, representing a 2 percent deposit market share and 7th place rank. Primary credit products are home mortgage and business loans. There are insufficient multifamily and farm loans for meaningful analysis. We made three community contacts and used other information to determine there are CD opportunities available.

LENDING TEST

Lending Test performance in the state of Arizona is rated Outstanding.

Based on a full-scope review, performance in the Phoenix AA is excellent. Our assessment weights home mortgage loans more than small business loans as they respectively account for 63 percent and 37 percent of the bank's reported loans in this AA (by number, excluding CD loans). Within the home mortgage category, our assessment gives the most weight to purchase and refinance loans, as these products respectively account for 51 percent and 48 percent of the bank's reported home mortgage loans in this AA (by number, excluding multifamily loans).

Lending Activity reflects excellent responsiveness to area credit needs in relation to deposits and competition. USB reported loans totaling \$3 billion over the evaluation period, ranking 10th of 564 home purchase lenders, 8th of 125 home improvement lenders, 7th of 504 home refinance lenders, and 6th of 167 small business lenders.

The **Distribution of Reported Loans by Income Level of the Geography** is good overall. Geographic distributions are adequate for home mortgage loans and excellent for business loans. By individual product, geographic distributions are adequate for home purchase, adequate (with emphasis on moderate-income geographies) for home improvement, and poor for home refinance loans. There are no unexplained lending gaps.

The **Distribution of Reported Loans by Income Level of the Borrower** is good overall. Borrower distributions are good for home mortgage loans and excellent for business loans. By individual product, borrower distributions are good for home purchase, adequate for home improvement, and adequate for home refinance loans. Our home mortgage assessment considers the impact of poverty on a low-income person's ability to afford a mortgage loan. Our business loan assessment emphasizes market share performance.

Community Development Lending has a significantly positive impact and elevates overall lending performance. USB originated ten CD loans totaling \$33 million during the evaluation period. By dollar volume, these loans address community needs for revitalization and stabilization (79 percent) and the needs of LMI persons for community services (21 percent). This level of CD lending represents 27 percent of allocated Tier 1 Capital.

Product Innovation and Flexibility have a neutral impact. Nationwide programs described in the Executive Summary section are offered in this market.

Based on a limited-scope review, performance in the Tucson AA is excellent and not inconsistent with the Arizona Outstanding Lending Test rating. Performance in other limited-scope areas is weaker than the Arizona Outstanding Lending Test rating, but still considered good (Prescott) or adequate (Lake Havasu City-Kingman AA). Weaker performance is attributable to less favorable CD lending and borrower distributions (Lake Havasu City-Kingman AA), and less favorable geographic distributions. Performance differences in the limited-scope AAs did not impact the Lending Test rating for the state of Arizona.

INVESTMENT TEST

Investment Test performance in the state of Arizona is rated Outstanding.

Based on a full-scope review, performance in the Phoenix AA is excellent. The bank made 114 investments totaling \$74 million during the evaluation period. Current period investments include 12 NMTCs totaling \$50 million, six blind fund investments totaling nearly \$18 million, 25 LIHTCs totaling \$6 million, and \$289 thousand qualified grants. The bank also has 12 prior period investments with an aggregate outstanding balance of \$23 million. Investments are particularly responsive to revitalization and stabilization needs. Total investments represent 80 percent of allocated Tier 1 Capital.

Based on a limited-scope review, performance in the Tucson AA is excellent and not inconsistent with the Arizona Outstanding Investment Test rating. Performance in the Lake Havasu City-Kingman and Prescott AAs is weaker than the Arizona Outstanding Investment Test rating, but still considered good. Weaker performance is attributable to lower relative investment volumes. Performance differences in the limited-scope AAs did not impact the Investment Test rating for the state of Arizona.

USB also made 15 statewide investments totaling \$55 thousand during the evaluation period, and it has one prior period statewide investment with an outstanding balance of \$100 thousand.

SERVICE TEST

Service Test performance in the state of Arizona is rated High Satisfactory.

Based on a full-scope review, performance in the Phoenix AA is good. Retail delivery systems are accessible to geographies and individuals of different income levels. Branching activity has improved access to banking services. The bank opened six branches and closed two branches during the evaluation period, with one net opening in moderate-income tracts and three net openings in middle-income tracts. Branch services and hours are tailored to the convenience and needs of the AA. The bank provided a relatively high level of CD services with at least 102 service activities involving 38 different organizations. Leadership is evident through 19 activities involving Board or committee participation. Activities are most responsive to the needs of LMI persons for community services.

Based on a limited-scope review, performance is excellent in the Tucson AA and stronger than the Arizona High Satisfactory Service Test rating. Service performance in the Lake Havasu City-Kingman and Prescott AAs is weaker than the Arizona High Satisfactory Service Test Rating, but still considered adequate. Stronger (or weaker) performance is attributable to more accessible (or less accessible) retail delivery systems. Performance differences in the limited-scope AAs did not impact the Service Test rating for the state of Arizona.

Refer to Tables 1-15 in the state of Arizona section of Appendix D for the facts and data supporting performance conclusions under the Lending, Investment, and Service Tests.

State Of Arkansas

CRA Rating for the State:	<u>Outstanding</u>
The Lending Test is rated:	<u>Outstanding</u>
The Investment Test is rated:	<u>Outstanding</u>
The Service Test is rated:	<u>Outstanding</u>

The major factors that support this rating include:

- Excellent lending performance in the full-scope area based on excellent overall borrower distributions, adequate overall geographic distributions, an excellent level of lending activity, and the significantly positive impact of CD lending which elevates overall lending performance.
- Excellent investment performance in the full-scope area based on investment volume in relation to bank capacity, identified area needs, and available investment opportunities.
- Excellent service performance in the full-scope area based on readily accessible retail delivery systems and a relatively high level of CD services.
- Performance differences in the limited-scope AAs did not impact state ratings.

Description of Institution’s Operations in the State of Arkansas

The state of Arkansas is the bank’s 27th largest rated area (of 39), in terms of deposits. It accounts for \$814 million and less than 1 percent of bank deposits. The bank has seven AAs in this rated area, three of which are metropolitan areas. The four nonmetropolitan AAs are combined for analysis and presentation. Refer to Appendix A for a detailed listing of bank AAs.

Scope of Evaluation in the State of Arkansas

We performed a full-scope review of the Little Rock AA, which includes five (of six) counties in the Little Rock-North Little Rock-Conway MSA. Other AAs received limited-scope reviews. State ratings are based primarily on performance in the full-scope area.

The Little Rock AA is the bank’s largest AA in this rated area, accounting for 59 percent of rated area deposits. There are 35 banks with 317 offices in the AA as of June 30, 2011. USB has 22 branches, 23 ATMs, and \$484 million deposits, representing a 4 percent deposit market share and 8th place rank. Primary credit products are home mortgage and business loans. There are insufficient multifamily and farm loans for meaningful analysis. We used two community contacts and other available information to determine there are many CD opportunities.

LENDING TEST

Lending Test performance in the state of Arkansas is rated Outstanding.

Based on a full-scope review, performance in the Little Rock AA is excellent. Our assessment weights home mortgage loans more than small business loans as they respectively account for 62 percent and 38 percent of the bank's reported loans in this AA (by number, excluding CD loans). Within the home mortgage category, our assessment gives the most weight to refinance and purchase loans, as these products respectively account for 52 percent and 43 percent of the bank's reported home mortgage loans in this AA (by number, excluding multifamily loans).

Lending Activity reflects excellent responsiveness to area credit needs in relation to deposits and competition. USB reported loans totaling \$754 million over the evaluation period, ranking 3rd of 203 home purchase lenders, 1st of 74 home improvement lenders, 3rd of 226 home refinance lenders, and 2nd of 63 small business lenders.

The **Distribution of Reported Loans by Income Level of the Geography** is adequate overall. Geographic distributions are adequate for home mortgage loans and good for business loans. By individual product, geographic distributions are adequate for home purchase, good for home improvement, and adequate for home refinance loans. Our home mortgage assessment emphasizes moderate-income geographies as they have more lending opportunity. There are no unexplained lending gaps.

The **Distribution of Reported Loans by Income Level of the Borrower** is excellent overall. Borrower distributions are excellent for all products reviewed. Our home mortgage assessment considers the impact of poverty on a low-income person's ability to afford a mortgage loan, and the impact of fixed financing costs on a low-income borrower's ability to benefit from a refinance loan. Our business loan assessment emphasizes market share performance.

Community Development Lending has a significantly positive impact and elevates overall lending performance. USB originated ten CD loans totaling \$15 million during the evaluation period. By dollar volume, these loans address the needs of LMI persons for affordable housing (91 percent) and community services (8 percent), as well as community needs for revitalization and stabilization (1 percent). This level of CD lending represents 25 percent of allocated Tier 1 Capital.

Product Innovation and Flexibility have a neutral impact. Nationwide programs described in the Executive Summary section are offered in this market.

Based on a limited-scope review, performance in the Hot Springs and nonmetropolitan AAs is excellent and not inconsistent with the Arkansas Outstanding Lending Test rating. Performance in the Fort Smith AA is weaker than the Arkansas Outstanding Lending Test rating, but still considered good. Weaker performance is attributable to less favorable CD lending. Performance differences in the limited-scope AAs did not impact the Lending Test rating for the state of Arkansas.

INVESTMENT TEST

Investment Test performance in the state of Arkansas is rated Outstanding.

Based on a full-scope review, performance in the Little Rock AA is excellent. The bank made 139 investments totaling \$16 million during the evaluation period. Current period investments include 120 LIHTCs totaling \$11 million, one \$5 million NMTC, two MBSs totaling \$219 thousand, and \$47 thousand qualified grants. The bank also has 12 prior period investments with an aggregate outstanding balance of \$3 million. Investments are particularly responsive to affordable housing and economic revitalization needs. Total investments represent 32 percent of allocated Tier 1 Capital.

Based on limited-scope reviews, performance in the Fort Smith and nonmetropolitan AAs is excellent and not inconsistent with the Arkansas Outstanding Investment Test rating. Performance in the Hot Springs AA is weaker than the Arkansas Outstanding Investment Test rating, but still considered good. Weaker performance is attributable to a lower relative investment volume. This performance difference did not impact the Investment Test rating for the state of Arkansas.

USB also made six statewide investments totaling \$17 thousand during the evaluation period.

SERVICE TEST

Service Test performance in the state of Arkansas is rated Outstanding.

Based on a full-scope review, performance in the Little Rock AA is excellent. Retail delivery systems are readily accessible to geographies and individuals of different income levels. The bank had no branch openings or closings during the evaluation period. We did not identify any branch differences in product availability, services offered, or business hours that inconvenience LMI geographies or individuals. The bank provided a relatively high level of CD services with at least 73 service activities involving 34 different organizations. Leadership is evident through 13 activities involving Board or committee participation. Activities are most responsive to the needs of LMI persons for community services.

Based on a limited-scope review, performance in the Hot Springs AA is excellent and not inconsistent with the Arkansas Outstanding Service Test rating. Service performance in the Fort Smith and nonmetropolitan AAs is weaker than the Arkansas Outstanding Service Test rating, but still considered good. Weaker performance is attributable to less accessible retail delivery systems. Performance differences in the limited-scope AAs did not impact the Service Test rating for the state of Arkansas.

Refer to Tables 1-15 in the state of Arkansas section of Appendix D for the facts and data supporting performance conclusions under the Lending, Investment, and Service Tests.

State of Idaho Rating

CRA Rating for the State:	<u>Outstanding</u>
The Lending Test is rated:	<u>Outstanding</u>
The Investment Test is rated:	<u>Outstanding</u>
The Service Test is rated:	<u>Outstanding</u>

The major factors that support this rating include:

- Excellent lending performance in the full-scope area based on excellent overall borrower distributions, good overall geographic distributions, and an excellent level of lending activity. CD lending received significantly positive consideration and further supports performance.
- Excellent investment performance in the full-scope area based on investment volume in relation to bank capacity, identified area needs, and available investment opportunities.
- Excellent service performance in the full-scope area based on readily accessible retail delivery systems and a relatively high level of CD services.
- Performance differences in the limited-scope AAs did not impact state ratings.

Description of Institution’s Operations in the State of Idaho

The state of Idaho is the bank’s 14th largest rated area (of 39), in terms of deposits. It accounts for \$2.8 billion and less than 2 percent of bank deposits. The bank has nine AAs in this rated area, four of which are metropolitan areas. The five nonmetropolitan AAs are combined for analysis and presentation. Refer to Appendix A for a detailed listing of bank AAs.

Scope of Evaluation in the State of Idaho

We performed a full-scope review of the Boise AA, which includes four (of five) counties in the Boise City-Nampa MSA. Other AAs received limited-scope reviews. State ratings are based primarily on performance in the full-scope area.

The Boise AA is the bank’s largest AA in this rated area, accounting for 52 percent of rated area deposits. There are 22 banks with 195 offices in the AA as of June 30, 2011. USB has 37 branches, 52 ATMs, and \$1.47 billion deposits, representing an 18 percent deposit market share and 2nd place rank. Primary credit products are business and home mortgage loans. There are insufficient multifamily loans for meaningful analysis. We used two community contacts and other information to determine there are CD opportunities available.

LENDING TEST

Lending Test performance in the state of Idaho is rated Outstanding.

Based on a full-scope review, performance in the Boise AA is excellent. Our assessment weights small business loans more than home mortgage loans as they respectively account for 61 percent and 39 percent of the bank's reported loans in this AA (by number, excluding CD loans). Within the home mortgage category, our assessment gives the most weight to refinance and purchase loans, as these products respectively account for 66 percent and 32 percent of the bank's reported home mortgage loans in this AA (by number, excluding multifamily loans).

Lending Activity reflects excellent responsiveness to area credit needs in relation to deposits and competition. USB reported loans totaling \$1.1 billion over the evaluation period, ranking 5th of 168 home purchase lenders, 3rd of 56 home improvement lenders, 5th of 195 home refinance lenders, 2nd of 56 small business lenders, and 3rd of 18 small farm lenders.

The **Distribution of Reported Loans by Income Level of the Geography** is good overall. Our assessment emphasizes moderate-income geographies as they have more lending opportunity for all product types. Geographic distributions are adequate for home mortgage loans, excellent for business loans, and excellent for farm loans. By individual product, geographic distributions are poor for home purchase, adequate for home improvement, and adequate for home refinance loans. There are no unexplained lending gaps.

The **Distribution of Reported Loans by Income Level of the Borrower** is excellent overall. Borrower distributions are excellent for home mortgage loans, excellent for business loans, and good for farm loans. By individual product, borrower distributions are excellent for home purchase, good for home improvement, and excellent for home refinance loans. Our home mortgage assessment considers the impact of poverty on a low-income person's ability to afford a mortgage loan.

Community Development Lending has a significantly positive impact and further supports lending performance. USB originated 13 CD loans totaling \$31 million during the evaluation period. By dollar volume, these loans address community needs for revitalization and stabilization (56 percent), as well as the needs of LMI persons for affordable housing (39 percent) and community services (5 percent). This level of CD lending represents 17 percent of allocated Tier 1 Capital.

Product Innovation and Flexibility have a neutral impact. Nationwide programs described in the Executive Summary section are offered in this market.

Based on limited-scope reviews, performance in the Coeur d'Alene, Pocatello AAs, and nonmetropolitan AAs is excellent and not inconsistent with the Idaho Outstanding Lending Test rating. Performance in the Idaho Falls AA is weaker than the Idaho Outstanding Lending Test rating, but still considered good. Weaker performance is attributable to less favorable borrower and geographic distributions. Performance differences in the limited-scope AAs did not impact the Lending Test rating for the state of Idaho.

INVESTMENT TEST

Investment Test performance in the state of Idaho is rated Outstanding.

Based on a full-scope review, performance in the Boise AA is excellent. The bank made 93 investments totaling more than \$9 million during the evaluation period. Current period investments include 31 MBSs totaling more than \$4 million, three bonds totaling nearly \$4 million, 10 LIHTCs totaling \$1 million, and \$280 thousand qualified grants. The bank also has 59 prior period investments with an aggregate outstanding balance of nearly \$7 million. . These prior period investments continue to provide benefit and meet assessment area needs. Investments are responsive to affordable housing and small business/farm needs. Total investments represent 9 percent of allocated Tier 1 Capital.

Based on limited-scope reviews, performance in the Coeur d'Alene, Idaho Falls, Pocatello, and nonmetropolitan AAs is excellent and not inconsistent with the Idaho Outstanding Investment Test rating.

USB also made 19 statewide investments totaling \$100 thousand during the evaluation period, and it has four prior period statewide investments with an outstanding balance of \$875 thousand.

SERVICE TEST

Service Test performance in the state of Idaho is rated Outstanding.

Based on a full-scope review, performance in the Boise AA is excellent. Retail delivery systems are readily accessible to geographies and individuals of different income levels. Branching activity did not adversely affect access to banking services. The bank opened two MUI branches during the evaluation period. We did not identify any branch differences in product availability, services offered, or business hours that inconvenience LMI geographies or individuals. The bank provided a relatively high level of CD services with at least 70 service activities involving 29 different organizations. Active leadership hours are evident through 13 activities involving Board or committee participation. Activities are most responsive to the needs of LMI persons for community services.

Based on limited-scope reviews, performance in the Coeur d'Alene, Idaho Falls, and Pocatello AAs is excellent and not inconsistent with the Idaho Outstanding Service Test rating. Service performance in the nonmetropolitan AA is weaker than the Idaho Outstanding Service Test rating, but still considered adequate. Weaker performance is attributable to less accessible retail delivery systems. Performance differences in the limited-scope AAs did not impact the Service Test rating for the state of Idaho.

Refer to Tables 1-15 in the state of Idaho section of Appendix D for the facts and data supporting performance conclusions under the Lending, Investment, and Service Tests.

State of Illinois Rating

CRA Rating for the State:	<u>Outstanding</u>
The Lending Test is rated:	<u>High Satisfactory</u>
The Investment Test is rated:	<u>Outstanding</u>
The Service Test is rated:	<u>Outstanding</u>

The major factors that support this rating include:

- Excellent lending performance in the full-scope area based on excellent overall borrower distributions, good overall geographic distributions, an excellent level of lending activity. CD lending received significantly positive consideration and further supports lending performance. However, weaker performance in some limited-scope areas did negatively impact our assessment and result in an overall good lending performance assessment for the state.
- Excellent investment performance in the full-scope area based on investment volume in relation to bank capacity, identified area needs, and available investment opportunities.
- Good service performance in the full-scope area based on accessible retail delivery systems and an adequate level of CD services. However, stronger performance in some limited-scope areas did positively impact our assessment and result in an overall excellent service performance assessment for the state.

Description of Institution's Operations in the State of Illinois

The state of Illinois is the bank's 25th largest rated area (of 39), in terms of deposits. It accounts for \$1.2 billion and less than one percent of bank deposits. The bank has 10 AAs in this rated area, three of which are metropolitan areas. The seven nonmetropolitan AAs are combined for analysis and presentation. Refer to Appendix A for a detailed listing of bank AAs.

Scope of Evaluation in the State of Illinois

We performed a full-scope review of the Springfield AA, which includes one (of two) counties in the Springfield MSA. Other AAs received limited-scope reviews. Performance in limited-scope areas did impact state ratings as they collectively account for 75 percent of rated area deposits.

The Springfield AA is the bank's largest AA in this rated area, accounting for 24 percent of rated area deposits. There are 29 banks with 97 offices in the AA as of June 30, 2011. USB has six branches, 10 ATMs, and \$290 million deposits, representing a six percent deposit market share and 7th place rank. Primary credit products are home mortgage and business loans. There are insufficient multifamily loans for meaningful analysis. We used two recent community contacts and other available information to determine there are CD opportunities available.

LENDING TEST

Lending Test performance in the state of Illinois is rated High Satisfactory.

Based on a full-scope review, performance in the Springfield AA is excellent. Our assessment weights home mortgage loans more than small business loans as they respectively account for 56 percent and 44 percent of the bank's reported loans in this AA (by number, excluding CD loans). Within the home mortgage category, our assessment gives the most weight to refinance and purchase loans, as each product accounts for 49 percent of the bank's reported home mortgage loans in this AA (by number, excluding multifamily loans).

Lending Activity reflects excellent responsiveness to area credit needs in relation to deposits. USB reported loans totaling \$303 million over the evaluation period.

The **Distribution of Reported Loans by Income Level of the Geography** is good overall. Geographic distributions are good for home mortgage loans, excellent for business loans, and poor for farm loans. By individual product, geographic distributions are excellent (with emphasis on moderate-income geographies) for home purchase, adequate for home improvement, and adequate for home refinance loans. There are no identified lending gaps.

The **Distribution of Reported Loans by Income Level of the Borrower** is excellent overall. Borrower distributions are excellent for all home mortgage products, good for business loans, and good for farm loans. Our home mortgage assessment considers the impact of poverty on a low-income person's ability to afford a mortgage loan, and the impact of fixed financing costs on a low-income borrower's ability to benefit from a refinance loan.

Community Development Lending has a significantly positive impact and further supports lending performance. USB originated six CD loans totaling \$4.8 million during the evaluation period. These loans address the needs of LMI persons for community services. This level of CD lending represents 13 percent of allocated Tier 1 Capital.

Product Innovation and Flexibility have a neutral impact. Nationwide programs described in the Executive Summary section are offered in this market.

Based on limited-scope reviews, performance in the Bloomington-Normal AA is excellent and not inconsistent with performance in the Springfield AA. Performance in the Rockford and nonmetropolitan AAs is weaker than performance in the Springfield AA, but still considered good. Weaker performance is attributable to less favorable borrower distributions, less favorable geographic distributions (Rockford AA), and less favorable CD lending (nonmetropolitan AAs). Because the Rockford and nonmetropolitan AAs account for most of the bank's deposits in this state (72 percent), weaker performance in these areas did negatively impact our assessment and result in a High Satisfactory Lending Test rating for the state of Illinois.

INVESTMENT TEST

Investment Test performance in the state of Illinois is rated Outstanding.

Based on a full-scope review, performance in the Springfield AA is excellent. The bank made 21 investments totaling \$2.3 million during the evaluation period. Current period investments include 13 LIHTCs totaling \$2.2 million and eight qualified grants totaling \$43 thousand. The bank also has 16 prior period investments with an aggregate outstanding balance of \$470 thousand. Investments are particularly responsive to affordable housing needs. Total investments represent 8 percent of allocated Tier 1 Capital.

Based on limited-scope reviews, performance in the Rockford and nonmetropolitan AAs is excellent and not inconsistent with the Illinois Outstanding Investment Test rating. Performance in the Bloomington-Normal AA is weaker than the Illinois Outstanding Investment Test rating, but still considered good. Weaker performance is attributable to a lower relative investment volume. This performance difference did not impact the Investment Test rating for the state of Illinois.

USB also made 14 statewide investments totaling \$55 million during the evaluation period, and it has one prior period statewide investment with an outstanding balance of \$30 thousand. These statewide investments further demonstrate the bank's commitment to community development.

SERVICE TEST

Service Test performance in the state of Illinois is rated Outstanding.

Based on a full-scope review, performance in the Springfield AA is good. Retail delivery systems are accessible to geographies and individuals of different income levels. The bank had no branch openings or closings during the evaluation period. We did not identify any branch differences in product availability, services offered, or business hours that inconvenience LMI geographies or individuals. The bank provided an adequate level of CD services with at least eight service activities involving six different organizations. Leadership is evident through one activity involving Board participation. Activities are most responsive to the needs of LMI persons for community services.

Based on limited-scope reviews, performance in the Rockford and nonmetropolitan AAs is excellent and stronger than performance in the Springfield AA. Service performance in the Bloomington-Normal AA is weaker than the Springfield AA, but still considered adequate. Stronger (or weaker) performance is attributable to more accessible (or less accessible) retail delivery systems. Because the Rockford and nonmetropolitan AAs account for most of the bank's deposits in this state (72 percent), stronger performance in these areas did positively impact our assessment and result in an Outstanding Service Test rating for the state of Illinois.

Refer to Tables 1-15 in the state of Illinois section of Appendix D for the facts and data supporting performance conclusions under the Lending, Investment, and Service Tests.

State of Indiana Rating

CRA Rating for the State:	<u>Satisfactory</u>
The Lending Test is rated:	<u>High Satisfactory</u>
The Investment Test is rated:	<u>Outstanding</u>
The Service Test is rated:	<u>High Satisfactory</u>

The major factors that support this rating include:

- Good lending performance in the full-scope area based on excellent overall borrower distributions, adequate overall geographic distributions, a good level of lending activity, and the positive impact of flexible lending programs.
- Excellent investment performance in the full-scope area based on investment volume in relation to bank capacity, identified area needs, and available investment opportunities.
- Good service performance in the full-scope area based on accessible retail delivery systems and a relatively high level of CD services.

Description of Institution’s Operations in the State of Indiana

The state of Indiana is the bank’s 36th largest rated area (of 39), in terms of deposits. It accounts for \$256 million and less than 1 percent of bank deposits. The bank has one AA in this rated area (IN NonMSA AA), which consists of three nonmetropolitan counties. Refer to Appendix A for a detailed listing of bank AAs.

Scope of Evaluation in the State of Indiana

We performed a full-scope review of the IN NonMSA AA; and rated the state of Indiana entirely on this assessment. There are 17 banks with 64 offices in the AA as of June 30, 2011. USB has 12 branches, 12 ATMs, and \$256 million deposits, representing a 13 percent deposit market share and 2nd place rank. Primary credit products are home mortgage and business loans. There are insufficient home improvement loans for meaningful analysis, and no multifamily loans. We made one community contact and used other information to determine there are CD opportunities available.

LENDING TEST

Lending Test performance in the state of Indiana is rated High Satisfactory.

Performance in the IN NonMSA AA is good. Our assessment weights home mortgage loans and small business loans equally as they each account for 50 percent of the bank's reported loans in this AA (by number, excluding CD loans). Within the home mortgage category, our assessment gives the most weight to refinance and purchase loans, as these products respectively account for 70 percent and 25 percent of the bank's reported home mortgage loans in this AA (by number).

Lending Activity reflects good responsiveness to area credit needs in relation to deposits and competition. USB reported loans totaling \$107 million over the evaluation period, ranking 2nd of 72 home purchase lenders, 1st of 96 home refinance lenders, 1st of 36 small business lenders, and 3rd of 17 small farm lenders.

The **Distribution of Reported Loans by Income Level of the Geography** is adequate overall. Geographic distributions are poor for home mortgage loans, good for business loans, and excellent for farm loans. By individual product, geographic distributions are adequate for home purchase loans and poor for home refinance loans. Our assessment of home refinance loans and farm loans emphasizes moderate-income geographies as they have more lending opportunity. There are no identified lending gaps.

The **Distribution of Reported Loans by Income Level of the Borrower** is excellent overall. Borrower distributions are excellent for home mortgage products reviewed, excellent for business loans, and good for farm loans. Our home mortgage assessment considers the impact of poverty on a low-income person's ability to afford a mortgage loan, and the impact of fixed financing costs on a low-income borrower's ability to benefit from a refinance loan.

Community Development Lending has a neutral impact on lending performance.

Product Innovation and Flexibility have a positive impact and further support lending performance. Statewide, the bank made 157 loans totaling \$8.4 million under affordable mortgage or down payment assistance programs.

INVESTMENT TEST

Investment Test performance in the state of Indiana is rated Outstanding.

Performance in the IN NonMSA AA is excellent. The bank made 34 investments totaling nearly \$3 million during the evaluation period. Current period investments include two bonds totaling \$2 million, a \$560 thousand mortgage bond, three MBSs totaling \$204 thousand, and \$45 thousand qualified grants. The bank also has 26 prior period investments with an aggregate outstanding balance of \$2 million. Investments are particularly responsive to affordable housing and small business/farm needs. Total investments represent 15 percent of allocated Tier 1 Capital.

SERVICE TEST

Service Test performance in the state of Indiana is rated High Satisfactory.

Performance in the IN NonMSA AA is good. Retail delivery systems are accessible to geographies and individuals of different income levels. Branching activity has not generally affected access to banking services. The bank closed one branch in an upper-income tract during the evaluation period. We did not identify any branch differences in product availability, services offered, or business hours that inconvenience LMI geographies or individuals. The bank provided a relatively high level of CD services with at least 35 service activities involving 20 different organizations. Leadership is evident through 16 activities involving Board or committee participation. Activities are most responsive to the needs of LMI persons for community services.

Refer to Tables 1-15 in the state of Indiana section of Appendix D for the facts and data supporting performance conclusions under the Lending, Investment, and Service Tests.

State of Iowa Rating

CRA Rating for the State:	<u>Outstanding</u>
The Lending Test is rated:	<u>Outstanding</u>
The Investment Test is rated:	<u>Outstanding</u>
The Service Test is rated:	<u>Outstanding</u>

The major factors that support this rating include:

- Excellent lending performance in the full-scope area based on excellent overall borrower distributions, adequate overall geographic distributions, an excellent level of lending activity, and the significantly positive impact of CD lending which elevates overall lending performance.
- Excellent investment performance in the full-scope area based on investment volume in relation to bank capacity, identified area needs, and available investment opportunities.
- Excellent service performance in the full-scope area based on readily accessible retail delivery systems and a relatively high level of CD services.
- Performance differences in the limited-scope AAs did not impact state ratings.

Description of Institution’s Operations in the State of Iowa

The state of Iowa is the bank’s 11th largest rated area (of 39), in terms of deposits. It accounts for \$3.7 billion and less than 2 percent of bank deposits. The bank has 21 AAs in this rated area, seven of which are metropolitan areas. The 14 nonmetropolitan AAs are combined for analysis and presentation. Refer to Appendix A for a detailed listing of bank AAs.

Scope of Evaluation in the State of Iowa

We performed a full-scope review of the Des Moines AA, which includes three (of five) counties in the Des Moines–West Des Moines MSA. Other AAs received limited-scope reviews. State ratings are based primarily on performance in the full-scope area.

The Des Moines AA is the bank’s largest AA in this rated area, accounting for 20 percent of rated area deposits. There are 44 banks with 208 offices in the AA as of June 30, 2011. USB has 15 branches, 49 ATMs, and \$727 million deposits, representing a 5 percent deposit market share and 6th place rank. Primary credit products are home mortgage and business loans. There are insufficient multifamily loans for meaningful analysis. We used two community contacts and other available information to determine there are many CD opportunities.

LENDING TEST

Lending Test performance in the state of Iowa is rated Outstanding.

Based on a full-scope review, performance in the Des Moines AA is excellent. Our assessment weights home mortgage loans more than small business loans as they respectively account for 71 percent and 29 percent of the bank's reported loans in this AA (by number, excluding CD loans). Within the home mortgage category, our assessment gives the most weight to refinance and purchase loans, as these products respectively account for 63 percent and 35 percent of the bank's reported home mortgage loans in this AA (by number, excluding multifamily loans).

Lending Activity reflects excellent responsiveness to area credit needs in relation to deposits and competition. USB reported loans totaling \$1.4 billion over the evaluation period, ranking 2nd of 192 home purchase lenders, 4th of 83 home improvement lenders, 2nd of 250 home refinance lenders, 3rd of 63 small business lenders, and 2nd of 18 small farm lenders.

The **Distribution of Reported Loans by Income Level of the Geography** is adequate overall. Geographic distributions are poor for home mortgage loans, excellent for business loans, and poor for farm loans. By individual product, geographic distributions are poor for home purchase, adequate (with emphasis on moderate-income geographies) for home improvement, and poor for home refinance loans. There are no identified lending gaps.

The **Distribution of Reported Loans by Income Level of the Borrower** is excellent overall. Borrower distributions are excellent for all home mortgage products, good for business loans, and good for farm loans. Our home mortgage assessment considers the impact of poverty on a low-income person's ability to afford a mortgage loan, and the impact of fixed financing costs on a low-income borrower's ability to benefit from a refinance loan. Our business loan assessment emphasizes market share performance.

Community Development Lending has a significantly positive impact and elevates overall lending performance. USB originated four CD loans totaling \$128 million during the evaluation period. By dollar volume, these loans address community needs for revitalization and stabilization (99 percent) and economic development (1 percent). This level of CD lending represents 140 percent of allocated Tier 1 Capital.

Product Innovation and Flexibility have a neutral impact. Nationwide programs described in the Executive Summary section are offered in this market.

Based on limited-scope reviews, performance in the Cedar Rapids, Dubuque, Iowa City, and nonmetropolitan AAs is excellent and not inconsistent with the Iowa Outstanding Lending Test rating. Performance in the Ames, Sioux City, and Waterloo-Cedar Falls AAs is weaker than the Iowa Outstanding Lending Test rating, but still considered good. Weaker performance is attributable to less favorable CD lending. Performance differences in the limited-scope AAs did not impact the Lending Test rating for the state of Iowa.

INVESTMENT TEST

Investment Test performance in the state of Iowa is rated Outstanding.

Based on a full-scope review, performance in the Des Moines AA is excellent. The bank made 91 investments totaling nearly \$12 million during the evaluation period. Current period investments include 62 LIHTCs totaling \$8 million, five HTCs totaling \$3 million, and \$149 thousand qualified grants. The bank also has 11 prior period investments with an aggregate outstanding balance of nearly \$18 million. Investments are particularly responsive to affordable housing and economic revitalization needs. Total investments represent 32 percent of allocated Tier 1 Capital.

Based on limited-scope reviews, performance in the Ames, Cedar Rapids, Dubuque, Iowa City, Sioux City, Waterloo-Cedar Falls, and nonmetropolitan AAs is excellent and not inconsistent with the Iowa Outstanding Investment Test rating.

USB also made 18 statewide investments totaling \$59 thousand during the evaluation period, and it has one prior period statewide investment with an outstanding balance of \$697 thousand.

SERVICE TEST

Service Test performance in the state of Iowa is rated Outstanding.

Based on a full-scope review, performance in the Des Moines AA is excellent. Retail delivery systems are readily accessible to geographies and individuals of different income levels. The bank had no branch openings or closings during the evaluation period. We did not identify any branch differences in product availability, services offered, or business hours that inconvenience LMI geographies or individuals. The bank provided a relatively high level of CD services with at least 39 service activities involving 23 different organizations. Active leadership hours are evident through eight activities involving Board or committee participation. Activities are most responsive to the needs of LMI persons for community services.

Based on limited-scope reviews, performance in the Cedar Rapids, Dubuque, and nonmetropolitan AAs is excellent and not inconsistent with the Iowa Outstanding Service Test rating. Service performance in the other limited-scope AAs is weaker than the Iowa Outstanding Service Test Rating, but still considered good (Iowa City and Sioux City AAs) or adequate (Ames and Waterloo-Cedar Falls AAs). Weaker performance is attributable to less accessible retail delivery systems. Performance differences in the limited-scope AAs did not impact the Service Test rating for the state of Iowa.

Refer to Tables 1-15 in the state of Iowa section of Appendix D for the facts and data supporting performance conclusions under the Lending, Investment, and Service Tests.

State of Kansas Rating

CRA Rating for the State:	<u>Satisfactory</u>
The Lending Test is rated:	<u>High Satisfactory</u>
The Investment Test is rated:	<u>Outstanding</u>
The Service Test is rated:	<u>High Satisfactory</u>

The major factors that support this rating include:

- Good lending performance in the full-scope area based on excellent overall borrower distributions, good overall geographic distributions, and a good level of lending activity.
- Excellent investment performance in the full-scope area based on investment volume in relation to bank capacity, identified area needs, and available investment opportunities.
- Good service performance in the full-scope area based on accessible retail delivery systems and a relatively high level of CD services.
- Performance differences in the limited-scope AAs did not impact state ratings.

Description of Institution’s Operations in the State of Kansas

The state of Kansas is the bank’s 32nd largest rated area (of 39), in terms of deposits. It accounts for \$592 million and less than 1 percent of bank deposits. The bank has three AAs in this rated area, two of which are metropolitan areas. Refer to Appendix A for a detailed listing of bank AAs.

Scope of Evaluation in the State of Kansas

We performed a full-scope review of the Lawrence AA, which includes the entire Lawrence MSA. Other AAs received limited-scope reviews. State ratings are based primarily on performance in the full-scope area.

The Lawrence AA is the bank’s largest AA in this rated area, accounting for 63 percent of rated area deposits. There are 24 banks with 57 offices in the AA as of June 30, 2011. USB has five branches, 13 ATMs, and \$375 million deposits, representing a 20 percent deposit market share and 2nd place rank. Primary credit products are home mortgage and business loans. There are insufficient home improvement, multifamily, and farm loans for meaningful analysis. We used one community contact and other information to determine there are CD opportunities available.

LENDING TEST

Lending Test performance in the state of Kansas is rated High Satisfactory.

Based on a full-scope review, performance in the Lawrence AA is good. Our assessment weights home mortgage loans more than small business loans as they respectively account for 53 percent and 47 percent of the bank's reported loans in this AA (by number, excluding CD loans). Within the home mortgage category, our assessment gives the most weight to refinance and purchase loans, as these products respectively account for 70 percent and 28 percent of the bank's reported home mortgage loans in this AA (by number, excluding multifamily loans).

Lending Activity reflects good responsiveness to area credit needs in relation to deposits and competition. USB reported loans totaling \$167 million over the evaluation period, ranking 5th of 108 home purchase lenders, 3rd of 155 home refinance lenders, and 2nd of 47 small business lenders.

The **Distribution of Reported Loans by Income Level of the Geography** is good overall. Geographic distributions are good for all home mortgage loans reviewed and good for business loans. Our assessment emphasizes moderate-income geographies as they have more lending opportunity. There are no unexplained lending gaps.

The **Distribution of Reported Loans by Income Level of the Borrower** is excellent overall. Borrower distributions are excellent for all home mortgage loans reviewed and good for business loans. Our home mortgage assessment considers the impact of poverty on a low-income person's ability to afford a mortgage loan, and the impact of fixed financing costs on a low-income borrower's ability to benefit from a refinance loan.

Community Development Lending has a neutral impact on lending performance.

Product Innovation and Flexibility have a neutral impact. Nationwide programs described in the Executive Summary section are offered in this market.

Based on a limited-scope review, performance in the Topeka and Pittsburg nonmetropolitan AAs is stronger than the Kansas Outstanding Lending Test rating and considered excellent. Stronger performance is attributable to more favorable CD lending (Topeka AA) and more favorable geographic distributions (Pittsburg AA). Performance differences in the limited-scope AAs did not impact the Lending Test rating for the state of Kansas.

INVESTMENT TEST

Investment Test Performance in the state of Kansas is rated Outstanding.

Based on a full-scope review, performance in the Lawrence AA is excellent. The bank made 21 investments totaling more than \$3 million during the evaluation period. Current period investments include four bonds totaling nearly \$3 million, four MBSs totaling \$638 thousand, a \$130 thousand mortgage bond, and \$28 thousand qualified grants. The bank also has 23 prior period investments with an aggregate outstanding balance of \$1 million. Investments are particularly responsive affordable housing and small business/farm needs. Total investments represent 10 percent of allocated Tier 1 Capital.

Based on a limited-scope review, performance in the Pittsburg nonmetropolitan AA is excellent and not inconsistent with the Kansas Outstanding Investment Test rating. Performance in the Topeka AA is weaker than the Kansas Outstanding Investment Test rating, but still considered good. Weaker performance is attributable to a lower relative investment volume. This performance difference did not impact the Investment Test rating for the state of Kansas.

USB also made one statewide investment totaling \$10 thousand during the evaluation period.

SERVICE TEST

Service Test performance in the state of Kansas is rated High Satisfactory.

Based on a full-scope review, performance in the Lawrence AA is good. Retail delivery systems are accessible to geographies and individuals of different income levels. The bank had no branch openings or closings during the evaluation period. Branch services and hours are tailored to the convenience and needs of the AA. The bank provided a relatively high level of CD services with at least 19 service activities involving nine different organizations. Active leadership hours are evident through four activities involving Board or committee participation. Activities are most responsive to the needs of LMI persons for community services.

Based on a limited-scope review, performance in nonmetropolitan AA is excellent and stronger than the Kansas High Satisfactory Service Test rating. Service performance in the Topeka AA is weaker than the Kansas High Satisfactory Service Test rating, but still considered adequate. Stronger (or weaker) performance is attributable to more accessible (or less accessible) retail delivery systems. Performance differences in the limited-scope AAs did not impact the Service Test rating for the state of Kansas.

Refer to Tables 1-15 in the state of Kansas section of Appendix D for the facts and data supporting performance conclusions under the Lending, Investment, and Service Tests.

State of Kentucky Rating

CRA Rating for the State:	<u>Outstanding</u>
The Lending Test is rated:	<u>High Satisfactory</u>
The Investment Test is rated:	<u>Outstanding</u>
The Service Test is rated:	<u>Outstanding</u>

The major factors that support this rating include:

- Excellent lending performance in the full-scope area based on excellent overall borrower distributions, adequate overall geographic distributions, an excellent level of lending activity, and the significantly positive impact of CD lending which elevates overall lending performance in the full-scope area. However, weaker performance in some limited-scope areas did negatively impact our assessment and result in an overall good lending performance assessment for the state.
- Excellent investment performance in the full-scope area based on investment volume in relation to bank capacity, identified area needs, and available investment opportunities. Investment performance is also excellent in the limited-scope areas.
- Good service performance in full-scope area based on accessible retail delivery systems and a relatively high level of CD services. However, stronger performance in some limited-scope areas did positively impact our assessment and result in an overall excellent service performance assessment for the state.

Description of Institution's Operations in the State of Kentucky

The state of Kentucky is the bank's 17th largest rated area (of 39), in terms of deposits. It accounts for \$2.1 billion and 1 percent of bank deposits. The bank has 12 AAs in this rated area, four of which are metropolitan areas. The eight nonmetropolitan AAs are combined for analysis and presentation. Refer to Appendix A for a detailed listing of bank AAs.

Scope of Evaluation in the State of Kentucky

We performed a full-scope review of the Owensboro AA, which includes the entire Owensboro MSA. Other AAs received limited-scope reviews. Performance in limited-scope areas did impact State ratings as they collectively account for 93 percent of rated area deposits.

The Owensboro AA is the bank's second largest metropolitan AA in this rated area, accounting for 7 percent of rated area deposits. There are 15 banks with 57 offices in the AA as of June 30, 2011. USB has nine branches, 13 ATMs, and \$435 million deposits, representing a 19 percent deposit market share and 2nd place rank. Primary credit products are home mortgage and business loans. There are insufficient farm loans for meaningful analysis, and no multifamily loans. In addition, the AA has no low-income geographies. We made one community contact and used other information to determine there are CD opportunities available.

LENDING TEST

Lending Test performance in the state of Kentucky is rated High Satisfactory.

Based on a full-scope review, performance in the Owensboro AA is excellent. Our assessment weights home mortgage loans more than small business loans as they respectively account for 70 percent and 30 percent of the bank's reported loans in this AA (by number, excluding CD loans). Within the home mortgage category, our assessment gives the most weight to refinance and purchase loans, as these products respectively account for 51 percent and 45 percent of the bank's reported home mortgage loans in this AA (by number).

Lending Activity reflects excellent responsiveness to area credit needs in relation to deposits and competition. Our assessment also considers the level of centralized, nonlocal deposits in this market (\$303 million). USB reported loans totaling \$172 million over the evaluation period, ranking 2nd of 86 home purchase lenders, 3rd of 24 home improvement lenders, 2nd of 87 home refinance lenders, and 1st of 35 small business lenders.

The **Distribution of Reported Loans by Income Level of the Geography** is adequate overall. Geographic distributions are poor for home mortgage loans and good for business loans. By individual product, geographic distributions are adequate for home purchase, very poor for home improvement, and poor for home refinance loans. There are no identified lending gaps.

The **Distribution of Reported Loans by Income Level of the Borrower** is excellent overall. Borrower distributions are excellent for home mortgage loans and excellent for business loans. By individual product, borrower distributions are excellent for home purchase, good for home improvement, and excellent for home refinance loans. Our home mortgage assessment considers the impact of poverty on a low-income person's ability to afford a mortgage loan, and the impact of fixed financing costs on a low-income borrower's ability to benefit from a refinance loan.

Community Development Lending has a significantly positive impact (with consideration for the large volume of centralized, nonlocal deposits in this market) and elevates overall lending performance. USB originated two CD loans totaling \$3.8 million during the evaluation period. These loans address community needs for economic development. This level of CD lending represents 7 percent of allocated Tier 1 Capital.

Product Innovation and Flexibility have a neutral impact. Nationwide programs described in the Executive Summary section are offered in this market.

Based on limited-scope reviews, performance in the Bowling Green and Evansville AAs is excellent and not inconsistent with performance in the Owensboro AA. Performance in Lexington-Fayette and nonmetropolitan AAs is weaker than performance in the Owensboro AA, but still considered good. Weaker performance is attributable to less favorable CD lending. Because the nonmetropolitan AAs account for a majority of the bank's deposit base in this state, the weaker performance did negatively impact our assessment and result in a High Satisfactory Lending Test rating for the state of Kentucky.

INVESTMENT TEST

Investment Test performance in the state of Kentucky is rated Outstanding.

Based on a full-scope review, performance in the Owensboro AA is excellent. The bank made 29 investments totaling \$2.6 million during the evaluation period. Current period investments include three bonds totaling \$1.4 million, seven MBSs totaling \$665 thousand, 14 LIHTCs totaling \$584 thousand, and \$15 thousand qualified grants. The bank also has 15 prior period investments with an aggregate outstanding balance of \$2 million. These prior period investments continue to provide benefit and meet assessment area needs. Investments are particularly responsive to affordable housing and small business/farm needs. Total investments represent 9 percent of allocated Tier 1 Capital.

Based on limited-scope reviews, performance in the Bowling Green, Evansville, Lexington-Fayette, and nonmetropolitan AAs is excellent and not inconsistent with the Kentucky Outstanding Investment Test rating.

USB also made seven statewide investments totaling \$335 thousand during the evaluation period, and it has two prior period statewide investments with an outstanding balance of \$277 thousand.

SERVICE TEST

Service Test performance in the state of Kentucky is rated Outstanding.

Based on a full-scope review, performance in the Owensboro AA is good. Retail delivery systems are accessible to geographies and individuals of different income levels, with consideration of MUI branches in close proximity to moderate-income geographies. The bank had no branch openings or closings during the evaluation period. We did not identify any branch differences in product availability, services offered, or business hours that inconvenience LMI geographies or individuals. The bank provided a relatively high level of CD services with at least 41 service activities involving 23 different organizations. Leadership is evident through six activities involving Board or committee participation. Activities are most responsive to the needs of LMI persons for community services.

Based on a limited-scope review, performance in the Lexington-Fayette AA is good and not inconsistent with performance in the Owensboro AA. Service performance in the Evansville AA is weaker than performance in the Owensboro AA, but still considered adequate. Service performance in the Bowling Green and nonmetropolitan AAs is excellent and stronger than performance in the Owensboro AA. Stronger (or weaker) performance is attributable to more accessible (or less accessible) retail delivery systems. Because the Bowling Green and nonmetropolitan AAs account for most of the bank's deposits in this state (85 percent), their stronger performance did impact our assessment and result in an Outstanding Service Test rating for the state of Kentucky.

Refer to Tables 1-15 in the state of Kentucky section of Appendix D for the facts and data supporting performance conclusions under the Lending, Investment, and Service Tests.

State of Minnesota Rating

CRA Rating for the State:	<u>Outstanding</u>
The Lending Test is rated:	<u>Outstanding</u>
The Investment Test is rated:	<u>Outstanding</u>
The Service Test is rated:	<u>Outstanding</u>

The major factors that support this rating include:

- Excellent lending performance in the full-scope area based on good overall borrower distributions, good overall geographic distributions, an excellent level of lending activity, the positive impact of flexible lending programs, and the significantly positive impact of CD lending which elevates overall lending performance.
- Excellent investment performance in the full-scope area based on investment volume in relation to bank capacity, identified area needs, and available investment opportunities.
- Excellent service performance in the full-scope area based on readily accessible retail delivery systems and a relatively high level of CD services.
- Performance differences in the limited-scope AAs did not impact state ratings.

Description of Institution’s Operations in the State of Minnesota

The state of Minnesota is the bank’s 18th largest rated area (of 39), in terms of deposits. It accounts for \$1.9 billion and 1 percent of bank deposits. The bank has 11 AAs in this rated area, four of which are metropolitan areas. The seven nonmetropolitan AAs are combined for analysis and presentation. Refer to Appendix A for a detailed listing of bank AAs.

Scope of Evaluation in the State of Minnesota

We performed a full-scope review of the Duluth AA, which includes the two Minnesota counties in the Duluth MN-WI MMSA. Other AAs received limited-scope reviews. State ratings are based primarily on performance in the full-scope area.

The Duluth AA the bank’s largest AA in this rated area, accounting for 27 percent rated area deposits. There are 26 banks with 86 offices in the AA as of June 30, 2011. USB has 10 branches, 37 ATMs, and \$517 million deposits, representing a 16 percent deposit market share and 2nd place rank. Primary credit products are home mortgage and business loans. There are insufficient multifamily and farm loans for meaningful analysis. We made one community contact and used other available information to determine there are many CD opportunities.

LENDING TEST

Lending Test performance in the state of Minnesota is rated Outstanding.

Based on a full-scope review, performance in the Duluth AA is excellent. Our assessment weights home mortgage loans more than small business loans as they respectively account for 61 percent and 39 percent of the bank's reported loans in this AA (by number, excluding CD loans). Within the home mortgage category, our assessment gives the most weight to refinance and purchase loans, as these products respectively account for 68 percent and 26 percent of the bank's reported home mortgage loans in this AA (by number, excluding multifamily loans).

Lending Activity reflects excellent responsiveness to area credit needs in relation to deposits and competition. USB reported loans totaling \$495 million over the evaluation period, ranking 2nd of 132 home purchase lenders, 2nd of 50 home improvement lenders, 2nd of 189 home refinance lenders, and 2nd of 40 small business lenders.

The **Distribution of Reported Loans by Income Level of the Geography** is good overall. Geographic distributions are adequate for home mortgage loans and excellent for business loans. By individual product, geographic distributions are excellent (with emphasis on moderate-income geographies) for home purchase, poor for home improvement, and adequate for home refinance loans. There are no identified lending gaps.

The **Distribution of Reported Loans by Income Level of the Borrower** is good overall. Borrower distributions are excellent for home mortgage loans and adequate for business loans. By individual product, borrower distributions are excellent for home purchase, good for home improvement, and excellent for home refinance loans. Our home mortgage assessment considers the impact of poverty on a low-income person's ability to afford a mortgage loan, and the impact of fixed financing costs on a low-income borrower's ability to benefit from a refinance loan.

Community Development Lending has a significantly positive impact and elevates overall lending performance. USB originated four CD loans totaling \$6.4 million during the evaluation period. By dollar volume, these loans address community needs for revitalization and stabilization (78 percent) and the needs of LMI persons for affordable housing (22 percent). This level of CD lending represents 10 percent of allocated Tier 1 Capital.

Product Innovation and Flexibility also have a positive impact on lending performance. In the Duluth AA, the bank originated 31 loans totaling \$844 thousand under affordable housing down payment assistance programs. Statewide, the bank made another 432 loans totaling \$35 million under affordable mortgage and down payment assistance programs.

Based on a limited-scope review, performance in the Mankato-North Mankato AA is excellent and not inconsistent with the Minnesota Outstanding Lending Test rating. Performance in the Rochester, St. Cloud, and nonmetropolitan AAs is weaker than the Minnesota Outstanding Lending Test rating, but still considered good. Weaker performance is attributable to less favorable borrower distributions. Performance differences in the limited-scope AAs did not impact the Lending Test rating for the state of Minnesota.

INVESTMENT TEST

Investment Test performance in the state of Minnesota is rated Outstanding.

Based on a full-scope review, performance in the Duluth AA is excellent. The bank made 70 investments totaling \$12 million during the evaluation period. Current period investments include three NMTCs totaling \$9 million, 15 LIHTCs totaling \$3 million, four HTC's totaling \$30 thousand, and \$129 thousand qualified grants. The bank also has 13 prior period investments with an aggregate outstanding balance of nearly \$5 million. Investments are particularly responsive to economic revitalization and affordable housing needs. Total investments represent 27 percent of allocated Tier 1 Capital.

Based on limited-scope reviews, performance in the Mankato-North Mankato, Rochester, and nonmetropolitan AAs is excellent and not inconsistent with the Minnesota Outstanding Investment Test rating. Performance in the St. Cloud AA is weaker than the Minnesota Outstanding Investment Test rating, but still considered good. Weaker performance is attributable to lower relative investment volumes. This performance difference did not impact the Investment Test rating for the state of Minnesota.

USB also made 22 statewide investments totaling \$122 thousand during the evaluation period, and it has eight prior period statewide investments with an outstanding balance of \$4.3 million. These statewide investments further demonstrate the bank's commitment to CD.

SERVICE TEST

Service Test performance in the state of Minnesota is rated Outstanding.

Based on a full-scope review, performance in the Duluth AA is excellent. Retail delivery systems are readily accessible to geographies and individuals of different income levels. The bank had no branch openings or closings during the evaluation period. We did not identify any branch differences in product availability, services offered, or business hours that inconvenience LMI geographies or individuals. The bank provided a relatively high level of CD services with at least 37 service activities involving 16 different organizations. Leadership is evident through eight activities involving Board or committee participation. Activities are most responsive to the needs of LMI persons for affordable housing and community services.

Based on limited-scope reviews, performance in the Rochester, St. Cloud, and nonmetropolitan AAs is excellent and not inconsistent with the Minnesota Outstanding Service Test rating. Service performance in the Mankato-North Mankato AA is weaker than the Minnesota Outstanding Service Test rating, but still considered adequate. Weaker performance is attributable to less accessible retail delivery systems. Performance differences in the limited-scope AAs did not impact the Service Test rating for the state of Minnesota.

Refer to Tables 1-15 in the state of Minnesota section of Appendix D for the facts and data supporting performance conclusions under the Lending, Investment, and Service Tests.

State of Missouri Rating

CRA Rating for the State:	<u>Outstanding</u>
The Lending Test is rated:	<u>Outstanding</u>
The Investment Test is rated:	<u>Outstanding</u>
The Service Test is rated:	<u>Outstanding</u>

The major factors that support this rating include:

- Excellent lending performance in the full-scope area based on good overall borrower distributions, good overall geographic distributions, a good level of lending activity, the positive impact of flexible lending programs, and the significantly positive impact of CD lending which elevates overall lending performance.
- Excellent investment performance in the full-scope area based on investment volume in relation to bank capacity, identified area needs, and available investment opportunities.
- Excellent service performance in the full-scope area based on readily accessible retail delivery systems and a relatively high level of CD services.
- Performance differences in the limited-scope AAs did not impact state ratings.

Description of Institution's Operations in the State of Missouri

The state of Missouri is the bank's 15th largest rated area (of 39), in terms of deposits. It accounts for \$2.6 billion and less than 2 percent of bank deposits. The bank has 19 AAs in this rated area, seven of which are metropolitan areas. The 12 nonmetropolitan AAs are combined for analysis and presentation. Refer to Appendix A for a detailed listing of bank AAs.

Scope of Evaluation in the State of Missouri

We performed a full-scope review of the Joplin AA, which includes the entire Joplin MSA. Other AAs received limited-scope reviews. State ratings are based primarily on performance in the full-scope area.

The Joplin AA is the bank's largest AA in this rated area, accounting for 15 percent of rated area deposits. There are 16 banks with 82 offices in the AA as of June 30, 2011. USB has 10 branches, 12 ATMs, and \$383 million deposits, representing a 14 percent deposit market share and 2nd place rank. Primary credit products are home mortgage and business loans. There are insufficient multifamily loans for meaningful analysis. In addition, the AA has no low-income geographies. We used one community contact and other available information to determine there are many CD opportunities.

LENDING TEST

Lending Test performance in the state of Missouri is rated Outstanding.

Based on a full-scope review, performance in the Joplin AA is excellent. Our assessment weights home mortgage loans slightly more than small business loans as they respectively account for 52 percent and 48 percent of the bank's reported loans in this AA (by number, excluding CD loans). Within the home mortgage category, our assessment gives the most weight to refinance and purchase loans, as these products respectively account for 53 percent and 43 percent of the bank's reported home mortgage loans in this AA (by number, excluding multifamily loans).

Lending Activity reflects good responsiveness to area credit needs in relation to deposits and competition. USB reported loans totaling \$204 million over the evaluation period, ranking 7th of 115 home purchase lenders, 2nd of 36 home improvement lenders, 6th of 126 home refinance lenders, 1st of 47 small business lenders, and 3rd of 9 small farm lenders.

The **Distribution of Reported Loans by Income Level of the Geography** is good overall. Geographic distributions are good for home mortgage loans, excellent for business loans, and very poor for farm loans. By individual product, geographic distributions are excellent for home purchase, good for home improvement, and adequate for home refinance loans. There are no identified lending gaps.

The **Distribution of Reported Loans by Income Level of the Borrower** is good overall. Borrower distributions are good for all home mortgage products, excellent for business loans, and good for farm loans. Our home mortgage assessment considers the impact of poverty on a low-income person's ability to afford a mortgage loan, and the impact of fixed financing costs on a low-income borrower's ability to benefit from a refinance loan.

Community Development Lending has a significantly positive impact and elevates overall lending performance. USB originated eight CD loans totaling \$9.8 million during the evaluation period. By dollar volume, these loans address community needs for revitalization and stabilization (54 percent) and economic development (5 percent), as well as the needs of LMI persons for affordable housing (41 percent). This level of CD lending represents 20 percent of allocated Tier 1 Capital.

Product Innovation and Flexibility also have a positive impact on lending performance. In the Joplin AA, the bank originated one loan totaling \$3.6 million under its innovative private placement bond program. This volume of innovative lending represents 7 percent of allocated Tier 1 Capital. Statewide, the bank made another 701 loans totaling \$40 million under affordable mortgage and down payment assistance programs.

Based on limited-scope reviews, performance in most limited-scope areas is excellent and not inconsistent with the Missouri Outstanding Lending Test rating (Columbia, Fayetteville-Springdale-Rogers, Jefferson City, Springfield, and the nonmetropolitan AAs). Performance in the Cape Girardeau-Jackson and St. Joseph AAs is weaker than the Missouri Outstanding Lending Test rating, but still considered good. Weaker performance is attributable to less favorable CD lending. Performance differences in the limited-scope AAs did not impact the Lending Test rating for the state of Missouri.

INVESTMENT TEST

Investment Test performance in the state of Missouri is rated Outstanding.

Based on a full-scope review, performance in the Joplin AA is excellent. The bank made 70 investments totaling \$19 million during the evaluation period. Current period investments include 35 LIHTCs totaling nearly \$19 million, a \$180 thousand bond, and \$139 thousand qualified grants. The bank also has 17 prior period investments with an aggregate outstanding balance of \$2.6 million. Investments are particularly responsive to affordable housing and small business/farm needs. Total investments represent 45 percent of allocated Tier 1 Capital.

Investment performance in most limited-scope areas is excellent and not inconsistent with the Missouri Outstanding Investment Test rating (Columbia, Jefferson City, Springfield, St. Joseph, and the nonmetropolitan AAs). Performance in the other limited-scope areas is weaker than the Missouri Outstanding Investment Test rating, but still considered good (Fayetteville-Springdale-Rogers and Cape Girardeau-Jackson AAs). Weaker performance is attributable to lower relative investment volumes. Performance differences in the limited-scope AAs did not impact the Investment Test rating for the state of Missouri.

USB also made 15 statewide investments totaling \$26 million during the evaluation period, and it has five prior period statewide investments with an outstanding balance of \$16 million. These statewide investments further demonstrate the bank's commitment to CD.

SERVICE TEST

Service Test performance in the state of Missouri is rated Outstanding.

Based on a full-scope review, performance in the Joplin AA is excellent. Retail delivery systems are readily accessible to geographies and individuals of different income levels. The bank had no branch openings or closings during the evaluation period. We did not identify any branch differences in product availability, services offered, or business hours that inconvenience LMI geographies or individuals. The bank provided a relatively high level of CD services with at least 26 service activities involving 17 different organizations. Active leadership is evident through 11 activities involving Board or committee participation. Activities are most responsive to the needs of LMI persons for community services.

Based on limited-scope reviews, performance in the Fayetteville-Springdale-Rogers, Jefferson City, Springfield, St. Joseph, and nonmetropolitan AAs is excellent and not inconsistent with the Missouri Outstanding Service Test rating. Service performance in the Cape Girardeau-Jackson and Columbia AAs is weaker than the Missouri Outstanding Service Test rating, but still considered adequate. Weaker performance is attributable to less accessible retail delivery systems. Performance differences in the limited-scope AAs did not impact the Service Test rating for the state of Missouri.

Refer to Tables 1-15 in the state of Missouri section of Appendix D for the facts and data supporting performance conclusions under the Lending, Investment, and Service Tests.

State of Montana Rating

CRA Rating for the State:	<u>Outstanding</u>
The Lending Test is rated:	<u>Outstanding</u>
The Investment Test is rated:	<u>Outstanding</u>
The Service Test is rated:	<u>Outstanding</u>

The major factors that support this rating include:

- Excellent lending performance in the full-scope area based on good overall borrower distributions, adequate overall geographic distributions, a good level of lending activity, and the significantly positive impact of CD lending which elevates overall lending performance. Performance differences in the limited-scope AAs did not impact the lending performance assessment for the state.
- Excellent investment performance in the full-scope area based on investment volume in relation to bank capacity, identified area needs, and available investment opportunities. Investment performance is also excellent in the limited-scope areas.
- Good service performance in the full-scope area based on accessible retail delivery systems and an excellent level of CD services. However, stronger performance in the limited-scope areas did positively impact our assessment and result in an overall excellent service performance assessment for the state.

Description of Institution’s Operations in the State of Montana

The state of Montana is the bank’s 19th largest rated area (of 39), in terms of deposits. It accounts for \$1.9 billion and 1 percent of bank deposits. The bank has 10 AAs in this rated area, three of which are metropolitan areas. The seven nonmetropolitan AAs are combined for analysis and presentation. Refer to Appendix A for a detailed listing of bank AAs.

Scope of Evaluation in the State of Montana

We performed a full-scope review of the Billings AA, which includes one (of two) counties in the Billings MSA. Other AAs received limited-scope reviews. State ratings are based primarily on performance in the full-scope area.

The Billings AA is the bank’s largest AA in this rated area, accounting for 46 percent of rated area deposits. There are 12 banks with 41 offices in the AA as of June 30, 2011. USB has four branches, 18 ATMs, and \$856 million deposits, representing a 24 percent deposit market share and 2nd place rank. Primary credit products are home mortgage and business loans. There are insufficient multifamily and farm loans for meaningful analysis. We used one community contact and other available information to determine there are many CD opportunities.

LENDING TEST

Lending Test performance in the state of Montana is rated Outstanding.

Based on a full-scope review, performance in the Billings AA is excellent. Our assessment weights home mortgage loans more than small business loans as they respectively account for 60 percent and 40 percent of the bank's reported loans in this AA (by number, excluding CD loans). Within the home mortgage category, our assessment gives the most weight to refinance and purchase loans, as these products respectively account for 60 percent and 36 percent of the bank's reported home mortgage loans in this AA (by number, excluding multifamily loans).

Lending Activity reflects good responsiveness to area credit needs in relation to deposits and competition. USB reported loans totaling \$390 million over the evaluation period, ranking 6th of 70 home purchase lenders, 6th of 28 home improvement lenders, 4th of 91 home refinance lenders, and 4th of 30 small business lenders.

The **Distribution of Reported Loans by Income Level of the Geography** is adequate overall. Geographic distributions are adequate for home mortgage loans and good (with emphasis on moderate-income geographies) for business loans. By individual product, geographic distributions are good for home purchase, excellent for home improvement, and adequate for home refinance loans. There are no identified lending gaps.

The **Distribution of Reported Loans by Income Level of the Borrower** is good overall. Borrower distributions are good for home mortgage loans and good for business loans. By individual product, borrower distributions are good for home purchase, excellent for home improvement, and good for home refinance loans. Our home mortgage assessment considers the impact of poverty on a low-income person's ability to afford a mortgage loan. Our business loan assessment emphasizes market share performance.

Community Development Lending has a significantly positive impact on performance and elevates overall lending performance. USB originated five CD loans totaling \$20 million during the evaluation period. By dollar volume, these loans address community needs for revitalization and stabilization (98 percent) and the needs of LMI persons for affordable housing (2 percent). This level of CD lending represents 19 percent of allocated Tier 1 Capital.

Product Innovation and Flexibility have a neutral impact. Nationwide programs described in the Executive Summary section are offered in this market.

Based on a limited-scope review, performance in the Missoula AA is excellent and not inconsistent with the Montana Outstanding Lending Test rating. Performance in the Great Falls and nonmetropolitan AAs is weaker than the Montana Outstanding Lending Test rating, but still considered good. Weaker performance is attributable to less favorable CD lending. Performance differences in the limited-scope AAs did not impact the Lending Test rating for the state of Montana.

INVESTMENT TEST

Investment Test performance in the state of Montana is rated Outstanding.

Based on a full-scope review, performance in the Billings AA is excellent. The bank made 55 investments totaling \$5 million during the evaluation period. Current period investments include 18 MBSs totaling \$3 million, two bonds totaling \$1.5 million, 13 LIHTCs totaling \$641 thousand, and \$75 thousand qualified grants. The bank also has 14 prior period investments with an aggregate outstanding balance of \$3 million. These prior period investments continue to provide benefit and meet assessment area needs. Investments are particularly responsive to affordable housing and small business/farm needs. Total investments represent 8 percent of allocated Tier 1 Capital.

Based on limited-scope reviews, performance in the Great Falls, Missoula, and nonmetropolitan AAs is excellent and not inconsistent with the Montana Outstanding Investment Test rating.

USB also made eight statewide investments totaling \$22 thousand during the evaluation period.

SERVICE TEST

Service Test performance in the state of Montana is rated Outstanding.

Based on a full-scope review, performance in the Billings AA is good. Retail delivery systems are accessible to geographies and individuals of different income levels, with consideration for ATM distributions in LMI areas. The bank had no branch openings or closings during the evaluation period. We did not identify any branch differences in product availability, services offered, or business hours that inconvenience LMI geographies or individuals. The bank provided an excellent level of CD services with at least 17 service activities involving 14 different organizations. Strong leadership is evident through 10 activities involving Board or committee participation. Activities are most responsive to the needs of LMI persons for community services.

Based on limited-scope reviews, performance in the Great Falls, Missoula, and nonmetropolitan AAs is excellent and stronger than performance in the Billings AA. Stronger performance is attributable to more accessible retail delivery systems. Because the limited-scope AAs account for a majority of the bank's deposit base in this state, the stronger performance did positively impact our assessment and result in an Outstanding Service Test rating for the state of Montana.

Refer to Tables 1-15 in the state of Montana section of Appendix D for the facts and data supporting performance conclusions under the Lending, Investment, and Service Tests.

State of Nebraska Rating

CRA Rating for the State:	<u>Outstanding</u>
The Lending Test is rated:	<u>Outstanding</u>
The Investment Test is rated:	<u>Outstanding</u>
The Service Test is rated:	<u>Outstanding</u>

The major factors that support this rating include:

- Excellent lending performance in the full-scope area based on excellent overall borrower distributions, good overall geographic distributions, an excellent level of lending activity, as well as the positive impact of flexible lending programs and the significantly positive impact of CD lending which further support lending performance.
- Excellent investment performance in the full-scope area based on investment volume in relation to bank capacity, identified area needs, and available investment opportunities.
- Excellent service performance in the full-scope area based on readily accessible retail delivery systems and a relatively high level of CD services.
- Performance differences in the limited-scope AAs did not impact state ratings.

Description of Institution’s Operations in the State of Nebraska

The state of Nebraska is the bank’s 26th largest rated area (of 39), in terms of deposits. It accounts for \$1 billion and less than 1 percent of bank deposits. The bank has six AAs in this rated area, one of which is a metropolitan area. The five nonmetropolitan AAs are combined for analysis and presentation. Refer to Appendix A for a detailed listing of bank AAs.

Scope of Evaluation in the State of Nebraska

We performed a full-scope review of the Lincoln AA, which includes one (of two) counties in the Lincoln MSA. Other AAs received limited-scope reviews. State ratings are based primarily on performance in the full-scope area.

The Lincoln AA is the bank’s largest AA in this rated area, accounting for 63 percent of rated area deposits. There are 25 banks with 133 offices in the AA as of June 30, 2011. USB has 12 branches, 17 ATMs, and \$648 million deposits, representing a 12 percent deposit market share and 3rd place rank. Primary credit products are home mortgage and business loans. There are insufficient multifamily and farm loans for meaningful analysis. We used two community contacts and other information to determine there are CD opportunities available.

LENDING TEST

Lending Test performance in the state of Nebraska is rated Outstanding.

Based on a full-scope review, performance in the Lincoln AA is excellent. Our assessment weights home mortgage loans more than small business loans as they respectively account for 57 percent and 43 percent of the bank's reported loans in this AA (by number, excluding CD loans). Within the home mortgage category, our assessment gives the most weight to purchase and refinance loans, as each product accounts for 49 percent of the bank's reported home mortgage loans in this AA (by number, excluding multifamily loans).

Lending Activity reflects excellent responsiveness to area credit needs in relation to deposits and competition. USB reported loans totaling \$409 million over the evaluation period, ranking 2nd of 115 home purchase lenders, 6th of 47 home improvement lenders, 4th of 156 home refinance lenders, and 2nd of 48 small business lenders.

The **Distribution of Reported Loans by Income Level of the Geography** is good overall. Geographic distributions good for home mortgage loans and excellent for business loans. By individual product, geographic distributions are excellent for home purchase, good for home improvement, and adequate for home refinance loans. Our assessment for home improvement and home refinance loans emphasizes moderate-income geographies as they have more lending opportunity. There are no unexplained lending gaps.

The **Distribution of Reported Loans by Income Level of the Borrower** is excellent overall. Borrower distributions are excellent for all products reviewed. Our home mortgage assessment considers the impact of poverty on a low-income person's ability to afford a mortgage loan.

Community Development Lending has a significantly positive impact and further supports lending performance. USB originated 11 CD loans totaling \$20 million during the evaluation period. By dollar volume, these loans address community needs for revitalization and stabilization (90 percent), as well as the needs of LMI persons for community services (9 percent) and affordable housing (1 percent). This level of CD lending represents 25 percent of allocated Tier 1 Capital.

Product Innovation and Flexibility also have a positive impact on lending performance. In the Lincoln AA, the bank originated 1 loan totaling \$1.8 million under its innovative private placement bond program. It also made 159 loans totaling \$2.4 million under affordable housing down payment assistance programs. This volume of innovative and flexible lending represents 5 percent of allocated Tier 1 Capital. Statewide, the bank made another 81 loans totaling \$8 million under affordable mortgage and down payment assistance programs. Based on a limited-scope review, performance in the nonmetropolitan AAs is excellent and not inconsistent with the Nebraska Outstanding Lending Test rating.

INVESTMENT TEST

Investment Test performance in the state of Nebraska is rated Outstanding.

Based on a full-scope review, performance in the Lincoln AA is excellent. The bank made 54 investments totaling \$6 million during the evaluation period. Current period investments include eight LIHTCs totaling \$3 million, three bonds totaling \$2 million, eight MBSs totaling \$1 million, and \$222 thousand qualified grants. The bank also has 32 prior period investments with an aggregate outstanding balance of \$2.5 million. Investments are particularly responsive to affordable housing and small business/small farm needs. Total investments represent 10 percent of allocated Tier 1 Capital.

Based on a limited-scope review, performance in the nonmetropolitan AAs is excellent and not inconsistent with the Nebraska Outstanding Investment Test rating.

USB also made 12 statewide investments totaling \$33 thousand during the evaluation period, and it has three prior period statewide investments with an outstanding balance of \$600 thousand.

SERVICE TEST

Service Test performance in the state of Nebraska is rated Outstanding.

Based on a full-scope review, performance Lincoln AA is excellent. Retail delivery systems are readily accessible to geographies and individuals of different income levels. The bank had no branch openings or closings during the evaluation period. We did not identify any branch differences in product availability, services offered, or business hours that inconvenience LMI geographies or individuals. The bank provided a relatively high level of CD services with at least 45 service activities involving 25 different organizations. Active leadership is evident through 18 activities involving Board or committee participation. Activities are most responsive to the needs of LMI persons for community services.

Based on a limited-scope review, performance in the nonmetropolitan AA is excellent and not inconsistent with the Nebraska Outstanding Service Test rating.

Refer to Tables 1-15 in the state of Nebraska section of Appendix D for the facts and data supporting performance conclusions under the Lending, Investment, and Service Tests.

State of Nevada Rating

CRA Rating for the State:	<u>Satisfactory</u>
The Lending Test is rated:	<u>Low Satisfactory</u>
The Investment Test is rated:	<u>Outstanding</u>
The Service Test is rated:	<u>High Satisfactory</u>

The major factors that support this rating include:

- Adequate lending performance in the full-scope area based on good overall borrower distributions, poor overall geographic distributions, and an excellent level of lending activity. CD lending has a positive impact and further supports lending performance.
- Excellent investment performance in the full-scope area based on investment volume in relation to bank capacity, identified area needs, and available investment opportunities.
- Good service performance in the full-scope area based on accessible retail delivery systems and an adequate level of CD services.
- Performance differences in the limited-scope AAs did not impact state ratings.

Description of Institution's Operations in the State of Nevada

The state of Nevada is the bank's 13th largest rated area (of 39), in terms of deposits. It accounts for \$2.9 billion and less than 2 percent of bank deposits. The bank has six AAs in this rated area, three of which are metropolitan areas. The three nonmetropolitan AAs are combined for analysis and presentation. Refer to Appendix A for a detailed listing of bank AAs.

Scope of Evaluation in the State of Nevada

We performed a full-scope review of the Las Vegas AA, which includes the entire Las Vegas-Paradise MSA. Other AAs received limited-scope reviews. State ratings are based primarily on performance in the full-scope area.

The Las Vegas AA is the bank's largest AA in this rated area, accounting for 64 percent of rated area deposits. There are 41 banks with 383 offices in the AA as of June 30, 2011. USB has 73 branches, 80 ATMs, and \$1.9 billion deposits, representing a 1 percent deposit market share and 7th place rank. Primary credit products are home mortgage and business loans. There are insufficient multifamily and farm loans for meaningful analysis. We made one community contact and used other available information to determine there are numerous CD opportunities.

LENDING TEST

Lending Test performance in the state of Nevada is rated Low Satisfactory.

Based on a full-scope review, performance in the Las Vegas AA is adequate. Our assessment weights home mortgage loans more than small business loans as they respectively account for 53 percent and 47 percent of the bank's reported loans in this AA (by number, excluding CD loans). Within the home mortgage category, our assessment gives the most weight to purchase and refinance loans, as these products respectively account for 64 percent and 35 percent of the bank's reported home mortgage loans in this AA (by number, excluding multifamily loans).

Lending Activity reflects excellent responsiveness to area credit needs in relation to deposits and competition. USB reported loans totaling \$1.2 billion over the evaluation period, ranking 13th of 298 home purchase lenders, 4th of 50 home improvement lenders, 5th of 261 home refinance lenders, and 6th of 100 small business lenders.

The **Distribution of Reported Loans by Income Level of the Geography** is poor overall. Geographic distributions are very poor for all home mortgage products and adequate (with emphasis on moderate-income geographies) for business loans. There are no unexplained lending gaps.

The **Distribution of Reported Loans by Income Level of the Borrower** is good overall. Borrower distributions are good for home mortgage loans and excellent for business loans. By individual product, borrower distributions are good for home purchase, excellent for home improvement, and excellent for home refinance loans. Our home mortgage assessment considers the impact of poverty on a low-income person's ability to afford a mortgage loan, and the impact of fixed financing costs on a low-income borrower's ability to benefit from a refinance loan. Our business loan assessment emphasizes market share performance.

Community Development Lending has a positive impact and further supports lending performance. USB originated 13 CD loans totaling \$19.6 million during the evaluation period. By dollar volume, these loans address the needs of LMI persons for affordable housing (82 percent) and community services (2 percent), as well as community needs for revitalization and stabilization (15 percent) and economic development (1 percent). This level of CD lending represents 8 percent of allocated Tier 1 Capital.

Product Innovation and Flexibility have a neutral impact. Nationwide programs described in the Executive Summary section are offered in this market.

Based on a limited-scope review, performance in the nonmetropolitan AAs is adequate and not inconsistent with the Nevada Low Satisfactory Lending Test rating. Performance in the Carson City and Reno-Sparks AAs is stronger than the Nevada Low Satisfactory Lending Test rating and considered good. Stronger performance is attributable to more favorable geographic distributions. Performance differences in the limited-scope AAs did not impact the Lending Test rating for the state of Nevada.

INVESTMENT TEST

Investment Test performance in the state of Nevada is rated Outstanding.

Based on a full-scope review, performance in the Las Vegas AA is excellent. The bank made 101 investments totaling \$17 million during the evaluation period. Current period investments include two bonds totaling nearly \$9 million, 21 LIHTCs totaling \$5 million, 19 MBSs totaling \$3 million, and \$425 thousand qualified grants. The bank also has 44 prior period investments with an aggregate outstanding balance of nearly \$16 million. Investments are particularly responsive to affordable housing and small business needs. Total investments represent 14 percent of allocated Tier 1 Capital.

Based on limited-scope reviews, performance in the Carson City, Reno-Sparks, and nonmetropolitan AAs is excellent and not inconsistent with the Nevada Outstanding Investment Test rating.

USB also made 17 statewide investments totaling \$79 thousand during the evaluation period.

SERVICE TEST

Service Test performance in the state of Nevada is rated High Satisfactory.

Based on a full-scope review, performance in the Las Vegas AA is good. Retail delivery systems are accessible to geographies and individuals of different income levels, with consideration of MUI branches in close proximity to moderate-income geographies. Branching activity has improved access to banking services. The bank opened 29 branches and closed seven branches over the evaluation period. There were five net openings in LMI tracts and 17 net openings in MUI tracts. We did not identify any branch differences in product availability, services offered, or business hours that inconvenience LMI geographies or individuals. The bank provided an adequate level of CD services with at least 120 service activities involving 30 different organizations. Leadership is evident through 14 activities involving Board or committee participation. Activities are most responsive to the needs of LMI persons for community services.

Based on limited-scope reviews, performance in the Carson City, Reno-Sparks, and nonmetropolitan AAs is excellent and stronger than the Nevada High Satisfactory Service Test rating. Stronger performance is attributable to more accessible retail delivery systems. Performance differences in the limited-scope AAs did not impact the Service Test rating for the state of Nevada.

Refer to Tables 1-15 in the state of Nevada section of Appendix D for the facts and data supporting performance conclusions under the Lending, Investment, and Service Tests.

State of New Mexico

CRA Rating for the State:	<u>Outstanding</u>
The Lending Test is rated:	<u>High Satisfactory</u>
The Investment Test is rated:	<u>Outstanding</u>
The Service Test is rated:	<u>Outstanding</u>

The major factors that support this rating include:

- Good lending performance in the full-scope area based on good overall borrower distributions, good overall geographic distributions, and an excellent level of lending activity.
- Excellent investment performance in the full-scope area based on investment volume in relation to bank capacity, identified area needs, and available investment opportunities.
- Excellent service performance in the full-scope area based on readily accessible retail delivery systems and a relatively high level of CD services.
- Performance differences in the limited-scope AAs did not impact state ratings.

Description of Institution's Operations in the State of New Mexico

The state of New Mexico is the bank's 22nd largest rated area (of 39), in terms of deposits. It accounts for \$1.5 billion and less than 1 percent of bank deposits. The bank has six AAs in this rated area, three of which are metropolitan areas. The three nonmetropolitan AAs are combined for analysis and presentation. Refer to Appendix A for a detailed listing of bank AAs.

Scope of Evaluation in the State of New Mexico

We performed a full-scope review of the Albuquerque AA, which includes the entire Albuquerque MSA. Other AAs received limited-scope reviews. State ratings are based primarily on performance in the full-scope area.

The Albuquerque AA is the bank's largest AA in this rated area, accounting for 67 percent of rated area deposits. There are 25 banks with 177 offices in the AA as of June 30, 2011. USB has 18 branches, 24 ATMs, and \$1 billion deposits, representing an 8 percent deposit market share and 5th place rank. Primary credit products are home mortgage and business loans. There are insufficient home improvement, multifamily, and farm loans for meaningful analysis. We used two community contacts and other available information to determine there are limited CD opportunities.

LENDING TEST

Lending Test performance in the state of New Mexico is rated High Satisfactory.

Based on a full-scope review, performance in the Albuquerque AA is good. Our assessment weights home mortgage loans more than small business loans as they respectively account for 82 percent and 18 percent of the bank's reported loans in this AA (by number, excluding CD loans). Within the home mortgage category, our assessment gives the most weight to purchase and refinance loans, as these products respectively account for 58 percent and 41 percent of the bank's reported home mortgage loans in this AA (by number, excluding multifamily loans).

Lending Activity reflects excellent responsiveness to area credit needs in relation to deposits and competition. USB reported loans totaling \$790 million over the evaluation period, ranking 3rd of 206 home purchase lenders, 11th of 271 home refinance lenders, and 5th of 72 small business lenders.

The **Distribution of Reported Loans by Income Level of the Geography** is good overall. Geographic distributions are good for home purchase loans and excellent for business loans. By individual product, geographic distributions are excellent for home purchase loans and poor (with emphasis on moderate-income geographies) for home refinance loans. There are no unexplained lending gaps.

The **Distribution of Reported Loans by Income Level of the Borrower** is good overall. Borrower distributions are good for home mortgage loans and excellent for business loans. By individual product, borrower distributions are good for home purchase and adequate for home refinance. Our home mortgage assessment considers the impact of poverty on a low-income person's ability to afford a mortgage loan. Our business loan assessment emphasizes market share performance.

Community Development Lending has a neutral impact on lending performance.

Product Innovation and Flexibility have a neutral impact. Nationwide programs described in the Executive Summary section are offered in this market.

Based on a limited-scope review, performance the Santa Fe AA is stronger than the New Mexico High Satisfactory rating and considered excellent due to more favorable CD lending. Performance in the Las Cruces and nonmetropolitan AAs is weaker than the New Mexico High Satisfactory rating, but still considered adequate. Weaker performance is attributable to less favorable borrower distributions (Las Cruces) and less favorable geographic distributions (Las Cruces AA, nonmetropolitan AAs). Performance differences in the limited-scope AAs did not impact the Lending Test rating for the state of New Mexico.

INVESTMENT TEST

Investment Test performance in the state of New Mexico is rated Outstanding.

Based on a full-scope review, performance in the Albuquerque AA is excellent. The bank made 47 investments totaling \$15 million during the evaluation period. Current period investments include nine NMTCs totaling nearly \$9 million, six HTC's totaling \$5 million, 15 LIHTCs totaling \$1 million, and \$223 thousand qualified grants. Investments are particularly responsive to revitalization/stabilization needs. Total investments represent 12 percent of allocated Tier 1 Capital.

Based on a limited-scope review, bank performance in the Las Cruces AA, Santa Fe, and nonmetropolitan AAs is excellent and not inconsistent with the New Mexico Outstanding Investment Test rating.

USB also made nine statewide investments totaling \$95 thousand during the evaluation period, and it has two prior period statewide investments with an outstanding balance of \$1 million.

SERVICE TEST

Service Test performance in the state of New Mexico is rated Outstanding.

Based on a full-scope review, performance in the Albuquerque AA is excellent. Retail delivery systems are readily accessible to geographies and individuals of different income levels. The bank had no branch openings or closings during the evaluation period. We did not identify any branch differences in product availability, services offered, or business hours that inconvenience LMI geographies or individuals. The bank provided a relatively high level of CD services with at least ten service activities involving ten different organizations, all of which involve Board or committee leadership. Activities are most responsive to community needs for economic development.

Based on limited-scope reviews, performance in the Las Cruces and Santa Fe AAs is excellent and not inconsistent with the New Mexico Outstanding Service Test rating. Service performance in the nonmetropolitan AA is weaker than the New Mexico Outstanding Service Test rating and considered very poor. Weaker performance is attributable to less accessible retail delivery systems. Performance differences in the limited-scope AAs did not impact the Service Test rating for the state of New Mexico.

Refer to Tables 1-15 in the state of New Mexico section of Appendix D for the facts and data supporting performance conclusions under the Lending, Investment, and Service Tests.

State of North Dakota Rating

CRA Rating for the State:	<u>Outstanding</u>
The Lending Test is rated:	<u>Outstanding</u>
The Investment Test is rated:	<u>Outstanding</u>
The Service Test is rated:	<u>High Satisfactory</u>

The major factors that support this rating include:

- Good lending performance in the full-scope area based on good overall borrower distributions, adequate overall geographic distributions, a good level of lending activity, and the positive impact of flexible lending programs. However, stronger performance in the limited-scope nonmetropolitan areas did positively impact our assessment and result in an overall excellent lending performance assessment for the state.
- Excellent investment performance in the full-scope area based on investment volume (in relation to bank capacity, identified area needs, and available investment opportunities) and responsiveness to affordable housing needs. Investment performance is also excellent in the limited-scope nonmetropolitan areas.
- Adequate service performance in the full-scope area based on reasonably accessible retail delivery systems and a relatively high level of CD services. However, stronger performance in the limited-scope nonmetropolitan areas did positively impact our assessment and result in an overall good service performance assessment for the state.

Description of Institution's Operations in the State of North Dakota

The state of North Dakota is the bank's 30th largest rated area (of 39), in terms of deposits. It accounts for \$682 million and less than 1 percent of bank deposits. The bank has six AAs in this rated area, one of which is a metropolitan area. The five nonmetropolitan AAs are combined for analysis and presentation. Refer to Appendix A for a detailed listing of bank AAs.

Scope of Evaluation in the State of North Dakota

We performed a full-scope review of the Bismarck AA, which includes the entire Bismarck MSA. Other AAs received limited-scope reviews. State ratings are based primarily on performance in the full-scope area.

The Bismarck AA is the bank's largest AA in this rated area, accounting for 48 percent of rated area deposits. There are 17 banks with 53 offices in the AA as of June 30, 2011. USB has four branches, seven ATMs, and \$329 million deposits, representing a 12 percent deposit market share and 3rd place rank. Primary credit products are business and home mortgage loans. There are insufficient home improvement, multifamily, and farm loans for meaningful analysis. In addition, the AA has no low-income geographies. We used two community contacts and other available information to determine there are somewhat limited CD opportunities.

LENDING TEST

Lending Test performance in the state of North Dakota is rated Outstanding.

Based on a full-scope review, performance in the Bismarck AA is good. Our assessment weights small business loans more than home mortgage loans as they respectively account for 69 percent and 31 percent of the bank's reported loans in this AA (by number, excluding CD loans). Within the home mortgage category, our assessment gives the most weight to refinance and purchase loans, as these products respectively account for 74 percent and 23 percent of the bank's reported home mortgage loans in this AA (by number, excluding multifamily loans).

Lending Activity reflects good responsiveness to area credit needs in relation to deposits and competition. USB reported loans totaling \$137 million over the evaluation period, ranking 15th of 65 home purchase lenders, 7th of 75 home refinance lenders, and 1st of 38 small business lenders.

The **Distribution of Reported Loans by Income Level of the Geography** is adequate overall. Geographic distributions are poor for home mortgage loans and good for business loans. By individual product, geographic distributions are adequate for home purchase loans and very poor for home refinance loans. There are no identified lending gaps.

The **Distribution of Reported Loans by Income Level of the Borrower** is good overall. Borrower distributions are excellent for all home mortgage products reviewed and adequate for business loans. Our home mortgage assessment considers the impact of poverty on a low-income person's ability to afford a mortgage loan, and the impact of fixed financing costs on a low-income borrower's ability to benefit from a refinance loan.

Community Development Lending has a neutral impact on lending performance.

Product Innovation and Flexibility have a positive impact and further support performance. Statewide, the bank originated 167 loans totaling \$11.7 million under affordable mortgage and down payment assistance programs.

Based on a limited-scope review, lending performance in the nonmetropolitan AAs is stronger than the North Dakota High Satisfactory rating and considered excellent. Stronger performance is attributable to more favorable CD lending. Because the nonmetropolitan AAs account for a majority of the bank's deposit base in this state, the stronger performance did positively impact our assessment and result in an Outstanding Lending Test rating for the state of North Dakota.

INVESTMENT TEST

Investment Test performance in the state of North Dakota is rated Outstanding.

Based on a full-scope review, performance in the Bismarck AA is excellent, especially after considering the somewhat limited CD opportunities. The bank made 27 investments totaling \$1.7 million during the evaluation period. Current period investments include three bonds totaling \$805 thousand, three MBSs totaling \$733 thousand, a \$181 thousand mortgage bond, and \$25 thousand qualified grants. USB also has 15 prior period investments with an aggregate outstanding balance of more than \$1 million. These prior period investments continue to provide benefit and meet assessment area needs. Investments are particularly responsive to affordable housing needs. Total investments represent 7 percent of allocated Tier 1 Capital.

Based on a limited-scope review, performance in the nonmetropolitan AAs is excellent and not inconsistent with the North Dakota Outstanding Investment Test rating.

USB also made five statewide investments totaling \$708 thousand during the evaluation period, and it has two prior period statewide investments with an outstanding balance of \$450 thousand. These statewide investments further demonstrate the bank's commitment to CD.

SERVICE TEST

Service Test performance in the state of North Dakota is rated High Satisfactory.

Based on a full-scope review, performance in the Bismarck AA is adequate. Retail delivery systems are reasonably accessible to geographies and individuals of different income levels. The bank had no branch openings or closings during the evaluation period. Branch services and hours are tailored to the convenience and needs of the AA. The bank provided a relatively high level of CD services with at least seven service activities involving seven different organizations. Leadership is evident through five activities involving Board or committee participation. Activities are most responsive to the needs of LMI persons for community services.

Based on a limited-scope review, performance in the nonmetropolitan AA is excellent and stronger than performance in the Bismarck AA. Stronger performance is attributable to more accessible retail delivery systems. Because the nonmetropolitan AA accounts for a majority of the bank's deposits in this state (52 percent), the stronger performance did positively impact our assessment and result in a High Satisfactory Service Test rating for the state of North Dakota.

Refer to Tables 1-15 in the state of North Dakota section of Appendix D for the facts and data supporting performance conclusions under the Lending, Investment, and Service Tests.

State of Ohio Rating

CRA Rating for the State:	<u>Outstanding</u>
The Lending Test is rated:	<u>Outstanding</u>
The Investment Test is rated:	<u>Outstanding</u>
The Service Test is rated:	<u>Outstanding</u>

The major factors that support this rating include:

- Excellent lending performance in the full-scope area based on good overall borrower distributions, excellent overall geographic distributions, a good level of lending activity, and the significantly positive impact of CD lending which elevates overall lending performance.
- Excellent investment performance in the full-scope area based on investment volume in relation to bank capacity, identified area needs, and available investment opportunities.
- Excellent service performance in the full-scope area based on readily accessible retail delivery systems and a relatively high level of CD services.
- Performance differences in the limited-scope AAs did not impact state ratings.

Description of Institution’s Operations in the State of Ohio

The state of Ohio is the bank’s 10th largest rated area (of 39), in terms of deposits. It accounts for \$5 billion and less than 3 percent of bank deposits. The bank has 21 AAs in this rated area, 13 of which are metropolitan areas. The eight nonmetropolitan AAs are combined for analysis and presentation. Refer to Appendix A for a detailed listing of bank AAs.

Scope of Evaluation in the State of Ohio

We performed a full-scope review of the Cleveland AA, which includes the entire Cleveland-Elyria-Mentor MSA. Other AAs received limited-scope reviews. State ratings are based primarily on performance in the full-scope area.

The Cleveland AA is the bank’s largest AA in this rated area, accounting for 34 percent of rated area deposits. There are 43 banks with 722 offices in the AA as of June 30, 2011. USB has 65 branches, 91 ATMs, and \$1.8 billion deposits, representing a 4 percent deposit market share and 9th place rank. Primary credit products are business and home mortgage loans. There are insufficient multifamily and farm loans for meaningful analysis. We used three community contacts and other available information to determine there are numerous CD opportunities.

LENDING TEST

Lending Test performance in the state of Ohio is rated Outstanding.

Based on a full-scope review, performance in the Cleveland AA is excellent. Our assessment weights small business loans more than home mortgage loans as they respectively account for 65 percent and 35 percent of the bank's reported loans in this AA (by number, excluding CD loans). Within the home mortgage category, our assessment gives the most weight to purchase and refinance loans, as these products respectively account for 54 percent and 42 percent of the bank's reported home mortgage loans in this AA (by number, excluding multifamily loans).

Lending Activity reflects good responsiveness to area credit needs in relation to deposits and competition. USB reported loans totaling \$854 million over the evaluation period, ranking 8th of 257 home purchase lenders, 6th of 85 home improvement lenders, 12th of 313 home refinance lenders, and 4th of 95 small business lenders.

The **Distribution of Reported Loans by Income Level of the Geography** is excellent overall. Geographic distributions are good for home mortgage loans and excellent for business loans. By individual product, geographic distributions are good for home purchase, good for home improvement, and adequate for home refinance loans. There are no unexplained lending gaps.

The **Distribution of Reported Loans by Income Level of the Borrower** is good overall. Borrower distributions are excellent for all home mortgage products and good for business loans. Our home mortgage assessment considers the impact of poverty on a low-income person's ability to afford a mortgage loan, and the impact of fixed financing costs on a low-income borrower's ability to benefit from a refinance loan. Our business loan assessment emphasizes market share performance.

Community Development Lending has a significantly positive impact and elevates overall lending performance. USB originated six CD loans totaling \$27.5 million during the evaluation period. By dollar volume, these loans address community needs for revitalization and stabilization (65 percent) and economic development (6 percent), as well as the needs of LMI persons for affordable housing (29 percent). This level of CD lending represents 12 percent of allocated Tier 1 Capital.

Product Innovation and Flexibility have a neutral impact. Nationwide programs described in the Executive Summary section are offered in this market.

Based on limited-scope reviews, performance in the Akron, Columbus, Dayton, Sandusky, and Youngstown-Warren-Boardman AAs is excellent and not inconsistent with the Ohio Outstanding Lending Test rating. Performance in the other limited-scope areas is weaker than the Ohio Outstanding Lending Test rating, but still considered good (Canton-Massillon, Lima, Mansfield, Springfield, Toledo, Weirton-Steubenville, and nonmetropolitan AAs) or adequate (Huntington-Ashland AA). Weaker performance is attributable to less favorable CD lending (Mansfield, Weirton-Steubenville, and nonmetropolitan AAs), less favorable borrower distributions (Mansfield and Springfield AAs), and less favorable geographic distributions (Canton-Massillon, Huntington-Ashland, Lima, and Weirton-Steubenville AAs). Performance differences in the limited-scope AAs did not impact the Lending Test rating for the state of Ohio.

INVESTMENT TEST

Investment Test performance in the state of Ohio is rated Outstanding.

Based on a full-scope review, performance in the Cleveland AA is excellent. The bank made 371 investments totaling \$71 million during the evaluation period. Current period investments include of 248 LIHTCs totaling \$27 million, 10 NMTCs totaling \$22 million, 15 HTCs totaling \$20 million, two equity investments totaling more than \$1 million, and \$497 thousand qualified grants and in-kind donations. The bank also has 33 prior period investments with an aggregate outstanding balance of \$27 million. Investments are particularly responsive to affordable housing and revitalization/stabilization needs. Total investments represent 43 percent of allocated Tier 1 Capital.

Performance in most of the limited-scope AAs is excellent and not inconsistent with the Ohio Outstanding Investment Test rating (Akron, Canton-Massillon, Columbus, Dayton, Lima, Mansfield, Sandusky, Springfield, Toledo, Weirton-Steubenville, Youngstown-Warren-Boardman, and the nonmetropolitan AAs). Performance in the Huntington-Ashland AA is weaker than the Ohio Outstanding Investment Test rating, but still considered good. Weaker performance is attributable to lower relative investment volumes. This performance difference did not impact the Investment Test rating for the state of Ohio.

USB also made 20 statewide investments totaling almost \$10 million during the evaluation period, and it has one prior period statewide investment with an outstanding balance of \$500 thousand. These statewide investments further demonstrate the bank's commitment to community development.

SERVICE TEST

Service Test performance in the state of Ohio is rated Outstanding.

Based on a full-scope review, performance in the Cleveland AA is excellent. Retail delivery systems are readily accessible to geographies and individuals of different income levels, with consideration of MUI branches in close proximity to moderate-income geographies. Strong ATM distributions in LMI areas also support access. Branching activity has not significantly affected access to banking services. The bank opened seven and closed 13 branches during the evaluation period. Retail accessibility for low-income areas improved with one net branch opening in a low-income tract. The bank had two net branch closures in moderate-income tracts, which were due to lease expirations. It also had four net closures in MUI tracts. We did not identify any branch differences in product availability, services offered, or business hours that inconvenience LMI geographies or individuals. The bank provided a relatively high level of CD services with at least 138 service activities involving 58 different organizations. Active leadership hours are evident through 36 activities involving Board or committee participation. Activities are most responsive to the needs of LMI persons for community services.

Based on limited-scope reviews, performance in the Canton-Massillon, Columbus, Huntington-Ashland, Sandusky, and nonmetropolitan AAs is excellent and not inconsistent with the Ohio Outstanding Service Test rating. Service performance in the other limited-scope AAs is weaker than the Ohio Outstanding Service Test rating, but still considered good (Akron, Toledo, Weirton-Steubenville, and Youngstown-Warren-Boardman AAs) or adequate (Dayton, Lima, Mansfield, and Springfield AAs). Weaker performance is attributable to less accessible retail delivery systems. Performance differences in the limited-scope AAs did not impact the Service Test rating for the state of Ohio.

Refer to Tables 1-15 in the state of Ohio section of Appendix D for the facts and data supporting performance conclusions under the Lending, Investment, and Service Tests.

State of Oregon Rating

CRA Rating for the State:	<u>Outstanding</u>
The Lending Test is rated:	<u>Outstanding</u>
The Investment Test is rated:	<u>Outstanding</u>
The Service Test is rated:	<u>Outstanding</u>

The major factors that support this rating include:

- Excellent lending performance in the full-scope area based on good overall borrower distributions, good overall geographic distributions, an excellent level of lending activity, and the significantly positive impact of CD lending which elevates overall lending performance.
- Good investment performance in the full-scope area based on investment volume in relation to bank capacity, identified area needs, and available investment opportunities. However, stronger performance in several limited-scope areas did positively impact our assessment and result in an overall excellent performance assessment for the state.
- Excellent service performance in the full-scope area based on readily accessible retail delivery systems and an adequate level of CD services.
- Performance differences in the limited-scope AAs did not impact state ratings.

Description of Institution's Operations in the State of Oregon

The state of Oregon is the bank's 12th largest rated area (of 39), in terms of deposits. It accounts for \$3.7 billion and less than 2 percent of bank deposits. The bank has eight AAs in this rated area, five of which are metropolitan areas. The three nonmetropolitan AAs are combined for analysis and presentation. Refer to Appendix A for a detailed listing of bank AAs.

Scope of Evaluation in the State of Oregon

We performed a full-scope review of the Salem AA, which includes the entire Salem MSA. Other AAs received limited-scope reviews. State ratings are based primarily on performance in the full-scope area.

The Salem AA is the bank's largest AA in this rated area, accounting for 22 percent of rated area deposits. There are 17 banks with 99 offices in the AA as of June 30, 2011. USB has 17 branches, 31 ATMs, and \$791 million deposits, representing a 20 percent deposit market share and 1st place rank. Primary credit products are business and home mortgage loans. There are insufficient multifamily loans for meaningful analysis. We used two community contacts and other available information to determine there are many CD opportunities.

LENDING TEST

Lending Test performance in the state of Oregon is rated Outstanding.

Based on a full-scope review, performance in the Salem AA is excellent. Our assessment weights small business loans more than home mortgage loans as they respectively account for 62 percent and 38 percent of the bank's reported loans in this AA (by number, excluding CD loans). Within the home mortgage category, our assessment gives the most weight to refinance and purchase loans, as these products respectively account for 75 percent and 21 percent of the bank's reported home mortgage loans in this AA (by number, excluding multifamily loans).

Lending Activity reflects excellent responsiveness to area credit needs in relation to deposits and competition. USB reported loans totaling \$474 million over the evaluation period, ranking 6th of 147 home purchase lenders, 2nd of 41 home improvement lenders, 3rd of 219 home refinance lenders, 1st of 44 small business lenders, and 6th of 18 small farm lenders.

The **Distribution of Reported Loans by Income Level of the Geography** is good overall. Our assessment emphasizes moderate-income geographies as they have more lending opportunity for all product types. Geographic distributions are adequate for home mortgage loans, good for business loans, and poor for farm loans. By individual product, geographic distributions are excellent for home purchase, adequate for home improvement, and adequate for home refinance loans. There are no identified lending gaps.

The **Distribution of Reported Loans by Income Level of the Borrower** is good overall. Borrower distributions are excellent for home mortgage loans, good for business loans, and adequate for farm loans. By individual product, borrower distributions are excellent for home purchase, good for home improvement, and excellent for home refinance loans. Our home mortgage assessment considers the impact of poverty on a low-income person's ability to afford a mortgage loan, and the impact of fixed financing costs on a low-income borrower's ability to benefit from a refinance loan. Our business loan assessment emphasizes market share performance.

Community Development Lending has a significantly positive impact and elevates overall lending performance. USB originated 11 CD loans totaling \$13.9 million during the evaluation period. By dollar volume, these loans address the needs of LMI persons for community services (94 percent) and affordable housing (6 percent). This level of CD lending represents 14 percent of allocated Tier 1 Capital.

Product Innovation and Flexibility have a neutral impact. Nationwide programs described in the Executive Summary section are offered in this market.

Based on a limited-scope review, performance in the Medford and nonmetropolitan AAs is excellent and not inconsistent with the Oregon Outstanding Lending Test rating. Performance in the Bend, Corvallis, and Eugene-Springfield is weaker than the Oregon Outstanding Lending Test rating, but still considered good. Weaker performance is attributable to less favorable CD lending (Bend, Corvallis, and Eugene-Springfield AAs), and less favorable geographic distributions (nonmetropolitan AAs). Performance differences in the limited-scope AAs did not impact the Lending Test rating for the state of Oregon.

INVESTMENT TEST

Investment Test performance in the state of Oregon is rated Outstanding.

Based on a full-scope review, performance in the Salem AA is good. The bank made 43 investments totaling \$4.5 million during the evaluation period. Current period investments include 15 LIHTCs totaling \$2 million, six MBSs totaling \$1 million, two bonds totaling \$981 thousand, and \$122 thousand qualified grants. The bank also has 19 prior period investments with an aggregate outstanding balance of \$1.4 million. Investments are particularly responsive to affordable housing needs. Total investments represent 6 percent of allocated Tier 1 Capital.

Based on limited-scope reviews, performance in the Eugene-Springfield AA is good and not inconsistent with performance in the Salem AA. Performance in the Bend, Corvallis, Medford, and nonmetropolitan AAs is excellent and stronger than performance in the Salem AA. Stronger performance is attributable to higher relative investment volumes. Because the stronger performing AAs collectively account for a majority of the bank's deposits in this state (65 percent), their stronger performance did positively impact our assessment and result in an Outstanding Investment Test rating for the state of Oregon.

USB also made 54 statewide investments totaling \$310 thousand during the evaluation period, and it has five prior period statewide investments with an outstanding balance of \$1.4 million. These statewide investments further demonstrate the bank's commitment to CD.

SERVICE TEST

Service Test performance in the state of Oregon is rated Outstanding.

Based on a full-scope review, performance in the Salem AA is excellent. Retail delivery systems are readily accessible to geographies and individuals of different income levels. Branching activity during the evaluation period did not adversely affect access to banking services. The bank opened one branch in an upper-income geography. We did not identify any branch differences in product availability, services offered, or business hours that inconvenience LMI geographies or individuals. The bank provided an adequate level of CD services with at least 36 service activities involving 19 different organizations. Leadership is evident through nine activities involving Board or committee participation. Activities are most responsive to the needs of LMI persons for community services.

Based on limited-scope reviews, performance in the Bend, Corvallis, and nonmetropolitan AAs is excellent and not inconsistent with the Oregon Outstanding Service Test Rating. Service performance in the other limited-scope areas is weaker than the Oregon Outstanding Service Test rating, but still considered good (Eugene-Springfield AA) or adequate (Medford AA). Weaker performance is attributable to less accessible retail delivery systems. Performance differences in the limited-scope AAs did not impact the Service Test rating for the state of Oregon.

Refer to Tables 1-15 in the state of Oregon section of Appendix D for the facts and data supporting performance conclusions under the Lending, Investment, and Service Tests.

State of South Dakota Rating

CRA Rating for the State:	<u>Outstanding</u>
The Lending Test is rated:	<u>Outstanding</u>
The Investment Test is rated:	<u>Outstanding</u>
The Service Test is rated:	<u>Outstanding</u>

The major factors that support this rating include:

- Excellent lending performance in the full-scope area based on good overall borrower distributions, adequate overall geographic distributions, an excellent level of lending activity, the positive impact of innovative and flexible lending programs, and the significantly positive impact of CD lending which elevates overall lending performance.
- Excellent investment performance in the full-scope area based on investment volume (in relation to bank capacity, identified area needs, and available investment opportunities) and responsiveness to affordable housing needs.
- Excellent service performance in the full-scope area based on readily accessible retail delivery systems and a relatively high level of CD services.
- Performance differences in the limited-scope AAs did not impact state ratings.

Description of Institution's Operations in the State of South Dakota

The state of South Dakota is the bank's 29th largest rated area (of 39), in terms of deposits. It accounts for \$745 million and less than 1 percent of bank deposits. The bank has five AAs in this rated area, two of which are metropolitan areas. The three nonmetropolitan AAs are combined for analysis and presentation. Refer to Appendix A for a detailed listing of bank AAs.

Scope of Evaluation in the State of South Dakota

We performed a full-scope review of the Sioux Falls AA, which includes two (of four) counties in the Sioux Falls MSA. Other AAs received limited-scope reviews. State ratings are based primarily on performance in the full-scope area.

The Sioux Falls AA is the bank's largest AA in this rated area, accounting for 43 percent of rated area deposits. There are 29 banks with 122 offices in the AA as of June 30, 2011. USB has 10 branches, 27 ATMs, and \$323 million deposits, representing less than 1 percent deposit market share and a 7th place rank. Primary credit products are business and home mortgage loans. There are insufficient multifamily loans for meaningful analysis. In addition, the AA has no low-income geographies. We used two community contacts and other information to determine there are CD opportunities available.

LENDING TEST

Lending Test performance in the state of South Dakota is rated Outstanding.

Based on a full-scope review, performance in the Sioux Falls AA is excellent. Our assessment weights small business loans more than home mortgage loans as they respectively account for 61 percent and 39 percent of the bank's reported loans in this AA (by number, excluding CD loans). Within the home mortgage category, our assessment gives the most weight to refinance and purchase loans, as these products respectively account for 72 percent and 24 percent of the bank's reported home mortgage loans in this AA (by number, excluding multifamily loans).

Lending Activity reflects excellent responsiveness to area credit needs in relation to deposits and competition. USB reported loans totaling \$442 million over the evaluation period, ranking 15th of 96 home purchase lenders, 7th of 41 home improvement lenders, 5th of 119 home refinance lenders, 2nd of 44 small business lenders, and 2nd of 15 small farm lenders.

The **Distribution of Reported Loans by Income Level of the Geography** is adequate overall. Geographic distributions are poor for home mortgage loans, excellent for business loans, and very poor for farm loans. By individual product, geographic distributions are poor for home purchase, excellent for home improvement, and poor for home refinance loans. There are no unexplained lending gaps.

The **Distribution of Reported Loans by Income Level of the Borrower** is good overall. Borrower distributions are excellent for all home mortgage products, good for business loans, and good for farm loans. Our home mortgage assessment considers the impact of poverty on a low-income person's ability to afford a mortgage loan. Our business loan assessment emphasizes market share performance.

Community Development Lending has a significantly positive impact and elevates overall lending performance. USB originated eight CD loans totaling \$28.4 million during the evaluation period. By dollar volume, these loans address community needs for revitalization and stabilization (85 percent) and economic development (7 percent), as well as the needs of LMI persons for community services (8 percent). This level of CD lending represents 70 percent of allocated Tier 1 Capital.

Product Innovation and Flexibility have a positive impact and further support performance. In the Sioux Falls AA, the bank originated two loans totaling \$21.5 million under its innovative private placement bond program. It also made 15 loans totaling \$76 thousand under affordable housing down payment assistance programs. This volume of innovative and flexible lending represents 53 percent of allocated Tier 1 Capital. Statewide, the bank made another 94 loans totaling \$7.5 million under affordable mortgage and down payment assistance programs, and three loans totaling \$428 thousand under a government farm lending program.

Based on a limited-scope review, performance in the nonmetropolitan AAs is excellent and not inconsistent with the South Dakota Outstanding Lending Test rating. Performance in the Rapid City AA is weaker than the South Dakota Outstanding Lending Test rating, but still considered good. Weaker performance is attributable to less favorable CD lending. Performance differences in the limited-scope AAs did not impact the Lending Test rating for the state of South Dakota.

INVESTMENT TEST

Investment Test performance in the state of South Dakota is rated Outstanding.

Based on a full-scope review, performance in the Sioux Falls AA is excellent. The bank made 18 investments totaling \$2 million during the evaluation period. Current period investments include seven MBSs totaling \$799 thousand, two bonds totaling \$745 thousand, a \$169 thousand mortgage bond, and \$331 thousand grants and in-kind donations. The bank also has 10 prior period investments with an aggregate outstanding balance of \$742 thousand. These prior period investments continue to provide benefit and meet assessment area needs. Investments are particularly responsive to affordable housing needs. Total investments represent 7 percent of allocated Tier 1 Capital.

Based on limited-scope reviews, performance in the Rapid City and nonmetropolitan AAs is excellent and not inconsistent with the South Dakota Outstanding Investment Test rating.

USB also has four prior period statewide investments with an outstanding balance of \$1 million. These statewide investments further demonstrate the bank's commitment to CD.

SERVICE TEST

Service Test performance in the state of South Dakota is rated Outstanding.

Based on a full-scope review, performance in the Sioux Falls AA is excellent. Retail delivery systems are readily accessible to geographies and individuals of different income levels. The bank had no branch openings or closings during the evaluation period. Branch services and hours are tailored to the convenience and needs of the AA. The bank provided a relatively high level of CD services with at least 27 service activities involving 16 different organizations. Active leadership hours are evident through 11 activities involving Board or committee participation. Activities are most responsive to the needs of LMI persons for community services.

Based on limited-scope reviews, performance in the Rapid City and nonmetropolitan AAs is excellent and not inconsistent with the South Dakota Outstanding Service Test rating.

Refer to Tables 1-15 in the state of South Dakota section of Appendix D for the facts and data supporting performance conclusions under the Lending, Investment, and Service Tests.

State of Tennessee Rating

CRA Rating for the State:	<u>Satisfactory</u>
The Lending Test is rated:	<u>High Satisfactory</u>
The Investment Test is rated:	<u>Outstanding</u>
The Service Test is rated:	<u>Low Satisfactory</u>

The major factors that support this rating include:

- Good lending performance in the full-scope area based on excellent overall borrower distributions, adequate overall geographic distributions, and an excellent level of lending activity. CD lending has a positive impact and further supports lending performance.
- Excellent investment performance in the full-scope area based on investment volume in relation to bank capacity, identified area needs, and available investment opportunities.
- Adequate service performance in the full-scope area based on reasonably accessible retail delivery systems and a relatively high level of CD services.
- Performance differences in the limited-scope AAs did not impact state ratings.

Description of Institution’s Operations in the State of Tennessee

The state of Tennessee is the bank’s 21st largest rated area (of 39), in terms of deposits. It accounts for \$1.8 billion and 1 percent of bank deposits. The bank has six AAs in this rated area, three of which are metropolitan areas. The three nonmetropolitan AAs are combined for analysis and presentation. Refer to Appendix A for a detailed listing of bank AAs.

Scope of Evaluation in the State of Tennessee

We performed a full-scope review of the Nashville AA, which includes eight (of 13) counties in the Nashville-Davidson-Murfreesboro-Franklin MSA. Other AAs received limited-scope reviews. State ratings are based primarily on performance in the full-scope area.

The Nashville AA is the bank’s largest AA in this rated area, accounting for 64 percent of rated area deposits. There are 62 banks with 533 offices in the AA as of June 30, 2011. USB has 52 branches, 65 ATMs, and \$1.2 billion deposits, representing a 3 percent deposit market share and 8th place rank. Primary credit products are home mortgage and business loans. There are insufficient multifamily and farm loans for meaningful analysis. We used three community contacts and other information to determine there are CD opportunities available.

LENDING TEST

Lending Test performance in the state of Tennessee is rated High Satisfactory.

Based on a full-scope review, performance in the Nashville AA is good. Our assessment weights home mortgage loans more than small business loans as they respectively account for 58 percent and 42 percent of the bank's reported loans in this AA (by number, excluding CD loans). Within the home mortgage category, our assessment gives the most weight to refinance and purchase loans, as these products respectively account for 69 percent and 28 percent of the bank's reported home mortgage loans in this AA (by number, excluding multifamily loans).

Lending Activity reflects excellent responsiveness to area credit needs in relation to deposits and competition. USB reported loans totaling \$1.5 billion over the evaluation period, ranking 10th of 382 home purchase lenders, 5th of 131 home improvement lenders, 4th of 432 home refinance lenders, and 3rd of 109 small business lenders.

The **Distribution of Reported Loans by Income Level of the Geography** is adequate overall. Geographic distributions are poor for home mortgage loans and good for business loans. By individual product, geographic distributions are poor for home purchase, adequate for home improvement, and poor for home refinance loans. There are no unexplained lending gaps.

The **Distribution of Reported Loans by Income Level of the Borrower** is excellent overall. Borrower distributions are excellent for all products reviewed. Our home mortgage assessment considers the impact of poverty on a low-income person's ability to afford a mortgage loan. Our business loan assessment emphasizes market share performance.

Community Development Lending has a positive impact and further supports lending performance. USB originated six CD loans totaling \$13.5 million during the evaluation period. By dollar volume, these loans address the needs of LMI persons for affordable housing (76 percent), as well as community needs for revitalization and stabilization (17 percent) and economic development (7 percent). This level of CD lending represents 9 percent of allocated Tier 1 Capital.

Product Innovation and Flexibility have a neutral impact. Nationwide programs described in the Executive Summary section are offered in this market.

Based on limited-scope reviews, performance in the Kingsport-Bristol and nonmetropolitan AAs is good and not inconsistent with the Tennessee High Satisfactory Lending Test rating. Performance in the Morristown AA is stronger than the Tennessee High Satisfactory Lending Test rating and considered excellent. Stronger performance is attributable to more favorable geographic distributions. Performance differences in the limited-scope AAs did not impact the Lending Test rating for the state of Tennessee.

INVESTMENT TEST

Investment Test performance in the state of Tennessee is rated Outstanding.

Based on a full-scope review, performance in the Nashville AA is excellent. The bank made 64 investments totaling \$6 million during the evaluation period. Current period investments include three bonds totaling \$3 million, 14 MBSs totaling nearly \$3 million, four LIHTCs totaling \$164 thousand, and \$137 thousand qualified grants. The bank also has 46 prior period investments with an aggregate outstanding balance of \$36 million. These prior period investments continue to provide benefit and meet assessment area needs. Investments are particularly responsive to affordable housing and small business needs. Total investments represent 29 percent of allocated Tier 1 Capital.

Based on limited-scope reviews, performance in the Kingsport-Bristol, Morristown, and nonmetropolitan AAs is excellent and not inconsistent with the Tennessee Outstanding Investment Test rating.

USB also made one statewide investment totaling \$5 thousand during the evaluation period.

SERVICE TEST

Service Test performance in the state of Tennessee is rated Low Satisfactory.

Based on a full-scope review, performance in the Nashville AA is adequate. Retail delivery systems are reasonably accessible to geographies and individuals of different income levels, with consideration of MUI branches in close proximity to LMI geographies. Branching activity did not adversely affect access to banking services. The bank opened three MUI branches during the evaluation period. Branch services and hours are tailored to the convenience and needs of the AA. The bank provided a relatively high level of CD services with at least 117 service activities involving 41 different organizations. Leadership is evident through 18 activities involving Board or committee participation. Activities are most responsive to the needs of LMI persons for community services.

Based on a limited-scope review, performance in the Kingsport-Bristol AA is adequate and not inconsistent with the Tennessee Low Satisfactory Service Test rating. Service performance in other limited-scope areas is stronger than the Tennessee Low Satisfactory Service Test rating, and considered excellent (nonmetropolitan AA) or good (Morristown AA). Stronger performance is attributable to more accessible retail delivery systems. Performance differences in the limited-scope AAs did not impact the Service Test rating for the state of Tennessee.

Refer to Tables 1-15 in the state of Tennessee section of Appendix D for the facts and data supporting performance conclusions under the Lending, Investment, and Service Tests.

State of Utah Rating

CRA Rating for the State:	<u>Outstanding</u>
The Lending Test is rated:	<u>Outstanding</u>
The Investment Test is rated:	<u>Outstanding</u>
The Service Test is rated:	<u>High Satisfactory</u>

The major factors that support this rating include:

- Excellent lending performance in the full-scope area based on excellent overall borrower distributions, good overall geographic distributions, an excellent level of lending activity. CD lending has a significantly positive impact and further supports lending performance.
- Excellent investment performance in the full-scope area based on investment volume in relation to bank capacity, identified area needs, and available investment opportunities.
- Good service performance in the full-scope area based on accessible retail delivery systems and an adequate level of CD services.
- Performance differences in the limited-scope AAs did not impact state ratings.

Description of Institution’s Operations in the State of Utah

The state of Utah is the bank’s 23rd largest rated area (of 39), in terms of deposits. It accounts for \$1.5 billion and less than 1 percent of bank deposits. The bank has seven AAs in this rated area, four of which are metropolitan areas. The three nonmetropolitan AAs are combined for analysis and presentation. Refer to Appendix A for a detailed listing of bank AAs.

Scope of Evaluation in the State of Utah

We performed a full-scope review of the Salt Lake AA, which includes two (of three) counties in the Salt Lake City MSA. Other AAs received limited-scope reviews. State ratings are based primarily on performance in the full-scope area.

The Salt Lake AA is the bank’s largest AA in this rated area, accounting for 84 percent of rated area deposits. There are 50 banks with 268 offices in the AA as of June 30, 2011. USB has 38 branches, 52 ATMs, and \$1.2 billion deposits, representing less than a 1 percent deposit market share and 18th place rank. Primary credit products are home mortgage and business loans. There are insufficient multifamily and farm loans for meaningful analysis. We used two community contacts and other information to determine there are CD opportunities available.

LENDING TEST

Lending Test performance in the state of Utah is rated Outstanding.

Based on a full-scope review, performance in the Salt Lake AA is excellent. Our assessment weights home mortgage loans more than small business loans as they respectively account for 61 percent and 39 percent of the bank's reported loans in this AA (by number, excluding CD loans). Within the home mortgage category, our assessment gives the most weight to refinance and purchase loans, as these products respectively account for 73 percent and 25 percent of the bank's reported home mortgage loans in this AA (by number, excluding multifamily loans).

Lending Activity reflects excellent responsiveness to area credit needs in relation to deposits and competition. USB reported loans totaling \$1.7 billion over the evaluation period, ranking 12th of 230 home purchase lenders, 7th of 76 home improvement lenders, 5th of 268 home refinance lenders, and 5th of 77 small business lenders.

The **Distribution of Reported Loans by Income Level of the Geography** is good overall. Geographic distributions are good for home mortgage loans and excellent for business loans. By individual product, geographic distributions are excellent for home purchase, good (with emphasis on moderate-income geographies) for home improvement, and adequate for home refinance loans. There are no unexplained lending gaps.

The **Distribution of Reported Loans by Income Level of the Borrower** is excellent overall. Borrower distributions are excellent for home mortgage loans and good for business loans. By individual product, borrower distributions are good for home purchase, good for home improvement, and excellent for home refinance loans. Our home mortgage assessment considers the impact of poverty on a low-income person's ability to afford a mortgage loan, and the impact of fixed financing costs on a low-income borrower's ability to benefit from a refinance loan.

Community Development Lending has a significantly positive impact and further supports lending performance. USB originated eight CD loans totaling \$27.3 million during the evaluation period. By dollar volume, these loans address the needs of LMI persons for affordable housing (49 percent), as well as community needs for revitalization and stabilization (43 percent) and economic development (8 percent). This level of CD lending represents 18 percent of allocated Tier 1 Capital.

Product Innovation and Flexibility have a neutral impact. Nationwide programs described in the Executive Summary section are offered in this market.

Based on a limited-scope review, performance in the Ogden-Clearfield AA is excellent and not inconsistent with the Utah Outstanding Lending Test rating. Performance in the other limited-scope areas is weaker than the Utah Outstanding Lending Test rating, but still considered good (St. George AA) or adequate (Provo-Orem and nonmetropolitan AAs). Weaker performance is attributable to less favorable CD lending and borrower distributions (all) and less favorable geographic distributions (Provo-Orem and nonmetropolitan AAs). Performance differences in the limited-scope AAs did not impact the Lending Test rating for the state of Utah.

INVESTMENT TEST

Investment Test performance in the state of Utah is rated Outstanding.

Based on a full-scope review, performance in the Salt Lake AA is excellent. The bank made 72 investments totaling \$9 million during the evaluation period. Current period investments include 21 LIHTCs totaling \$6 million, seven MBSs totaling \$2 million, two HTCs totaling \$779 thousand, a \$430 thousand bond, and \$223 thousand qualified grants. The bank also has 14 prior period investments with an aggregate outstanding balance of \$7 million. These prior period investments continue to provide benefit and meet assessment area needs. Investments are particularly responsive to affordable housing needs. Total investments represent 10 percent of allocated Tier 1 Capital.

Based on limited-scope reviews, performance in the Ogden-Clearfield, Provo-Orem, St. George, and nonmetropolitan AAs is excellent and not inconsistent with the Utah Outstanding Investment Test rating.

USB also made 10 statewide investments totaling \$31 thousand during the evaluation period, and it has one prior period statewide investment with an outstanding balance of \$200 thousand.

SERVICE TEST

Service Test performance in the state of Utah is rated High Satisfactory.

Based on a full-scope review, performance in the Salt Lake AA is good. Retail delivery systems are accessible to geographies and individuals of different income levels. The bank improved retail accessibility by opening 14 branches during the evaluation period, including two branches in moderate-income tracts. We did not identify any branch differences in product availability, services offered, or business hours that inconvenience LMI geographies or individuals. The bank provided an adequate level of CD services with at least 58 service activities involving 14 different organizations. Leadership is evident through ten activities involving Board or committee participation. Activities are most responsive to the needs of LMI persons for community services.

Based on a limited-scope review, performance in the Ogden-Clearfield AA is excellent and stronger than the Utah High Satisfactory Service Test rating. Service performance in the Provo-Orem, St. George, and nonmetropolitan AAs is weaker than the Utah High Satisfactory Service Test rating, but still considered adequate. Stronger (or weaker) performance is attributable to more accessible (or less accessible) retail delivery systems. Performance differences in the limited-scope AAs did not impact the Service Test rating for the state of Utah.

Refer to Tables 1-15 in the state of Utah section of Appendix D for the facts and data supporting performance conclusions under the Lending, Investment, and Service Tests.

State of Wyoming Rating

CRA Rating for the State:	<u>Outstanding</u>
The Lending Test is rated:	<u>High Satisfactory</u>
The Investment Test is rated:	<u>Outstanding</u>
The Service Test is rated:	<u>Outstanding</u>

The major factors that support this rating include:

- Excellent lending performance in the full-scope area based on adequate overall borrower distributions, good overall geographic distributions, an excellent level of lending activity, and the significantly positive impact of CD lending which elevates overall lending performance in the full-scope area. However, weaker performance in the limited-scope areas did impact our assessment and result in an overall good lending performance assessment for the state
- Excellent investment performance in the full-scope area based on investment volume in relation to bank capacity, identified area needs, and available investment opportunities. Investment performance is also excellent in the limited-scope areas.
- Excellent service performance in the full-scope area based on readily accessible retail delivery systems and an excellent level of CD services. Service performance is also excellent in the limited-scope areas.

Description of Institution's Operations in the State of Wyoming

The state of Wyoming is the bank's 34th largest rated area (of 39), in terms of deposits. It accounts for \$338 million and less than 1 percent of bank deposits. The bank has eight AAs in this rated area, two of which are metropolitan areas. The six nonmetropolitan AAs are combined for analysis and presentation. Refer to Appendix A for a detailed listing of bank AAs.

Scope of Evaluation in the State of Wyoming

We performed a full-scope review of the Cheyenne AA, which includes the entire Cheyenne MSA. Other AAs received limited-scope reviews. State ratings are based primarily on performance in the full-scope area, unless noted otherwise.

The Cheyenne AA is the bank's largest AA in this rated area, accounting for 30 percent of rated area deposits. There are 19 banks with 31 offices in the AA as of June 30, 2011. USB has two branches, two ATMs, and \$101 million deposits, representing an 8 percent deposit market share and 6th place rank. Primary credit products are home mortgage and business loans. There are insufficient home improvement, multifamily, and farm loans for meaningful analysis. In addition, the AA has no low-income geographies. We used two community contacts and other information to determine there are CD opportunities available.

LENDING TEST

Lending Test performance in the state of Wyoming is rated High Satisfactory.

Based on a full-scope review, performance in the Cheyenne AA is excellent. Our assessment weights home mortgage loans more than small business loans as they respectively account for 65 percent and 35 percent of the bank's reported loans in this AA (by number, excluding CD loans). Within the home mortgage category, our assessment gives the most weight to refinance and purchase loans, as these products respectively account for 64 percent and 34 percent of the bank's reported home mortgage loans in this AA (by number, excluding multifamily loans).

Lending Activity reflects excellent responsiveness to area credit needs in relation to deposits and competition. USB reported loans totaling \$124 million over the evaluation period, ranking 8th of 80 home purchase lenders, 4th of 110 home refinance lenders, and 5th of 41 small business lenders.

The **Distribution of Reported Loans by Income Level of the Geography** is good overall. Geographic distributions are adequate for all home mortgage products reviewed and excellent for business loans. There are no unexplained lending gaps.

The **Distribution of Reported Loans by Income Level of the Borrower** is adequate overall. Borrower distributions are adequate for all products reviewed. Our home mortgage assessment considers the impact of poverty on a low-income person's ability to afford a mortgage loan.

Community Development Lending has a significantly positive impact and elevates overall lending performance. USB originated eight CD loans totaling \$1.6 million during the evaluation period. By dollar volume, these loans community needs for revitalization and stabilization (88 percent), as well as the needs of LMI persons for community services (6 percent) and affordable housing (6 percent). This level of CD lending represents 12 percent of allocated Tier 1 Capital.

Product Innovation and Flexibility have a neutral impact. Nationwide programs described in the Executive Summary section are offered in this market.

Based on a limited-scope review, performance in the limited scope AAs is weaker than performance in the Cheyenne AA, but still considered good (Casper AA) or adequate (nonmetropolitan AAs). Weaker performance is attributable to less favorable CD lending and geographic distributions. Because the limited scope AAs account for a majority of the bank's deposit base in this state, the weaker performance did impact our assessment and result in a High Satisfactory Lending Test rating for the state of Wyoming.

INVESTMENT TEST

Investment Test performance in the state of Wyoming is rated Outstanding.

Based on a full-scope review, performance in the Cheyenne AA is excellent. The bank made 22 investments totaling \$1.8 million during the evaluation period. Current period investments include eight MBSs totaling \$1.3 million, a \$500 thousand bond, and \$18 thousand qualified grants. The bank also has five prior period investments with an aggregate outstanding balance of \$2 million. Investments are particularly responsive to affordable housing and small business needs. Total investments represent 30 percent of allocated Tier 1 Capital.

Based on a limited-scope review, performance in the Casper and nonmetropolitan AAs is excellent and not inconsistent with the Wyoming Outstanding Investment Test rating.

USB also made three statewide investments totaling \$11 thousand during the evaluation period.

SERVICE TEST

Service Test performance in the state of Wyoming is rated Outstanding.

Based on a full-scope review, performance in the Cheyenne AA is excellent. Retail delivery systems are readily accessible to geographies and individuals of different income levels. The bank had no branch openings or closings during the evaluation period. We did not identify any branch differences in product availability, services offered, or business hours that inconvenience LMI geographies or individuals. The bank provided an excellent level of CD services with at least seven service activities involving five different organizations. Strong leadership is evident through five activities involving Board or committee participation. Activities are most responsive to the needs of LMI persons for community services.

Based on limited-scope reviews, performance in the Casper and nonmetropolitan AAs is excellent and not inconsistent with the Wyoming Outstanding Service Test rating.

Refer to Tables 1-15 in the state of Wyoming section of Appendix D for the facts and data supporting performance conclusions under the Lending, Investment, and Service Tests.

Appendix A: Scope of Evaluation

The following table identifies the time period covered in this evaluation, affiliate activities that were reviewed, and loan products considered. The table also reflects the metropolitan and nonmetropolitan areas that received comprehensive examination review (designated by the term “full-scope”) and those that received a less comprehensive review (designated by the term “limited-scope”).

Time Period Reviewed	January 1, 2009 through December 31, 2011 – with consideration for community development activities (loans, investments, and services) through March 31, 2012.	
Financial Institution	Products Reviewed	
U.S. Bank National Association (USB) Cincinnati, Ohio	Home Mortgage Loans, Small Loans to Businesses and Farms Community Development Loans, Investments, and Services	
Affiliate(s)	Relationship	Products Reviewed
U.S. Bancorp Community Development Corporation ; U.S. Bancorp Community Investment Corporation; and U.S. Bancorp Foundation	Affiliates	Community Development Investments
U.S. Bank National Association ND	Affiliate	Home Mortgage Loans, Small Loans to Businesses
List of Assessment Areas and Type of Examination		
Assessment Area	Type of Exam	Other Information (Reflects counties in nonMSA areas and/or counties in MSAs where whole MSAs were not selected)
Multistate Metropolitan Areas		
<u>Chicago-Joliet-Naperville, IL-IN-WI MA</u> Chicago-Naperville-Joliet, IL MD #16974	Full	Cook, DuPage, Kane, Kendall, McHenry, Will Counties
Lake County-Kenosha County, IL-WI MD #29404	Full	Lake County IL; Kenosha County WI
<u>Cincinnati-Middletown, OH-KY-IN MSA #17140</u>	Full	Dearborn County IN; Boone, Bracken, Campbell, Kenton, Pendleton Counties KY; Brown, Butler, Clermont, Hamilton, Warren Counties OH
<u>Clarksville, TN-KY MSA #17300</u>	Full	Montgomery County TN; Christian County KY
<u>Davenport-Moline-Rock Island, IA-IL MSA #19340</u>	Full	Scott County IA; Henry, Rock Island Counties IL
<u>Fargo, ND-MN MSA #22020</u>	Full	Cass County ND; Clay County MN
<u>Grand Forks, ND-MN MSA #24220</u>	Full	Grand Forks County ND; Polk County MN
<u>Kansas City, MO-KS MSA #28140</u>	Full	Johnson, Wyandotte Counties KS; Cass, Clay, Clinton, Jackson, Lafayette, Platte, Ray Counties MO
<u>Lewiston, ID-WA MSA #30300</u>	Full	Nez Perce County ID; Asotin County WA
<u>Logan, UT-ID MSA #30860</u>	Full	Franklin County ID; Cache County UT
<u>Louisville, KY-IN MSA #31140</u>	Full	Clark, Floyd Counties IN; Bullitt, Jefferson, Shelby Counties KY

<u>Minneapolis-St. Paul-Bloomington, MN-WI MSA #33460</u>	Full	Anoka, Carver, Chisago, Dakota, Hennepin, Isanti, Ramsey, Scott, Sherburne, Washington, Wright Counties MN; St. Croix County WI
<u>Omaha-Council Bluffs, NE-IA MSA #36540</u>	Full	Pottawattamie County IA; Cass, Douglas, Sarpy, Washington Counties NE
<u>Portland-Vancouver-Beaverton, OR-WA MSA #38900</u>	Full	Clackamas, Columbia, Multnomah, Washington, Yamhill Counties OR; Clark County WA
<u>St. Louis, MO-IL MSA #41180</u>	Full	Clinton, Macoupin, Madison, Monroe, St. Clair Counties IL; Franklin, Jefferson, Lincoln, St. Charles, St. Louis City, St. Louis, Warren, Washington Counties MO
<u>State of Arizona</u>		
Phoenix-Mesa-Scottsdale, AZ MSA #38060	Full	Maricopa, Pinal Counties
Lake Havasu City-Kingman, AZ MSA #29420	Limited	Mohave County
Prescott, AZ MSA #39140	Limited	Yavapai County
Tucson, AZ MSA #46060	Limited	Pima County
<u>State of Arkansas</u>		
Little Rock-North Little Rock-Conway, AR MSA #30780	Full	Faulkner, Grant, Perry, Pulaski, Saline Counties
Fort Smith, AR-OK MSA #22900	Limited	Crawford County
Hot Springs, AR MSA #26300	Limited	Garland County
Arkansas nonMSA	Limited	Baxter, Clark, Cleburne, Conway, Hot Spring, Marion Counties
<u>State of California</u>		
Los Angeles-Long Beach-Glendale, CA MD #31084	Full	Los Angeles County
Bakersfield-Delano, CA MSA #12540	Limited	Kern County
Chico, CA MSA #17020	Limited	Butte County
Modesto, CA MSA #33700	Limited	Stanislaus County
Napa, CA MSA #34900	Limited	Napa County
Oakland-Fremont-Haywood, CA MD #36084	Limited	Alameda, Contra Costa Counties
Oxnard-Thousand Oaks-Ventura, CA MSA #37100	Limited	Ventura County
Redding, CA MSA #39820	Limited	Shasta County
Riverside-San Bernardino-Ontario, CA MSA #40140	Limited	Riverside, San Bernardino Counties
Sacramento-Arden Arcade-Roseville, CA MSA #40900	Limited	El Dorado, Placer, Sacramento, Yolo Counties
Salinas, CA MSA #41500	Limited	Monterey County
San Diego-Carlsbad-San Marcos, CA MSA #41740	Limited	San Diego County
San Francisco-San Mateo-Redwood City, CA MD #41884	Limited	Marin, San Francisco, San Mateo Counties
San Jose-Sunnyvale-Santa Clara, CA MSA #41940	Limited	Santa Clara County
San Luis Obispo-Paso Robles, CA MSA #42020	Limited	San Luis Obispo County
Santa Ana-Anaheim-Irvine, CA MD #42044	Limited	Orange County
Santa Barbara-Santa Maria-Goleta, CA MSA #42060	Limited	Santa Barbara County
Santa Cruz-Watsonville, CA MSA #42100	Limited	Santa Cruz County
Santa Rosa-Petaluma, CA MSA #42220	Limited	Sonoma County
Stockton, CA MSA #44700	Limited	San Joaquin County
Vallejo-Fairfield, CA MSA #46700	Limited	Solano County
Yuba City, CA MSA #49700	Limited	Sutter, Yuba Counties
California nonMSA	Limited	Calaveras, Colusa, Del Norte, Glenn, Humboldt, Lassen, Mendocino, Modoc, Nevada, Plumas, Siskiyou, Tehama, Tuolumne Counties

<p><u>State of Colorado</u> Denver-Aurora, CO MSA #19740 Boulder, CO MSA #14500 Colorado Springs, CO MSA #17820 Fort Collins-Loveland, CO MSA #22660 Grand Junction, CO MSA #24300 Greeley, CO MSA #24540 Pueblo, CO MSA #39380 Colorado nonMSA</p>	<p>Full Limited Limited Limited Limited Limited Limited Limited</p>	<p>Adams, Arapahoe, Broomfield, Denver, Douglas, Jefferson Counties Boulder County El Paso County Larimer County Mesa County Weld County Pueblo County Delta, Eagle, Fremont, Garfield, Grand, Montrose, Otero, Pitkin, San Miguel, Summit Counties</p>
<p><u>State of Idaho</u> Boise City-Nampa, ID MSA #14260 Coeur d'Alene, ID MSA #17660 Idaho Falls, ID MSA #26820 Pocatello, ID MSA #38540 Idaho nonMSA</p>	<p>Full Limited Limited Limited Limited</p>	<p>Ada, Canyon, Gem, Owyhee Counties Kootenai County Bonneville, Jefferson Counties Bannock, Power Counties Adams, Bear Lake, Benewah, Bingham, Blaine, Bonner, Camas, Caribou, Cassia, Clearwater, Custer, Elmore, Gooding, Idaho, Jerome, Latah, Lemhi, Lewis, Madison, Minidoka, Oneida, Payette, Shoshone, Teton, Twin Falls, Valley, Washington Counties</p>
<p><u>State of Illinois</u> Springfield, IL MSA #44100 Bloomington-Normal, IL MSA #14060 Rockford, IL MSA #40420 Illinois nonMSA</p>	<p>Full Limited Limited Limited</p>	<p>Sangamon County McLean County Winnebago County Christian, Clay, Coles, Franklin, Jefferson, Jo Daviess, Lee, Marion, Morgan, Stephenson Union, Whiteside, Williamson Counties</p>
<p><u>State of Indiana</u> Indiana nonMSA</p>	<p>Full</p>	<p>Fayette, Randolph, Wayne Counties</p>
<p><u>State of Iowa</u> Des Moines-West Des Moines, IA MSA #19780 Ames, IA MSA #11180 Cedar Rapids, IA MSA #16300 Dubuque, IA MSA #20220 Iowa City, IA MSA #26980 Sioux City, IA-NE-SD MSA #43580 Waterloo-Cedar Falls, IA MSA #47940 Iowa nonMSA</p>	<p>Full Limited Limited Limited Limited Limited Limited Limited Limited Limited</p>	<p>Dallas, Polk, Warren Counties Story County Benton, Linn Counties Dubuque County Johnson, Washington Counties Woodbury County IA Black Hawk County Appanoose, Boone, Cedar, Cerro Gordo, Clay, Clinton, Des Moines, Dickinson, Hamilton, Henry, Humboldt, Iowa, Jackson, Jasper, Keokuk, Lucas, Lyon, Mahaska, Marion, Marshall, Monona, Montgomery, Muscatine, O'Brien, Osceola, Ringgold, Sioux, Wapello, Wayne Counties</p>
<p><u>State of Kansas</u> Lawrence, KS MSA #29940 Topeka, KS MSA #45820 Kansas nonMSA</p>	<p>Full Limited Limited</p>	<p>Douglas County Shawnee County Crawford County</p>

<p><u>State of Kentucky</u> Owensboro, KY MSA #36980 Bowling Green, KY MSA #14540 Evansville, IN-KY MSA #21780 Lexington-Fayette, KY MSA #30460 Kentucky nonMSA</p>	<p>Full Limited Limited Limited Limited</p>	<p>Daviess, Hancock, McLean Counties Warren County Henderson County KY Fayette County Allen, Barren, Boyle, Calloway, Carroll, Estill, Fleming, Floyd, Graves, Hopkins, Logan, Madison, Marion, Marshall, Mason, McCracken, Monroe, Pike, Rowan, Simpson, Washington Counties</p>
<p><u>State of Minnesota</u> Duluth, MN-WI MSA #20260 Mankato-North Mankato, MN MSA #31860 Rochester, MN MSA #40340 St. Cloud, MN MSA #41060 Minnesota nonMSA</p>	<p>Full Limited Limited Limited Limited</p>	<p>Carlton, St. Louis Counties MN Blue Earth County Olmstead County Benton, Stearns Counties Cass, Crow Wing, Douglas, Freeborn, Itasca, Kandiyohi, Lyon, Martin, Mille Lacs, Morrison, Mower, Otter Tail, Pine, Redwood, Steele Counties</p>
<p><u>State of Missouri</u> Joplin, MO MSA #27900 Cape Girardeau-Jackson, MO-IL MSA #16020 Columbia, MO MSA #17860 Fayetteville-Springdale-Rogers, AR-MO MSA #22220 Jefferson City, MO MSA #27620 Springfield, MO MSA #44180 St. Joseph, MO-KS MSA #41140 Missouri nonMSA</p>	<p>Full Limited Limited Limited Limited Limited Limited Limited</p>	<p>Jasper, Newton Counties Bollinger, Cape Girardeau Counties MO Boone County McDonald County MO Cole County Christian, Dallas, Greene, Polk, Webster Counties Andrew, Buchanan, DeKalb Counties MO Adair, Atchison, Audrain, Barry, Barton, Butler, Camden, Chariton, Dent, Grundy, Henry, Hickory, Howell, Johnson, Laclede, Lawrence, Linn, Macon, Marion, Mercer, Miller, Montgomery, Morgan, New Madrid, Nodaway, Perry, Pettis, Phelps, Pike, Pulaski, Randolph, Ripley, St. Francois, Ste. Genevieve, Scotland, Scott, Shelby, Stoddard, Stone, Taney, Vernon, Wright Counties</p>
<p><u>State of Montana</u> Billings, MT MSA #13740 Great Falls, MT MSA #24500 Missoula, MT MSA #33540 Montana nonMSA</p>	<p>Full Limited Limited Limited</p>	<p>Yellowstone County Cascade County Missoula County Chouteau, Custer, Dawson, Flathead, Gallatin, Hill, Lewis and Clark, Liberty, Ravalli, Silver Bow, Toole Counties</p>
<p><u>State of Nebraska</u> Lincoln, NE MSA #30700 Nebraska nonMSA</p>	<p>Full Limited</p>	<p>Lancaster County Adams, Buffalo, Butler, Dodge, Gage, Hall, Lincoln, Madison, Platte, Scotts Bluff Counties</p>
<p><u>State of Nevada</u> Las Vegas-Paradise, NV MSA #29820 Carson City, NV MSA #16180 Reno-Sparks, NV MSA #39900 Nevada nonMSA</p>	<p>Full Limited Limited Limited</p>	<p>Clark County Carson City County Washoe County</p>

<p><u>State of New Mexico</u> Albuquerque, NM MSA #10740 Las Cruces, NM MSA #29740 Santa Fe, NM MSA #42140 New Mexico nonMSA</p>	<p>Full Limited Limited Limited</p>	<p>Churchill, Douglas, Elko, Humboldt, Lyon, Nye Counties Bernalillo, Sandoval, Torrance, Valencia Counties Dona Ana County Santa Fe County Cibola, Curry, McKinley, Roosevelt, Taos Counties</p>
<p><u>State of North Dakota</u> Bismarck, ND MSA #13900 North Dakota nonMSA</p>	<p>Full Limited</p>	<p>Burleigh, Morton Counties Barnes, Cavalier, Mercer, Ramsey, Ransom, Richland, Stark, Stutsman, Walsh, Ward, Williams Counties</p>
<p><u>State of Ohio</u> Cleveland-Elyria-Mentor, OH MSA #17460 Akron, OH MSA #10420 Canton-Massillon, OH MSA #15940 Columbus, OH MSA #18140 Dayton, OH MSA #19380 Huntington-Ashland, WV-KY-OH MSA #26580 Lima, OH MSA #30620 Mansfield, OH MSA #31900 Sandusky, OH MSA #41780 Springfield, OH MSA #44220 Toledo, OH MSA #45780 Weirton-Steubenville, WV-OH MSA #48260 Youngstown-Warren-Boardman, OH-PA MSA #49660 Ohio nonMSA</p>	<p>Full Limited Limited Limited Limited Limited Limited Limited Limited Limited Limited Limited Limited Limited</p>	<p>Cuyahoga, Geauga, Lake, Lorain, Medina Counties Portage, Summit Counties Carroll, Starck Counties Delaware, Fairfield, Franklin, Licking, Morrow, Pickaway Counties Greene, Miami, Montgomery, Preble Counties Lawrence County OH Allen County Richland County Erie County Clark County Ottawa County Jefferson County OH Mahoning, Trumbull Counties OH Ashtabula, Auglaize, Crawford, Darke, Fayette, Gallia, Guernsey, Hardin, Harrison, Highland, Hocking, Perry, Pike, Sandusky, Scioto, Seneca, Shelby, Tuscarawas, Van Wert, Wayne Counties</p>
<p><u>State of Oregon</u> Salem, OR MSA #41420 Bend, OR MSA #13460 Corvallis, OR MSA #18700 Eugene-Springfield, OR MSA #21660 Medford, OR MSA #32780 Oregon nonMSA</p>	<p>Full Limited Limited Limited Limited Limited</p>	<p>Marion, Polk Counties Deschutes County Benton County Lane County Jackson County Baker, Clatsop, Coos, Crook, Curry, Douglas, Grant, Harney, Hood River, Jefferson, Josephine, Klamath, Lake, Lincoln, Linn, Malheur, Tillamook, Umatilla, Union, Wasco Counties</p>
<p><u>State of South Dakota</u> Sioux Falls, SD MSA #43620 Rapid City, SD MSA #39660 South Dakota nonMSA</p>	<p>Full Limited Limited</p>	<p>Lincoln, Minnehaha Counties Pennington County Brown, Davison, Hughes Counties</p>
<p><u>State of Tennessee</u> Nashville-Davidson-Murfreesboro-Franklin, TN MSA #34980</p>	<p>Full</p>	<p>Cheatham, Davidson, Dickson, Robertson,</p>

<p>Kingsport-Bristol, TN-VA MSA #28700 Morristown, TN MSA #34100</p>	<p>Limited Limited</p>	<p>Rutherford, Sumner, Williamson, Wilson Counties Hawkins County TN Jefferson County</p>
<p>Tennessee nonMSA</p>	<p>Limited</p>	<p>Bedford, Cocke, Coffee, Cumberland, Franklin, Lincoln, Maury, Putnam, Roane, Warren, White Counties</p>
<p><u>State of Utah</u> Salt Lake City, UT MSA #41620 Ogden-Clearfield, UT MSA #36260 Provo-Orem, UT MSA #39340 St. George, UT MSA #41100 Utah nonMSA</p>	<p>Full Limited Limited Limited Limited</p>	<p>Salt Lake, Summit Counties Davis, Weber Counties Utah County Washington County Box Elder, Iron, Wasatch Counties</p>
<p><u>State of Washington</u> Seattle-Bellevue-Everett, WA MD #42644 Bellingham, WA MSA #13380 Bremerton-Silverdale, WA MSA #14740 Kennewick- Pasco-Richland, WA MSA #28420 Longview, WA MSA #31020 Mount Vernon-Anacortes, WA MSA #34580 Olympia, WA MSA #36500 Spokane, WA MSA #44060 Tacoma, WA MD #45104 Wenatchee, WA MSA #48300 Yakima, WA MSA #49420 Washington nonMSA</p>	<p>Full Limited Limited Limited Limited Limited Limited Limited Limited Limited Limited Limited</p>	<p>King, Snohomish Counties Whatcom County Kitsap County Benton, Franklin Counties Cowlitz County Skagit County Thurston County Spokane County Pierce County Chelan County Yakima County Adams, Clallam, Garfield, Grant, Grays Harbor, Island, Kittitas, Jefferson, Lincoln, Okanogan, Walla Walla, Whitman Counties</p>
<p><u>State of Wisconsin</u> Milwaukee-Waukesha-West Allis, WI MSA #33340 Appleton, WI MSA #11540 Eau Claire, WI MSA #20740 Fond du Lac, WI MSA #22540 Green Bay, WI MSA #24580 Janesville, WI MSA #27500 La Crosse, WI-MN MSA #29100 Madison, WI MSA #31540 Oshkosh-Neenah, WI MSA #36780 Racine, WI MSA #39540 Sheboygan, WI MSA #43100 Wausau, WI MSA #48140 Wisconsin nonMSA</p>	<p>Full Limited Limited Limited Limited Limited Limited Limited Limited Limited Limited Limited Limited Limited</p>	<p>Milwaukee, Ozaukee, Washington, Waukesha Counties Calumet, Outagamie Counties Chippewa, Eau Claire Counties Fond du Lac County Brown County Rock County La Crosse County WI Columbia, Dane Counties Winnebago County Racine County Sheboygan County Marathon County Adams, Barron, Burnett, Dodge, Green Lake, Manitowoc, Marquette, Oneida, Polk, Portage, Vilas, Walworth, Washburn, Waushara, Wood Counties</p>
<p><u>State of Wyoming</u> Cheyenne, WY MSA #16940 Casper, WY MSA #16220 Wyoming nonMSA</p>	<p>Full Limited Limited</p>	<p>Laramie County Natrona County Albany, Campbell, Fremont, Goshen, Park, Sheridan, Sweetwater, Teton, Uinta, Washakie Counties</p>

Appendix B: Ratings Summary

U.S. Bank National Association CRA Ratings				
Overall Bank:	Lending Test Rating*	Investment Test Rating	Service Test Rating	Overall Bank/State/Multistate Rating
U.S. Bank NA	Outstanding	Outstanding	Outstanding	Satisfactory
Multistate Metropolitan Area:				
Chicago-Joliet-Naperville, IL-IN-WI	Outstanding	Outstanding	High Satisfactory	Outstanding
Cincinnati-Middletown, OH-KY-IN	Outstanding	Outstanding	Outstanding	Outstanding
Clarksville, TN-KY	Outstanding	Outstanding	Outstanding	Outstanding
Davenport-Moline-Rock Island, IA-IL	Outstanding	Outstanding	Outstanding	Outstanding
Fargo, ND-MN	Outstanding	Outstanding	Outstanding	Outstanding
Grand Forks, ND-MN	Outstanding	Outstanding	Low Satisfactory	Outstanding
Kansas City, MO-KS	Outstanding	Outstanding	Low Satisfactory	Outstanding
Lewiston, ID-WA	Outstanding	Outstanding	Outstanding	Outstanding
Logan, UT-ID	High Satisfactory	Outstanding	High Satisfactory	Satisfactory
Louisville, KY-IN	Outstanding	Outstanding	Outstanding	Outstanding
Minneapolis-St. Paul-Bloomington, MN-WI	Outstanding	Outstanding	Outstanding	Outstanding
Omaha-Council Bluffs, NE-IA	Outstanding	Outstanding	High Satisfactory	Outstanding
Portland-Vancouver-Beaverton, OR-WA	Outstanding	Outstanding	Outstanding	Outstanding
St. Louis, MO-IL	Outstanding	Outstanding	High Satisfactory	Outstanding
State:				
Arizona	Outstanding	Outstanding	High Satisfactory	Outstanding
Arkansas	Outstanding	Outstanding	Outstanding	Outstanding
California	Outstanding	Outstanding	High Satisfactory	Outstanding
Colorado	Outstanding	Outstanding	Outstanding	Outstanding
Idaho	Outstanding	Outstanding	Outstanding	Outstanding
Illinois	High Satisfactory	Outstanding	Outstanding	Outstanding
Indiana	High Satisfactory	Outstanding	High Satisfactory	Satisfactory
Iowa	Outstanding	Outstanding	Outstanding	Outstanding

U.S. Bank National Association CRA Ratings (Continued)				
	Lending Test Rating*	Investment Test Rating	Service Test Rating	Overall Bank/State/Multistate Rating
Kansas	High Satisfactory	Outstanding	High Satisfactory	Satisfactory
Kentucky	High Satisfactory	Outstanding	Outstanding	Outstanding
Minnesota	Outstanding	Outstanding	Outstanding	Outstanding
Missouri	Outstanding	Outstanding	Outstanding	Outstanding
Montana	Outstanding	Outstanding	Outstanding	Outstanding
Nebraska	Outstanding	Outstanding	Outstanding	Outstanding
Nevada	Low Satisfactory	Outstanding	High Satisfactory	Satisfactory
New Mexico	High Satisfactory	Outstanding	Outstanding	Outstanding
North Dakota	Outstanding	Outstanding	High Satisfactory	Outstanding
Ohio	Outstanding	Outstanding	Outstanding	Outstanding
Oregon	Outstanding	Outstanding	Outstanding	Outstanding
South Dakota	Outstanding	Outstanding	Outstanding	Outstanding
Tennessee	High Satisfactory	Outstanding	Low Satisfactory	Satisfactory
Utah	Outstanding	Outstanding	High Satisfactory	Outstanding
Washington	Outstanding	Outstanding	Outstanding	Outstanding
Wisconsin	Outstanding	Outstanding	Outstanding	Outstanding
Wyoming	High Satisfactory	Outstanding	Outstanding	Outstanding

(*) The Lending Test is weighted more heavily than the Investment and Service Tests in the overall rating.

Appendix C: Full-Scope Market Profiles for Primary Rated Areas

Cincinnati-Middletown, OH-KY-IN MMSA

Demographic Information for Full-Scope Area: Cincinnati Assessment Area						
Demographic Characteristics	#	Low % of #	Moderate % of #	Middle % of #	Upper % of #	NA* % of #
Geographies (Census Tracts/BNAs)	474	10.55	23.42	44.94	20.25	0.84
Population by Geography	1,951,604	6.41	19.48	47.85	26.16	0.09
Owner-Occupied Housing by Geography	507,672	2.23	16.26	51.49	30.02	0.00
Business by Geography	186,941	4.37	16.60	47.63	30.78	0.62
Farms by Geography	5,191	1.00	16.57	57.98	24.37	0.08
Family Distribution by Income Level	512,077	19.07	18.44	23.17	39.33	0.00
Distribution of LMI Families throughout AA	192,059	10.68	28.46	47.44	13.42	0.00
Median Family Income (2000)		\$54,771		Median Housing Value (2011)		\$122,300
HUD Adjusted Median Family Income (2011)		\$70,400		Fair Market Two-Bedroom Rent (2011)		\$752
Families Below Poverty Level		6.91%		Unemployment Rate (Dec 2011, NSA)		7.6%

(*) The NA category consists of geographies that have not been assigned an income classification.

Source: US Census, HUD, Bureau of Labor Statistics, and National Association of Realtors

The Cincinnati AA consists of 11 (of 15) counties in the Cincinnati-Middletown, OH-KY-IN MMSA (Cincinnati MMSA). The area includes Brown, Butler, Clermont, Hamilton, and Warren Counties in Ohio; Boone, Bracken, Campbell, Kenton, and Pendleton Counties in Kentucky; and Dearborn County in Indiana. Gallatin and Grant Counties in Kentucky, and Franklin and Ohio Counties in Indiana, are not included as they are generally located on the outer edges of a very large MMSA. The AA meets regulatory requirements and does not arbitrarily exclude low- or moderate-income census tracts. Area demographics are reflected in the table above.

The Cincinnati MMSA is the 27th largest metropolitan area in the United States. While there has been growth in the northern suburban areas of Cincinnati, the city is experiencing a decline in population and jobs overall. The city has several wealthy neighborhoods, but it also has areas with significant economic and social needs.

Outer portions of the Cincinnati MMSA are more rural, and unemployment rates and poverty levels vary significantly across the area. Warren County (northeast of the City of Cincinnati) generally has the lowest levels of unemployment and poverty (6.7 percent and 3 percent as of year-end 2011, respectively). Pendleton County Kentucky (south of the City of Cincinnati) has higher levels of unemployment and poverty (9.3 percent and 9.8 percent, respectively).

The banking environment is very competitive. There are 73 banks with 784 offices in this area as of June 30, 2011. USB is the market leader with \$21.6 billion deposits, a 35 percent deposit market share, 121 branches, and 166 ATMs. Fifth Third Bank is the only other financial institution with a significant deposit market share (30 percent). All other financial institutions have deposit market shares of 9 percent or less.

The economy is diverse. Major employers include Kroger Company, the University of Cincinnati, Proctor & Gamble, the Archdiocese of Cincinnati, GE Aviation, Fifth Third Bancorp, Walmart Stores, and various healthcare-related companies. Cincinnati is home to nine FORTUNE 500 companies and three Global 500 companies. The region ranks in the top ten markets for number of Fortune 500 headquarters per million residents (higher than New York, Boston, Chicago, and Los Angeles). Unemployment dropped to 7.6 percent in December 2011, but improvement is partly attributable to a declining labor force rather than increased hiring.

While economic recovery from the national recession of 2008 continues, declining housing prices remain a threat. Moody's predicts that housing prices will continue to decline, as foreclosures are more problematic in the area than nationally, and the area continues to have a large inventory of foreclosed properties.

The OCC conducted three community contacts in 2012 involving a variety of economic development, affordable housing, and social service representatives. Contacts indicate a need for more flexible first-time homebuyer financing, additional foreclosure prevention programs, and more small business financing. Contacts mentioned USB support for recent affordable housing projects, youth programs, and foreclosure prevention programs. One contact praised USB's American Dream mortgage product, which has a smaller down payment requirement and assistance for closing costs.

USB conducted an external survey in 2012 and identified community needs for job creation and job placement, improved schools, homeless programs, economic revitalization, economic development planning, and access to healthy food.

There are significant opportunities to meet credit and community development needs. The area has five CDFIs. Additionally, there is an Empowerment Zone for several areas of Cincinnati, an Urban Renewal Community for portions of Butler County, and several Brownfield sites. These designations typically allow financial support and/or incentives for specific economic development efforts. The area also has numerous community-based, nonprofit organizations. Some of these organizations address community development needs throughout the AA, while others focus on the needs of specific neighborhoods such as Over the Rhine, Avondale, and Walnut Hills.

Minneapolis-St. Paul-Bloomington, MN-WI MMSA

Demographic Information for Full-Scope Area: Minneapolis Assessment Area						
Demographic Characteristics	#	Low % of #	Moderate % of #	Middle % of #	Upper % of #	NA* % of #
Geographies (Census Tracts/BNAs)	738	6.37	19.65	49.19	24.12	0.68
Population by Geography	2,932,002	4.62	16.88	52.82	25.61	0.07
Owner-Occupied Housing by Geography	813,817	1.52	13.14	56.62	28.72	0.00
Business by Geography	333,375	3.25	13.44	54.44	28.74	0.13
Farms by Geography	8,583	0.58	6.89	68.99	23.52	0.02
Family Distribution by Income Level	740,230	17.02	18.92	26.36	37.71	0.00
Distribution of LMI Families throughout AA	266,000	7.06	24.02	55.08	13.84	0.00
Median Family Income (2000)		\$64,885		Median Housing Value (2011)		\$154,700
HUD Adjusted Median Family Income (2011)		\$82,700		Fair Market Two-Bedroom Rent (2011)		\$924
Families Below Poverty Level		4.25%		Unemployment Rate (Dec 2011, NSA)		5.5%

(*) The NA category consists of geographies that have not been assigned an income classification.

Source: US Census, HUD, Bureau of Labor Statistics, and National Association of Realtors

The Minneapolis AA consists of 12 (of 13) counties in the Minneapolis-St. Paul-Bloomington, MN-WI MMSA (Minneapolis MMSA). The area includes Anoka, Carver, Chisago, Dakota, Hennepin, Isanti, Ramsey, Scott, Sherburne, Washington, and Wright Counties in Minnesota; and St. Croix County in Wisconsin. Pierce County Wisconsin is not included as it is on the outer edge of a very large MMSA. The AA meets regulatory requirements and does not arbitrarily exclude low- or moderate-income census tracts. Area demographics are reflected in the table above.

The Minneapolis MMSA is the 16th largest metropolitan area in the United States. Its current population is just over 3.3 million, having grown 17 percent from 1990 to 2000, and another 10 percent from 2000 to 2010. The area continues to experience growth, and is projected to increase to 4 million by the year 2030.

The banking environment is very competitive. There are 161 banks operating 814 offices in this area as of June 30, 2011, plus credit unions and mortgage companies. USB has a second-place deposit rank with \$35.8 billion deposits, a 33 percent deposit market share, 92 branches, and 470 ATMs. USB and Wells Fargo, which has a 36 percent deposit share, dominate the market. TCF has a distant third place deposit rank with a 4 percent market share.

The area has a well-diversified economic base, and is the second largest economy in the Midwest. It is a center for high-tech electronics, medical instruments, health care, finance, insurance, entertainment and the arts, printing and publishing, as well as the processing and transportation of agricultural products. St. Paul is the state capital.

The area is home to 19 (of 20) FORTUNE 500 companies in Minnesota. Target Corporation is the largest employer, with approximately 29,000 employees. Other large employers include Allina Health System, Fairview Health System, Wells Fargo, University of Minnesota, and 3M Corp. Unemployment was 5.5 percent in December 2011, which compares favorably to the national rate of 8.3 percent.

The Twin Cities is also a major sports and entertainment center for the upper Midwest. There are several professional sports teams, as well as thriving theatres, orchestras, and art museums. The region is second only to New York City in live theater per capita, and it is the largest theater market in the country after New York City and Chicago. The Mall of America is another popular tourist attraction. While the Twin Cities has a strong tourism draw on its own, it is also a starting point for much of Minnesota's fishing, hunting, and lake recreation areas.

The economy experienced the lagging effects of the housing meltdown and recession during the evaluation period, but is starting to show signs of recovery. Recently, there have been job gains in business services, finance, healthcare, and manufacturing. Moreover, while median housing values declined more from 2009-2011 (though not as sharply), the housing market appears to be stabilizing. According to the Minneapolis Area Association of Realtors, the price of a median single-family home increased 10.5 percent in one year as of May 2012 – assisted by a sharp increase in regular home sales and a corresponding drop in distress sales, which are at their lowest level in two years. Foreclosure rates in the Twin Cities metro area also continue to improve, with a sizeable decrease in 2012 over the previous year. Despite the recession, the area continues to have an owner-occupied housing rate of more than 70 percent.

The OCC conducted four community contacts in 2012, and used one contact from another regulator. The contacts involved a variety of small business, affordable housing, neighborhood revitalization, and social service representatives. Needs for affordable housing, homebuyer counseling, foreclosure referral programs, and start-up business financing were expressed. Contacts also indicated there are several community development projects in which banks can be involved. Contacts generally had favorable comments about the level of participation by local banks, although one contact thought more could be done to support the North Minneapolis neighborhood, which was hard hit by foreclosures, and also by a devastating tornado in 2011.

USB conducted an external survey in 2012 and identified community needs for financial education, job creation, job placement, capacity building for nonprofit organizations, affordable rental housing units, and improved schools.

There are ample opportunities to meet credit and community development needs in this market. There is a wide variety of active community development organizations – and the nonprofit sector is well organized, informed, and aware of CRA requirements. The area has 25 CDFIs; portions of Minneapolis (north, south, and east of the downtown area) are designated Empowerment Zones; and there are several designated Brownfield sites.

St. Louis, MO-IL MMSA

Demographic Information for Full-Scope Area: St. Louis Assessment Area						
Demographic Characteristics	#	Low % of #	Moderate % of #	Middle % of #	Upper % of #	NA* % of #
Geographies (Census Tracts/BNAs)	540	10.37	24.44	43.33	21.11	0.74
Population by Geography	2,654,302	5.75	20.55	48.84	24.85	0.00
Owner-Occupied Housing by Geography	738,253	3.06	17.77	51.81	27.36	0.00
Business by Geography	247,083	3.92	16.34	46.78	32.69	0.27
Farms by Geography	7,566	0.86	10.76	67.31	21.05	0.01
Family Distribution by Income Level	701,007	19.50	18.44	22.60	39.47	0.00
Distribution of LMI Families throughout AA	265,950	10.23	30.51	47.94	11.32	0.00
Median Family Income (2000)		\$53,435		Median Housing Value (2011)		\$121,800
HUD Adjusted Median Family Income (2011)		\$69,500		Fair Market Two-Bedroom Rent (2011)		\$794
Families Below Poverty Level		7.53%		Unemployment Rate (Dec 2011, NSA)		8.1%

(*) The NA category consists of geographies that have not been assigned an income classification.

Source: US Census, HUD, Bureau of Labor Statistics, and National Association of Realtors

The St. Louis AA consists of 13 (of 16) counties in the St. Louis, MO-IL MMSA (St. Louis MMSA). The area includes Franklin, Jefferson, Lincoln, St. Charles, St. Louis, Warren, and Washington Counties, as well as St. Louis City, all in Missouri. The area also includes Clinton, Macoupin, Madison, Monroe, and St. Clair Counties in Illinois. Bond, Calhoun, and Jersey Counties in Illinois are not included as the bank has no branches or deposit-taking ATMs in these counties. The AA meets regulatory requirements and does not arbitrarily exclude low- or moderate-income census tracts. Area demographics are reflected in the table above.

The St. Louis MMSA is the 19th largest metropolitan area in the United States. It is one of the nation's most important rail centers and inland ports. In addition it is an important crossroad for ground transportation with its proximity to both north-south and east-west interstate highways. The rivers of St. Louis play a large role in moving goods, especially bulk commodities such as grain, coal, salt, and certain chemicals and petroleum products.

The Gateway Arch is a well-known landmark for the City of St. Louis, the largest city in the MMSA. St. Louis is also home to several professional sports teams, a large zoological park, a world-renowned symphony orchestra, and an active theater district. The city is defined by music and the performing arts, especially its association with blues, jazz, and ragtime music.

There are numerous economic and social challenges in the MMSA. Disparity exists between the City of St. Louis and the surrounding suburban areas. The city lost over half its population between 1950 and 2000. And while the exodus appears to have slowed due to revitalization efforts downtown and elsewhere in the city, there continue to be areas with poor schools, high crime rates, blight and deteriorating housing.

The City of East St. Louis Illinois has been economically depressed for decades. It has drastic urban blight, high unemployment and poverty, deteriorated housing, depressed housing values, and significant crime. Sections of urban prairie can be found where vacant buildings are torn down and whole blocks are overgrown with vegetation. Much of the territory surrounding the city remains undeveloped, bypassed by developers who chose more affluent suburban areas. Economic conditions in the city are significantly worse than for the area overall. Unemployment exceeded 17 percent in December 2011. The 2011 median household income is \$19,934, and approximately 42 percent of the population lives below poverty level. The 2011 median house value is \$61,700. The city also has the highest crime rate in the country per the FBI.

Banking competition is strong. There are 140 banks operating 934 offices in the area as of June 30, 2011. USB is the market leader with \$11.3 billion deposits, a 16 percent deposit market share, 118 branches, and 306 ATMs. Bank of America and Scottrade have the next largest market shares of area deposits (13 percent and 10 percent, respectively).

The local economy is diverse. Major employers include Boeing Defense, Washington University in St. Louis, Scott Air Force Base, Schnuck Markets, Walmart Stores, AT&T, and several healthcare companies. The area is home to nine FORTUNE 500 companies. The unemployment rate for the St. Louis MMSA is 8.1 percent as of December 2011, compared to an 8.3 percent national rate.

The economy is slowly healing from the national recession of 2008, but recovery is hampered by a weak job and housing market. The job market is particularly struggling in the construction and leisure/hospitality sectors due to limited population growth. Professional and business service job growth has primarily involved lower-wage administrative/support positions; and manufacturing wages continue to lag. It is also notable that low-income neighborhoods have a completed foreclosure rate that is 3.2 times higher than the rate for the metropolitan area overall (and 2.1 times higher for moderate-income neighborhoods) according to a 2011 report by the Center for Responsible Lending.

OCC conducted two community contacts with affordable housing representatives in 2011. The contacts expressed concern with the high foreclosure rate, and indicated more funding was needed to support foreclosure counseling. One contact believed easier access to mortgage products was also needed, particularly through home equity lines. Both contacts considered the level of local bank involvement to be good.

OCC also participated in a 2012 Listening Session with 12 community development organizations from the area. The contacts indicated foreclosures had declined, but their impressions with regard to the willingness of local banks to work with customers were mixed. One organization stated they had successfully worked with several banks in the area and, as a result, saved 1,500 homes from foreclosure between 2010 and 2011. Several organizations stated it continued to be difficult for LMI individuals to obtain home loans.

USB conducted an external survey in 2012 and identified community needs for job creation, job placement, capacity building for nonprofit organizations, technical assistance for small businesses, improved schools, and affordable housing stock.

There are many opportunities to meet credit and community development needs in the area. There are numerous nonprofit organizations that provide housing counseling, financial education, home purchase/rehabilitation, job training, small business development, and other community development activities. The area has at least five CDFIs. Additionally, there is a large Empowerment Zone and numerous Brownfield sites in St. Louis and East St. Louis - designations that typically allow financial support and/or incentives for specific economic development efforts.

State of California - Los Angeles-Long Beach-Glendale MD

Demographic Information for Full-Scope Area: Los Angeles Assessment Area						
Demographic Characteristics	#	Low % of #	Moderate % of #	Middle % of #	Upper % of #	NA* % of #
Geographies (Census Tracts/BNAs)	2,054	8.71	28.29	27.99	34.23	0.78
Population by Geography	9,519,338	8.00	29.44	30.88	31.58	0.10
Owner-Occupied Housing by Geography	1,499,694	1.91	15.46	31.30	51.33	0.00
Business by Geography	1,035,293	6.47	18.72	26.40	47.64	0.78
Farms by Geography	8,187	3.09	15.57	30.85	49.93	0.55
Family Distribution by Income Level	2,154,311	23.87	16.49	17.40	42.24	0.00
Distribution of LMI Families throughout AA	869,463	13.65	41.46	28.95	15.94	0.00
Median Family Income (2000)		\$46,509		Median Housing Value (2011)		\$307,700
HUD Adjusted Median Family Income (2011)		\$64,000		Fair Market Two-Bedroom Rent (2011)		\$1,465
Families Below Poverty Level		14.45%		Unemployment Rate (Dec 2011, SA)		12.0%

(*) The NA category consists of geographies that have not been assigned an income classification.

Source: US Census, HUD, Bureau of Labor Statistics, and National Association of Realtors

The Los Angeles AA is the Los Angeles-Long Beach-Glendale MD (Los Angeles MD) in the state of California, which consists of Los Angeles County. It is the most populous county in the United States (9.8 million), and more populated than 42 individual states. Los Angeles County also accounts for a large part of the greater Los Angeles MSA, which is the second largest metropolitan area in the country, and the 13th largest metropolitan area in the world. The Los Angeles AA meets regulatory requirements and does not arbitrarily exclude low- or moderate-income census tracts.

Los Angeles is commonly called the “Entertainment Capital of the World” due to the presence of Hollywood; prominent radio, television, music, and filmmaking (all six major film studios are located there); and abundant tourist and amusement attractions. However, it is also a complex and highly diverse urban area that includes 88 cities and a number of unincorporated areas. Median household income, level of educational attainment, and the homeownership rate are all lower in Los Angeles County compared to California overall, while housing values and the percentage of persons living below poverty level are significantly higher. It is also noteworthy that poverty levels are even higher in the City of Los Angeles. Refer to the table above for additional area demographics.

The banking environment is very competitive. There are 126 banks with 1,765 offices in the area as of June 30, 2011, plus numerous credit unions and mortgage companies. The market is somewhat concentrated, with the three largest banks (Bank of America, Wells Fargo, and Union Bank) holding a 46 percent aggregate share of area deposits. USB continues to have a relatively small presence in the area, despite its purchase of California National Bank in Los Angeles via the acquisition of FBOP Corporation in 2009. USB has a ninth-place deposit rank with \$8.7 billion deposits, a 3 percent deposit market share, 150 branches, and 166 ATMs. Banks with deposit market shares similar to USB include East West Bank and Bank of the West.

The housing meltdown and recession continue to impact the area. Foreclosure rates are declining, but remain substantial. A local newspaper reported the number of homes slipping toward foreclosure in Los Angeles County dropped by 18 percent in first quarter 2012 compared to the same period last year. This is evidenced by the number of default notices sent to homeowners (11,443 in first quarter 2012 versus 13,957 in first quarter 2011). According to another report, Los Angeles homeowners are estimated to lose nearly \$79 billion in home value from the 200,000 foreclosures from 2008-2012. Some of the hardest hit neighborhoods in Los Angeles include Sylmar, Pacoima, and Van Nuys.

Median housing values declined during the evaluation period, but not as sharply. The area still remains one of the most expensive housing markets in the country; and there continues to be a significant need for affordable housing stock (both owner-occupied and rental units). As of December 2011, the seasonally adjusted median price for an existing single-family home was \$307,700 (down from an approximate high of \$580,000 in 2006). Home ownership became somewhat more feasible for moderate-income families with lower prices and interest rates, but remains largely out of reach for low-income families. To afford a \$307,700 home (assuming a 30-year loan, 4 percent fixed interest rate, and 20 percent down payment), a buyer needs approximately \$47,000 annual income (which is 73 percent of the area's MFI, and at the higher-end of the moderate-income range). A slight rise in interest rates (to 5 percent) or a housing price increase (to \$346,900), however, requires income of approximately \$53,000 (which is in the middle-income range at 83 percent of the area's MFI).

The Los Angeles area has a very large and diverse economy. Beyond motion picture and television program production, other major industries include international trade supported by the Port of Los Angeles and the Port of Long Beach (the two largest ports in the country, in terms of container capacity, as of first quarter 2011), music recording and production, aerospace, and professional services such as law and medicine. The City of Los Angeles is home to five Fortune 500 companies: energy company Occidental Petroleum; healthcare provider Health Net; metals distributor Reliance Steel & Aluminum; engineering firm AECOM; and real estate group CB Richard Ellis. Large employers include the University of California Los Angeles, Kaiser Permanente, Northrop Grumman, University of Southern California, Target, Kroger, Cedars-Sinai Medical Center, Bank of America, and Boeing. Area unemployment has exceeded 12 percent since fourth quarter 2009. As of December 2011, the seasonally adjusted unemployment rate is at 12 percent, down slightly from an all-time high of 12.8 percent in October 2010.

OCC participated in a CRA Listening Session in 2011 that included numerous nonprofit organizations and government agencies serving the greater Los Angeles area. OCC also contacted a local housing representative in 2012, and used three community contacts conducted by other regulators in 2011. Contacts expressed pressing needs for affordable rental and owner-occupied housing stock; more flexible financing for first-time homebuyers; low-cost checking accounts and other basic services to attract the unbanked population; financial education, credit counseling, and foreclosure prevention counseling; financing and technical assistance for small/start-up businesses; and additional funding for nonprofit organizations. Contacts were generally neutral with regard to USB involvement, although one favorably commented on the bank's participation in Equity Equivalent Investments.

USB conducted an external survey in 2012 and identified needs for job creation, job placement, economic revitalization financing, affordable housing stock, and small business/farm financing.

There are abundant opportunities to meet credit and community development needs in this market. Twenty-two CDFIs serve the area, including several federally-regulated/insured depositories and sophisticated housing-related CDFIs. There are also many accomplished nonprofit organizations that develop commercial real estate and affordable housing, provide financial education and homebuyer counseling, provide assistance to small business owners, and provide social services targeted to LMI persons. Additionally, federal, state and local governments have identified multiple areas for redevelopment with designations such as empowerment and renewal community zones, and Brownfield redevelopment sites.

State of Colorado - Denver-Aurora MSA

Demographic Information for Full-Scope Area: Denver Assessment Area						
Demographic Characteristics	#	Low % of #	Moderate % of #	Middle % of #	Upper % of #	NA* % of #
Geographies (Census Tracts/BNAs)	531	3.95	26.93	38.79	28.25	2.07
Population by Geography	2,130,766	4.67	28.17	39.55	27.49	0.12
Owner-Occupied Housing by Geography	554,528	1.94	22.29	42.16	33.62	0.00
Business by Geography	341,380	3.31	20.97	36.81	37.91	1.01
Farms by Geography	5,329	1.71	18.31	39.44	39.97	0.56
Family Distribution by Income Level	536,892	18.26	18.82	23.74	39.18	0.00
Distribution of LMI Families throughout AA	199,086	7.79	42.25	36.86	13.10	0.00
Median Family Income (2000)		\$61,301		Median Housing Value (2011)		\$231,400
HUD Adjusted Median Family Income (2011)		\$78,200		Fair Market Two-Bedroom Rent (2011)		\$1,007
Families Below Poverty Level		5.54%		Unemployment Rate (Dec 2011, NSA)		8.4%

(*) The NA category consists of geographies that have not been assigned an income classification.

Source: US Census, HUD, Bureau of Labor Statistics, and National Association of Realtors

The Denver AA consists of six (of 10) counties in the Denver-Aurora MSA in the state of Colorado. The area includes Adams, Arapahoe, Broomfield, Denver, Douglas, and Jefferson Counties. Clear Creek, Elbert, Gilpin, and Park Counties are not included due to the large size of the MSA. The AA meets regulatory requirements and does not arbitrarily exclude low- or moderate-income census tracts. Area demographics are reflected in the table above.

The Denver MSA is the largest metropolitan area in the state of Colorado (and 21st largest in the United States). The City of Denver is Colorado's largest city, state capital, and center of economic activity. Denver's geographic location (largest city within 500 miles, and equal distance between major Midwest and West Coast cites), coupled with a well-developed transportation hub (including the fifth busiest airport in the country), makes Denver a natural location for the storage and distribution of goods and services. It also provides the area with a degree of economic stability.

The banking environment is competitive. There are 71 banks operating 710 offices in this area as of June 30, 2011. USB has \$6.2 billion deposits, an 11 percent deposit market share, 79 branches, and 138 ATMs. It has the fourth highest share of deposits in this market behind Wells Fargo (28 percent), FirstBank (12 percent), and JPMorgan Chase (12 percent). Bank of the West has a distant fifth place market rank, with a 4 percent deposit share.

The local economy is diverse with several sectors each providing more than 10 percent of the area's total employment (professional and business services, government, education and health services, leisure and hospitality services, and retail trade). The area is a hub for technology and telecommunication firms, and is attractive to these industries due to its well-educated workforce and relatively low business costs. Large employers include HealthONE, King Soopers, Walmart Stores, CenturyLink, Exempla Healthcare, and Lockheed Martin. Unemployment is 7.9 percent as of December 2011, which is better than the national rate of 8.3 percent.

Tourism is also a major component of the economy, both locally and for the state overall. The Denver metro area had a record 13.2 million overnight visitors (up from 12.7 million in 2010), which generated \$3.3 billion spending in 2011. Denver is home to many nationally recognized museums, the second-largest performing arts center in the county, and several professional sports teams. The Denver University and the Colorado University provide additional sporting venues. The Red Rocks Amphitheatre is renowned for its beauty and sound quality, and nearby mountains offer other outdoor recreational activities such as skiing, kayaking, and camping.

The Denver housing market had relatively flat prices, low inventory, and reduced sales during the evaluation period. The area did not experience the same degree of decline seen in other markets, but home values still hit a 25-month low in March 2011 – off 14 percent from their peak in August 2006, according to the S&P/Case-Shiller Home Price Index. The median sales price of an existing single-family home is \$231,400 as of December 2011. While home ownership became more feasible for moderate-income families with lower home prices and interest rates, it remains largely out of reach for low-income families. The area continues to deal with a spate of distressed homes in the aftermath of the recession, but it is faring better than the rest of the state. Denver foreclosure filings fell 20 percent in May 2011, with one in 475 housing units receiving notices, according to RealtyTrac. Foreclosure rates are declining as well, but remain above historic levels.

The OCC conducted four community contacts during 2011-2012 with a variety of affordable housing representatives. Contacts expressed needs for financial education, flexible first-time homebuyer financing, affordable rental stock, small business loans (including mezzanine financing, and micro-loans), and working capital loans for nonprofit organizations. Contacts generally had favorable comments regarding USB's participation, specifically regarding its financial literacy program, affordable mortgage product, and support for creating/preserving affordable housing.

USB conducted an external survey in 2012 and identified needs for job creation and/or job placement, improved schools, financial education, capacity building for nonprofits, and affordable rental housing.

There are many opportunities to meet credit and community development needs in this market. The area has a wide variety of active community development organizations – including eight CDFIs, at least three community development corporations, several housing authorities, and numerous community development nonprofits. There also are a number of federally designated Brownfield sites.

State of Washington - Seattle-Bellevue-Everett MD

Demographic Information for Full-Scope Area: Seattle Assessment Area						
Demographic Characteristics	#	Low % of #	Moderate % of #	Middle % of #	Upper % of #	NA* % of #
Geographies (Census Tracts/BNAs)	506	2.17	20.75	52.96	24.11	0.00
Population by Geography	2,343,058	1.93	21.89	52.39	23.79	0.00
Owner-Occupied Housing by Geography	577,775	0.49	15.58	55.45	28.48	0.00
Business by Geography	288,917	2.15	21.37	48.65	27.84	0.00
Farms by Geography	5,658	0.92	16.54	59.03	23.51	0.00
Family Distribution by Income Level	582,505	18.50	18.70	24.54	38.26	0.00
Distribution of LMI Families throughout AA	216,658	2.61	31.49	51.85	14.06	0.00
Median Family Income (2000)		\$63,951		Median Housing Value (2011)		\$285,000
HUD Adjusted Median Family Income (2011)		\$86,800		Fair Market Two-Bedroom Rent (2011)		\$1,176
Families Below Poverty Level		5.20%		Unemployment Rate (Dec 2011, NSA)		7.9%

(*) The NA category consists of geographies that have not been assigned an income classification.

Source: US Census, HUD, Bureau of Labor Statistics, and National Association of Realtors

The Seattle AA is the Seattle-Bellevue-Everett MD (Seattle MD). It is located in the western part of the state of Washington, adjacent to Puget Sound. The area is comprised of King and Snohomish Counties. The Seattle MD is part of the Seattle-Tacoma-Bellevue MSA, which is the largest metropolitan area in the state of Washington (and 15th largest in the United States). The Seattle AA meets regulatory requirements and does not arbitrarily exclude low- or moderate-income census tracts. Area demographics are reflected in the table above.

The AA includes the City of Seattle, which is the largest city in the Pacific Northwest region of North America and the fastest-growing major city in the United States. The Port of Seattle, which also operates Seattle-Tacoma International Airport, is a major gateway for trade with Asia and cruises to Alaska, and is the fifth largest port in the United States in terms of container capacity as of first quarter 2011.

The banking environment is competitive. There are 58 financial institutions operating 710 offices in this area as of June 30, 2011. USB has \$7 billion deposits, an 11 percent deposit market share, 66 branches, and 169 ATMs. It has the third highest share of deposits in the market, behind Bank of America (29 percent share) and Wells Fargo (13 percent share).

Despite the recession, the local economy remains comparatively strong. Recent job growth is outpacing that of the United States and much of the West due to increased manufacturing and construction jobs (both residential and commercial). Tourism continues to play an important role, as the area has several scenic attractions and also serves as a gateway for travel to Alaska and British Columbia. Major employers include Boeing, Microsoft, and the University of Washington. The area is also home to eight FORTUNE 500 companies. Unemployment is 7.7 percent as of December 2011, the lowest level since early 2009 and slightly better than the national rate of 8.3 percent.

The housing market is starting to see a slow-down in foreclosures and leveling of housing prices. However, the number of past due mortgages remains high and could potentially result in more foreclosures. Moody's reports that apartment rents climbed faster than existing house prices in 2011, which is producing more multifamily homebuilding. Despite reduced housing values, the relative high cost of housing in this market makes home ownership difficult for low-income families. To afford a \$285,000 home (assuming a 30-year loan, 4 percent fixed interest rate, and 20 percent down payment), a buyer needs approximately \$43,550 annual income (which is 68 percent of the area's MFI, and solidly in the moderate-income range).

OCC conducted one community contact in 2011, and used two contacts conducted in 2012 by another regulator. The contacts primarily involved small business representatives. Contacts expressed a need for more flexible and affordable small business financing.

USB conducted an external survey in 2012 and identified needs for job creation, job placement, affordable rental stock, rehabilitation loans for multifamily properties and commercial real estate, services for homeless persons, and program-related investments.

There are many opportunities to meet credit and community development needs in this market. There are a variety of active community development organizations – including nine CDFIs, and a number of other community development nonprofit organizations. The City of Seattle coordinates with other public agency programs to use LIHTCs and NMTCs in funding capital and development projects. There also are a number of federally designated Brownfield sites.

State of Wisconsin - Milwaukee-Waukesha-West Allis MSA

Demographic Information for Full-Scope Area: Milwaukee Assessment Area						
Demographic Characteristics	#	Low % of #	Moderate % of #	Middle % of #	Upper % of #	NA* % of #
Geographies (Census Tracts/BNAs)	416	18.99	19.95	37.98	22.36	0.72
Population by Geography	1,500,741	11.87	16.37	42.27	29.29	0.19
Owner-Occupied Housing by Geography	359,082	4.46	12.07	46.58	36.88	0.00
Business by Geography	119,366	7.28	13.38	42.50	36.29	0.55
Farms by Geography	2,098	2.34	5.62	49.43	42.52	0.10
Family Distribution by Income Level	383,799	19.84	17.89	23.61	38.65	0.00
Distribution of LMI Families throughout AA	144,827	20.54	24.36	40.13	14.97	0.00
Median Family Income (2000)		\$56,640		Median Housing Value (2011)		\$185,200
HUD Adjusted Median Family Income (2011)		\$72,300		Fair Market Two-Bedroom Rent (2011)		\$866
Families Below Poverty Level		7.66%		Unemployment Rate (Dec 2011, NSA)		7.1%

(*) The NA category consists of geographies that have not been assigned an income classification.

Source: US Census, HUD, Bureau of Labor Statistics, and National Association of Realtors

The Milwaukee AA consists of the entire Milwaukee-Waukesha-West Allis MSA (Milwaukee MSA) in the state of Wisconsin. It includes Milwaukee, Ozaukee, Washington, and Waukesha Counties. The Milwaukee MSA is the largest metropolitan area in Wisconsin (and 39th largest in the United States). The AA meets regulatory requirements and does not arbitrarily exclude low- or moderate-income census tracts. Area demographics are reflected in the table above.

The AA includes the City of Milwaukee, the largest city in Wisconsin. It is a commercial and industrial hub for the Great Lakes region. Milwaukee is located along the shores of Lake Michigan in southeastern Wisconsin, at the confluence of the Menomonee, Kinnickinnic, and Milwaukee rivers. Milwaukee is recognized as the home of Harley Davidson motorcycles, Miller Brewing, and several professional sports teams.

The banking environment is competitive. There are 57 financial institutions operating 585 offices in this area as of June 30, 2011. USB is the market leader with \$17.7 billion deposits, a 33 percent deposit market share, 46 branches, and 89 ATMs. Other market leaders are M&I Bank (23 percent deposit share), JPMorgan Chase (9 percent deposit share), and Associated Bank (4 percent deposit share).

The local economy is diverse, although there is still a heavy reliance on manufacturing. Among major metropolitan areas, the Milwaukee MSA has a second-place rank in the percentage of its workforce in manufacturing. The economy is dominated by small- to medium-size firms from nearly every industrial classification. The area is also home to five FORTUNE 500 companies (Johnson Controls, Northwestern Mutual, Manpower, Rockwell Automation, and Harley-Davidson). Major employers include Aurora Health, Wheaton Franciscan Healthcare, Roundy's, Froedtert and Community Health, Kohl's, and Walmart Stores.

Tourism is also a major contributor to the local economy. Milwaukee hosts many festivals and parades throughout the year, and is home to nationally recognized museums, a zoo, professional sports teams, and entertainment venues. Altogether, these attractions bring more than 5 million tourists and generate \$1.9 billion annually.

Unemployment is 7.1 percent as of December 2011, which compares favorably to a national rate of 8.3 percent. However, unemployment is much higher in the City of Milwaukee (9.5 percent) compared to the suburban counties of Ozaukee (5.2 percent), Washington (6.1 percent), and Waukesha (5.6 percent). Most of the area's LMI tracts are concentrated in the central and north part of the city. The Wisconsin Department of Public Instruction found that 83.5 percent of children in Milwaukee Public Schools qualify for free or reduced price school lunches, an indicator of child poverty. That is the highest rate in the state, while the surrounding suburbs have some of the lowest rates.

Housing prices continued to decline throughout the evaluation period, due to a rising tide of foreclosures. LMI areas have been particularly hard hit by foreclosures. According to a 2011 report by the Center for Responsible Lending, low-income neighborhoods have a completed foreclosure rate that is 3.3 times higher than the overall rate for the metropolitan area (and the rate for moderate-income neighborhoods is twice as high). The median home price in the City of Milwaukee (\$96,256) is much lower than the MSA's median value (\$185,200), and the second lowest median housing price for any city in the state.

During 2011-2012, OCC staff spoke with a number of organizations and reviewed a number of reports involving a wide variety of community development initiatives. OCC also conducted a community contact and used three contacts conducted by another regulator (all in 2012). Contacts expressed needs for more credit availability in LMI areas, more affordable housing stock in suburban areas, better public transportation between Milwaukee and suburban counties, more flexible financing for LMI home buyers, combined home purchase/rehabilitation financing, small and micro- business loans, job readiness and skills training, transportation to work programs, financial education and counseling, school-age tutoring and mentoring programs to break multi-generational cycles of poverty, and funding for community development organizations.

USB conducted an external survey in 2012 and identified needs for job creation, job placement, economic revitalization, economic development planning, affordable housing stock, and improved schools.

There are many opportunities to meet credit and community development needs. The area has several sophisticated, accomplished and well-capitalized community development organizations, supported by an extensive network of foundations and universities that provide funding, information, and expertise. The area also has 12 CDFIs, as well as several low-income credit unions certified by the National Credit Union Administration. Milwaukee has an Urban Renewal Community designation, the boundaries of which generally follow the LMI census tracts in the greater downtown area. Much of the city also qualifies as an SBA Historically Underutilized Business Zone, evidencing a critical need for job creation and business development. There are several Brownfield-designated sites. LIHTCs tax credits are also available in the area under the NMTC program.

Appendix D: Tables of Performance Data

Content of Standardized Tables

A separate set of tables is provided for each state and for the Chicago-Joliet-Naperville MMSA. All other multistate metropolitan statistical areas are presented in one set of tables. References to the “bank” include activities of any affiliates that the bank provided for consideration (refer to Appendix A: Scope of the Examination). For purposes of reviewing the Lending Test tables, the following are applicable: (1) purchased loans are treated as originations/purchases and market share is the number of loans originated and purchased by the bank as a percentage of the aggregate number of reportable loans originated and purchased by all lenders in the MA/assessment area; (2) Partially geocoded loans (loans where no census tract is provided) cannot be broken down by income geographies and, therefore, are only reflected in the Total Loans in Core Tables 2 through 7 and part of Table 13; and (3) Partially geocoded loans are included in the Total Loans and Percent Bank Loans Column in Core Tables 8 through 12 and part of Table 13. Deposit data are compiled by the FDIC and are available as of June 30th of each year. Tables without data are not included in this PE.

The following is a listing and brief description of the tables included in each set:

Table 1. Lending Volume - Presents the number and dollar amount of reportable loans originated and purchased by the bank over the evaluation period by MA/assessment area. Community development loans to statewide or regional entities or made outside the bank’s assessment area may receive positive CRA consideration. Refer to Interagency Q&As __.12(i) - 5 and - 6 for guidance on when a bank may receive positive CRA consideration for such loans.

Table 1. Other Products - Presents the number and dollar amount of any unreported category of loans originated and purchased by the bank, if applicable, over the evaluation period by MA/assessment area. Examples include consumer loans or other data that a bank may provide, at its option, concerning its lending performance. This is a two-page table that lists specific categories.

Table 2. Geographic Distribution of Home Purchase Loans - Compares the percentage distribution of the number of loans originated and purchased by the bank in low-, moderate-, middle-, and upper-income geographies to the percentage distribution of owner-occupied housing units throughout those geographies. The table also presents market share information based on the most recent aggregate market data available.

Table 3. Geographic Distribution of Home Improvement Loans - See Table 2.

Table 4. Geographic Distribution of Home Mortgage Refinance Loans - See Table 2.

- Table 5. Geographic Distribution of Multifamily Loans** - Compares the percentage distribution of multifamily loans originated and purchased by the bank in low-, moderate-, middle-, and upper-income geographies to the percentage distribution of multifamily housing units throughout those geographies. The table also presents market share information based on the most recent aggregate market data available.
- Table 6. Geographic Distribution of Small Loans to Businesses** - The percentage distribution of the number of small loans (less than or equal to \$1 million) to businesses originated and purchased by the bank in low-, moderate-, middle-, and upper-income geographies compared to the percentage distribution of businesses (regardless of revenue size) throughout those geographies. The table also presents market share information based on the most recent aggregate market data available. Because small business data are not available for geographic areas smaller than counties, it may be necessary to use geographic areas larger than the bank's assessment area.
- Table 7. Geographic Distribution of Small Loans to Farms** - The percentage distribution of the number of small loans (less than or equal to \$500,000) to farms originated and purchased by the bank in low-, moderate-, middle-, and upper-income geographies compared to the percentage distribution of farms (regardless of revenue size) throughout those geographies. The table also presents market share information based on the most recent aggregate market data available. Because small farm data are not available for geographic areas smaller than counties, it may be necessary to use geographic areas larger than the bank's assessment area.
- Table 8. Borrower Distribution of Home Purchase Loans** - Compares the percentage distribution of the number of loans originated and purchased by the bank to low-, moderate-, middle-, and upper-income borrowers to the percentage distribution of families by income level in each MA/assessment area. The table also presents market share information based on the most recent aggregate market data available.
- Table 9. Borrower Distribution of Home Improvement Loans** - See Table 8.
- Table 10. Borrower Distribution of Home Mortgage Refinance Loans** - See Table 8.
- Table 11. Borrower Distribution of Small Loans to Businesses** - Compares the percentage distribution of the number of small loans (less than or equal to \$1 million) originated and purchased by the bank to businesses with revenues of \$1 million or less to the percentage distribution of businesses with revenues of \$1 million or less. In addition, the table presents the percentage distribution of the number of loans originated and purchased by the bank by loan size, regardless of the revenue size of the business. Market share information is presented based on the most recent aggregate market data available.

Table 12. Borrower Distribution of Small Loans to Farms - Compares the percentage distribution of the number of small loans (less than or equal to \$500,000) originated and purchased by the bank to farms with revenues of \$1 million or less to the percentage distribution of farms with revenues of \$1 million or less. In addition, the table presents the percentage distribution of the number of loans originated and purchased by the bank by loan size, regardless of the revenue size of the farm. Market share information is presented based on the most recent aggregate market data available.

Table 13. Geographic and Borrower Distribution of Consumer Loans (OPTIONAL) - For geographic distribution, the table compares the percentage distribution of the number of loans originated and purchased by the bank in low-, moderate-, middle-, and upper-income geographies to the percentage distribution of households within each geography. For borrower distribution, the table compares the percentage distribution of the number of loans originated and purchased by the bank to low-, moderate-, middle-, and upper-income borrowers to the percentage of households by income level in each MA/assessment area.

Table 14. Qualified Investments - Presents the number and dollar amount of qualified investments made by the bank in each MA/AA. The table separately presents investments made during prior evaluation periods that are still outstanding and investments made during the current evaluation period. Prior-period investments are reflected at their book value as of the end of the evaluation period. Current period investments are reflected at their original investment amount even if that amount is greater than the current book value of the investment. The table also presents the number and dollar amount of unfunded qualified investment commitments. In order to be included, an unfunded commitment must be legally binding and tracked and recorded by the bank's financial reporting system.

A bank may receive positive consideration for qualified investments in statewide/regional entities or made outside of the bank's assessment area. See Interagency Q&As __.12(i) - 5 and - 6 for guidance on when a bank may receive positive CRA consideration for such investments.

Table 15. Distribution of Branch Delivery System and Branch Openings/Closings - Compares the percentage distribution of the number of the bank's branches in low-, moderate-, middle-, and upper-income geographies to the percentage of the population within each geography in each MA/AA. The table also presents data on branch openings and closings in each MA/AA.

Table 1. Lending Volume

LENDING VOLUME												
Geography: CHICAGO MULTISTATE MA												
Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011												
MA/Assessment Area:	% of Rated Area Loans (#) in MA/AA*	Home Mortgage		Small Loans to Businesses		Small Loans to Farms		Community Development Loans**		Total Reported Loans		% of Rated Area Deposits in MA/AA***
		#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	
Full-Review:												
Chicago-Naperville-Joliet	87.98	34,200	8,717,627	18,902	534,825	26	1,616	17	126,764	53,145	9,380,832	93.30
Lake County-Kenosha County	12.02	4,394	1,209,128	2,857	72,016	10	284	2	17,064	7,263	1,298,492	6.70

* Loan Data as of December 31, 2011. Rated area refers to either the state or multistate MA rating area.

** The evaluation period for Community Development Loans is from January 1, 2009 to March 31, 2012.

*** Deposit Data as of June 30, 2011. Rated Area refers to the state, multistate MA, or institution, as appropriate.

Table 2. Geographic Distribution of Home Purchase Loans

Geographic Distribution: HOME PURCHASE		Geography: CHICAGO MULTISTATE MA								Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011					
MA/Assessment Area:	Total Home Purchase Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total**	% Owner Occ Units***	% USB Loans	% Owner Occ Units***	% USB Loans	% Owner Occ Units***	% USB Loans	% Owner Occ Units***	% USB Loans	Over-all	Low	Mod	Mid	Upp
Full-Review:															
Chicago-Naperville-Joliet	7,575	90.02	2.62	1.65	15.23	10.43	44.44	37.45	37.70	50.43	2.96	1.49	2.32	2.88	3.28
Lake County-Kenosha County	840	9.98	1.51	0.60	20.24	11.07	40.98	43.93	37.26	44.40	3.00	0.00	1.55	2.71	4.10

Data shown includes only one to four-family and manufactured housing (property type 1 or 2).

* Based on 2011 Peer Mortgage Data (USPR).

** Home purchase loans originated and purchased in the MA/AA as a percentage of all home purchase loans originated and purchased in the rated area.

*** Percentage of Owner-Occupied Units is the number of owner-occupied housing units in a particular geography divided by the number of owner-occupied housing units in the area based on 2000 Census information.

Table 3. Geographic Distribution of Home Improvement Loans

Geographic Distribution: HOME IMPROVEMENT		Geography: CHICAGO MULTISTATE MA								Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011					
MA/Assessment Area:	Total Home Improvement Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total**	% Owner Occ Units***	% USB Loans	% Owner Occ Units***	% USB Loans	% Owner Occ Units***	% USB Loans	% Owner Occ Units***	% USB Loans	Overall	Low	Mod	Mid	Upp
Full-Review:															
Chicago-Naperville-Joliet	345	85.82	2.62	1.45	15.23	11.59	44.44	36.52	37.70	50.43	3.08	1.12	2.64	3.24	3.30
Lake County-Kenosha County	57	14.18	1.51	1.75	20.24	10.53	40.98	54.39	37.26	33.33	2.60	0.00	1.56	3.52	2.11

Data shown includes only one to four-family and manufactured housing (property type 1 or 2).

* Based on 2011 Peer Mortgage Data (USPR).

** Home improvement loans originated and purchased in the MA/AA as a percentage of all home improvement loans originated and purchased in the rated area.

*** Percentage of Owner-Occupied Units is the number of owner-occupied housing units in a particular geography divided by number of owner-occupied housing units in the area based on 2000 Census information.

Table 4. Geographic Distribution of Home Mortgage Refinance Loans

Geographic Distribution: HOME MORTGAGE REFINANCE				Geography: CHICAGO MULTISTATE MA				Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011								
MA/Assessment Area:	Total Home Mortgage Refinance Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*					
	#	% of Total**	% Owner Occ Units***	% USB Loans	% Owner Occ Units***	% USB Loans	% Owner Occ Units***	% USB Loans	% Owner Occ Units***	% USB Loans	Over-all	Low	Mod	Mid	Upp	
Full-Review:																
Chicago-Naperville-Joliet	26,235	88.26	2.62	1.01	15.23	5.88	44.44	29.75	37.70	63.32	3.70	2.07	2.65	3.40	4.06	
Lake County-Kenosha County	3,491	11.74	1.51	0.17	20.24	6.76	40.98	35.49	37.26	57.58	3.38	0.72	3.13	3.37	3.45	

Data shown includes only one to four-family and manufactured housing (property type 1 or 2).

* Based on 2011 Peer Mortgage Data (USPR).

** Home mortgage refinance loans originated and purchased in the MA/AA as a percentage of all home mortgage refinance loans originated and purchased in the rated area.

*** Percentage of Owner-Occupied Units is the number of owner-occupied housing units in a particular geography divided by number of owner-occupied housing units in the area based on 2000 Census information.

Table 5. Geographic Distribution of Multifamily Loans

Geographic Distribution: MULTIFAMILY		Geography: CHICAGO MULTISTATE MA						Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011							
MA/Assessment Area:	Total Multifamily Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total**	% of MF Units***	% USB Loans	% MF Units***	% USB Loans	% MF Units***	% USB Loans	% MF Units***	% USB Loans	Over-all	Low	Mod	Mid	Upp
Full-Review:															
Chicago-Naperville-Joliet	45	88.24	11.65	6.67	24.27	35.56	35.55	37.78	28.53	20.00	1.03	0.66	0.39	1.92	0.55
Lake County-Kenosha County	6	11.76	6.86	16.67	35.78	50.00	39.43	33.33	17.92	0.00	3.17	0.00	4.00	3.70	0.00

Multifamily loan distribution includes Home Purchases, Home Improvement and Refinances.

* Based on 2011 Peer Mortgage Data (USPR).

** Multifamily loans originated and purchased in the MA/AA as a percentage of all multifamily loans originated and purchased in the rated area.

*** Percentage of multifamily units is the number of multifamily housing units in a particular geography divided by number of multifamily housing units in the area based on 2000 Census information.

Table 6. Geographic Distribution of Small Loans to Businesses

Geographic Distribution: SMALL LOANS TO BUSINESSES		Geography: CHICAGO MULTISTATE MA						Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011							
MA/Assessment Area:	Total Small Business Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total **	% of Businesses ***	% USB Loans	% of Businesses ***	% USB Loans	% of Businesses ***	% USB Loans	% of Businesses ***	% USB Loans	Overall	Low	Mod	Mid	Upp
Full-Review:															
Chicago-Naperville-Joliet	18,902	86.87	3.47	1.98	13.74	10.89	37.52	39.22	45.05	47.73	5.44	5.52	5.48	5.78	5.14
Lake County-Kenosha County	2,857	13.13	1.86	1.68	15.86	15.65	36.63	40.71	45.66	41.97	6.30	9.66	8.27	7.91	4.64

* Based on 2011 Peer Small Business Data – US and PR.

** Small loans to businesses originated and purchased in the MA/AA as a percentage of all small loans to businesses originated and purchased in the rated area.

*** Source Data - Dun and Bradstreet (2011).

Table 7. Geographic Distribution of Small Loans to Farms

Geographic Distribution: SMALL LOANS TO FARMS				Geography: CHICAGO MULTISTATE MA				Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011								
MA/Assessment Area:	Total Small Farm Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*					
	#	% of Total**	% of Farms***	% USB Loans	% of Farms***	% USB Loans	% of Farms***	% USB Loans	% of Farms***	% USB Loans	Overall	Low	Mod	Mid	Upp	
Full-Review:																
Chicago-Naperville-Joliet	26	72.22	1.35	0.00	9.60	0.00	46.91	53.85	42.15	46.15	1.97	0.00	0.00	1.40	3.25	
Lake County-Kenosha County	10	27.78	1.16	0.00	18.74	0.00	48.96	90.00	31.15	10.00	3.39	0.00	0.00	4.00	0.00	

* Based on 2011 Peer Small Business Data – US and PR.

** Small loans to farms originated and purchased in the MA/AA as a percentage of all small loans to farms originated and purchased in the rated area.

*** Source Data - Dun and Bradstreet (2011).

Table 8. Borrower Distribution of Home Purchase Loans

Borrower Distribution: HOME PURCHASE		Geography: CHICAGO MULTISTATE MA						Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011							
MA/Assessment Area:	Total Home Purchase Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Market Share*				
	#	% of Total **	% Families ***	% USB Loans ****	% Families ***	% USB Loans ****	% Families ***	% USB Loans ****	% Families ***	% USB Loans ****	Over-all	Low	Mod	Mid	Upp
Full-Review:															
Chicago-Naperville-Joliet	7,575	90.02	20.92	7.90	17.56	24.59	22.00	23.18	39.52	44.33	2.04	1.44	1.88	1.71	2.52
Lake County-Kenosha County	840	9.98	18.97	11.90	18.40	20.58	22.80	19.56	39.82	47.96	2.46	1.33	1.68	2.32	3.58

Data shown includes only one to four-family and manufactured housing (property type 1 or 2).

* Based on 2011 Peer Mortgage Data (USPR).

** Home purchase loans originated and purchased in the MA/AA as a percentage of all home purchase loans originated and purchased in the rated area.

*** Percentage of Families is based on the 2000 Census information.

**** As a percentage of loans with borrower income information available. No information was available for 35.1% of loans originated and purchased by the bank.

Table 9. Borrower Distribution of Home Improvement Loans

Borrower Distribution: HOME IMPROVEMENT		Geography: CHICAGO MULTISTATE MA						Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011							
MA/Assessment Area:	Total Home Improvement Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Market Share*				
	#	% of Total **	% Families ***	% USB Loans ****	% Families ***	% USB Loans ****	% Families ***	% USB Loans ****	% Families ***	% USB Loans ****	Over-all	Low	Mod	Mid	Upp
Full-Review:															
Chicago-Naperville-Joliet	345	85.82	20.92	17.09	17.56	15.82	22.00	23.42	39.52	43.67	3.22	4.46	2.69	2.99	3.24
Lake County-Kenosha County	57	14.18	18.97	16.67	18.40	16.67	22.80	25.93	39.82	40.74	2.81	3.42	2.33	2.78	2.81

Data shown includes only one to four-family and manufactured housing (property type of 1 or 2).

* Based on 2011 Peer Mortgage Data (USPR).

** Home improvement loans originated and purchased in the MA/AA as a percentage of all home improvement loans originated and purchased in the rated area.

*** Percentage of Families is based on the 2000 Census information.

**** As a percentage of loans with borrower income information available. No information was available 8% of loans originated and purchased by the bank.

Table 10. Borrower Distribution of Home Mortgage Refinance Loans

Borrower Distribution: HOME MORTGAGE REFINANCE			Geography: CHICAGO MULTISTATE MA						Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011						
MA/Assessment Area:	Total Home Mortgage Refinance Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Market Share*				
	#	% of Total **	% Families ***	% USB Loans ****	% Families ***	% USB Loans ****	% Families ***	% USB Loans ****	% Families ***	% USB Loans ****	Over-all	Low	Mod	Mid	Upp
Full-Review:															
Chicago-Naperville-Joliet	26,235	88.26	20.92	4.49	17.56	11.59	22.00	22.97	39.52	60.96	3.32	3.07	2.96	3.21	3.47
Lake County-Kenosha County	3,491	11.74	18.97	6.57	18.40	13.25	22.80	24.72	39.82	55.47	3.36	3.61	2.71	3.28	3.53

Data shown includes only one to four-family and manufactured housing (property type 1 or 2).

* Based on 2011 Peer Mortgage Data (USPR).

** Home refinance loans originated and purchased in the MA/AA as a percentage of all home refinance loans originated and purchased in the rated area.

*** Percentage of Families is based on the 2000 Census information.

**** As a percentage of loans with borrower income information available. No information was available for 30.5% of loans originated and purchased by the bank.

Table 11. Borrower Distribution of Small Loans to Businesses

Borrower Distribution: SMALL LOANS TO BUSINESSES					Geography: CHICAGO MULTISTATE MA			Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011	
MA/Assessment Area:	Total Small Loans to Businesses		Businesses With Revenues of \$1 million or less		Loans by Original Amount Regardless of Business Size			Market Share*	
	#	% of Total**	% of Businesses ***	% USB Loans****	\$100,000 or less	>\$100,000 to \$250,000	>\$250,000 to \$1,000,000	All	Rev \$1 Million or Less
Full-Review:									
Chicago-Naperville-Joliet	18,902	86.87	65.07	56.45	95.24	2.25	2.50	5.44	8.19
Lake County-Kenosha County	2,857	13.13	67.00	58.10	95.34	2.38	2.28	6.30	8.88

* Based on 2011 Peer Small Business Data – US and PR.

** Small loans to businesses originated and purchased in the MA/AA as a percentage of all small loans to businesses originated and purchased in the rated area.

*** Businesses with revenues of \$1 million or less as a percentage of all businesses (Source Dun and Bradstreet - 2011).

**** Small loans to businesses with revenues of \$1 million or less as a percentage of all loans reported as small loans to businesses. No information was available for 25.1% of small loans to businesses originated and purchased by the bank.

Table 12. Borrower Distribution of Small Loans to Farms

Borrower Distribution: SMALL LOANS TO FARMS					Geography: CHICAGO MULTISTATE MA			Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011	
MA/Assessment Area:	Total Small Loans to Farms		Farms With Revenues of \$1 million or less		Loans by Original Amount Regardless of Farm Size			Market Share*	
	#	% of Total**	% of Farms***	% USB Loans****	\$100,000 or less	>\$100,000 to \$250,000	>\$250,000 to \$500,000	All	Rev \$1 Million or Less
Full-Review:									
Chicago-Naperville-Joliet	26	72.22	95.02	61.54	88.46	3.85	7.69	1.97	1.26
Lake County-Kenosha County	10	27.78	94.66	80.00	90.00	10.00	0.00	3.39	5.71

* Based on 2011 Peer Small Business Data – US and PR.

** Small loans to farms originated and purchased in the MA/AA as a percentage of all small loans to farms originated and purchased in the rated area.

*** Farms with revenues of \$1 million or less as a percentage of all farms (Source Dun and Bradstreet - 2011).

**** Small loans to farms with revenues of \$1 million or less as a percentage of all loans reported as small loans to farms. No information was available for 30.6% of small loans to farms originated and purchased by the bank.

Table 14. Qualified Investments

QUALIFIED INVESTMENTS		Geography: CHICAGO MULTISTATE MA				Evaluation Period: JANUARY 1, 2009 To MARCH 31, 2012			
MA/Assessment Area:	Prior Period Investments*		Current Period Investments**		Total Investments			Unfunded Commitments***	
	#	\$(000's)	#	\$(000's)	#	\$(000's)	% of Total	#	\$(000's)
Full-Review:									
Chicago-Naperville-Joliet	27	9,690	525	209,895	552	219,584	74.81%	8	43,718
Lake County-Kenosha County	17	2,109	50	4,103	67	6,212	100%	2	19,061

* 'Prior Period Investments' means investments made in a previous evaluation period that are outstanding as of the examination date.

** The evaluation period for current period investments is January 1, 2009 to March 31, 2012.

*** 'Unfunded Commitments' means legally binding investment commitments that are tracked and recorded by the institution's financial reporting system.

Table 15. Distribution of Branch Delivery System and Branch Openings/Closings

DISTRIBUTION OF BRANCH DELIVERY SYSTEM/BRANCH OPENINGS/CLOSINGS Geography: CHICAGO MULTISTATE MA																	
Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011																	
MA/Assessment Area:	Deposits	Branches						Branch Openings/Closings						Population			
	% of Rated Area Deposits in AA	# of USB Branches	% of Rated Area Branches in AA	Location of Branches by Income of Geographies (%)				# of Branch Openings	# of Branch Closings	Net change in Location of Branches (+ or -)				% of Population within Each Geography			
				Low	Mod	Mid	Upp			Low	Mod	Mid	Upp	Low	Mod	Mid	Upp
Full-Review:																	
Chicago-Naperville-Joliet	93.30	78	88.64	5.13	16.67	35.90	42.31	6	3	0	3	0	0	7.98	23.66	38.77	29.58
Lake County-Kenosha County	6.70	10	11.36	0	40.00	30.00	30.00	1	0	0	0	0	1	3.53	27.25	37.38	31.84

Table 1. Lending Volume

LENDING VOLUME												
Geography: OTHER MULTISTATE												
Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011												
MA/Assessment Area:	% of Rated Area Loans (#) in MA/AA*	Home Mortgage		Small Loans to Businesses		Small Loans to Farms		Community Development Loans**		Total Reported Loans		% of Rated Area Deposits in MA/AA***
		#	\$(000's)	#	\$(000's)	#	\$(000's)	#	\$(000's)	#	\$(000's)	
Full-Review:												
Cincinnati-Middletown	100.00	15,101	2,296,844	16,080	554,872	172	6,749	55	123,945	31,408	2,982,410	100.00
Clarksville	100.00	1,609	226,100	1,010	37,318	108	15,933	5	4,338	2,732	283,689	100.00
Davenport-Moline-Rock Island	100.00	4,686	625,885	2,271	120,556	56	5,824	8	33,455	7,021	785,720	100.00
Fargo	100.00	2,018	311,360	547	36,867	11	878	3	7,376	2,579	356,481	100.00
Grand Forks	100.00	758	108,828	1,043	21,157	92	7,090	4	7,495	1,897	144,570	100.00
Kansas City	100.00	16,620	2,904,574	9,237	370,408	205	24,599	24	77,104	26,086	3,376,685	100.00
Lewiston	100.00	761	98,275	582	29,881	41	6,446	4	1,902	1,388	136,504	100.00
Logan	100.00	1,292	216,151	281	7,277	107	8,682	3	164	1,683	232,274	100.00
Louisville	100.00	5,424	835,571	2,288	102,663	12	271	11	66,408	7,735	1,004,913	100.00
Minneapolis-St. Paul-Bloomington	100.00	48,648	9,735,859	43,622	1,217,193	53	2,250	61	284,355	92,384	11,239,657	100.00
Omaha-Council Bluffs	100.00	9,139	1,315,049	4,910	200,494	317	33,169	12	25,628	14,378	1,574,340	100.00
Portland-Vancouver-Beaverton	100.00	13,501	2,811,448	27,305	863,591	139	5,125	63	138,320	41,008	3,818,484	100.00
St. Louis	100.00	40,579	7,014,651	20,017	574,887	356	34,865	44	159,749	60,996	7,784,152	100.00

* Loan Data as of December 31, 2011. Rated area refers to either the state or multistate MA rating area.

** The evaluation period for Community Development Loans is from January 1, 2009 to March 31, 2012.

*** Deposit Data as of June 30, 2011. Rated Area refers to the state, multistate MA, or institution, as appropriate.

Table 2. Geographic Distribution of Home Purchase Loans

Geographic Distribution: HOME PURCHASE			Geography: OTHER MULTISTATE						Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011						
MA/Assessment Area:	Total Home Purchase Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total**	% Owner Occ Units***	% USB Loans	% Owner Occ Units***	% USB Loans	% Owner Occ Units***	% USB Loans	% Owner Occ Units***	% USB Loans	Over-all	Low	Mod	Mid	Upp
Full-Review:															
Cincinnati-Middletown	5,480	100.00	2.23	1.64	16.26	14.23	51.49	54.64	30.02	29.49	6.80	7.24	8.14	7.29	5.73
Clarksville	566	100.00	NA	NA	10.53	6.01	59.46	63.43	30.01	30.57	1.90	NA	1.00	1.58	2.85
Davenport-Moline-Rock Island	1,726	100.00	1.27	0.81	14.63	10.78	59.83	57.13	24.27	31.29	9.42	6.90	10.87	9.97	8.23
Fargo	876	100.00	NA	NA	8.26	4.45	72.89	62.67	18.86	32.88	9.18	NA	6.08	9.15	9.69
Grand Forks	235	100.00	0.09	0.43	1.58	2.13	75.52	65.11	22.81	32.34	6.98	0.00	14.29	7.17	6.39
Kansas City	6,154	100.00	3.16	0.52	16.58	10.82	47.61	46.04	32.65	42.62	8.07	6.21	10.21	8.30	7.52
Lewiston	114	100.00	NA	NA	13.34	16.67	45.98	40.35	40.68	42.98	3.03	NA	1.89	3.61	2.87
Logan	212	100.00	0.27	0.00	17.81	19.34	50.26	42.92	31.66	37.74	5.25	0.00	5.09	4.76	5.97
Louisville	1,989	100.00	2.05	0.65	16.73	14.23	48.63	46.30	32.59	38.81	4.10	1.08	4.95	3.66	4.46
Minneapolis-St. Paul-Bloomington	15,911	100.00	1.52	2.27	13.14	15.49	56.62	54.77	28.72	27.48	11.71	15.34	13.72	11.38	11.31
Omaha-Council Bluffs	3,740	100.00	1.05	0.29	20.44	17.49	49.98	50.72	28.54	31.50	9.97	3.70	13.84	10.89	7.99
Portland-Vancouver-Beaverton	2,656	100.00	0.71	0.56	15.28	16.42	55.67	50.56	28.34	32.45	3.12	2.05	2.90	2.98	3.49
St. Louis	10,326	100.00	3.06	1.74	17.77	13.71	51.81	54.79	27.36	29.71	8.09	10.27	8.34	8.36	7.52

Data shown includes only one to four-family and manufactured housing (property type 1 or 2). Distributions may not total 100% in markets with NA tracts (St. Louis).

* Based on 2011 Peer Mortgage Data (USPR).

** Home purchase loans originated and purchased in the MA/AA as a percentage of all home purchase loans originated and purchased in the rated area.

*** Percentage of Owner-Occupied Units is the number of owner-occupied housing units in a particular geography divided by the number of owner-occupied housing units in the area based on 2000 Census information.

Table 3. Geographic Distribution of Home Improvement Loans

Geographic Distribution: HOME IMPROVEMENT			Geography: OTHER MULTISTATE						Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011						
MA/Assessment Area:	Total Home Improvement Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total**	% Owner Occ Units***	% USB Loans	% Owner Occ Units***	% USB Loans	% Owner Occ Units***	% USB Loans	% Owner Occ Units***	% USB Loans	Overall	Low	Mod	Mid	Upp
Full-Review:															
Cincinnati-Middletown	543	100.00	2.23	1.84	16.26	15.29	51.49	51.01	30.02	31.86	10.91	11.11	7.25	11.45	12.06
Clarksville	72	100.00	NA	NA	10.53	11.11	59.46	56.94	30.01	31.94	7.06	NA	6.25	8.70	4.71
Davenport-Moline-Rock Island	113	100.00	1.27	0.00	14.63	23.01	59.83	43.36	24.27	33.63	4.50	0.00	6.00	4.02	4.89
Fargo	20	100.00	NA	NA	8.26	5.00	72.89	70.00	18.86	25.00	2.59	NA	2.33	2.58	2.68
Grand Forks	36	100.00	0.09	0.00	1.58	2.78	75.52	66.67	22.81	30.56	5.53	0.00	0.00	5.00	6.67
Kansas City	279	100.00	3.16	2.87	16.58	12.90	47.61	45.52	32.65	38.71	7.57	11.43	9.04	7.11	7.57
Lewiston	63	100.00	NA	NA	13.34	14.29	45.98	44.44	40.68	41.27	30.11	NA	28.57	22.58	35.42
Logan	10	100.00	0.27	0.00	17.81	20.00	50.26	60.00	31.66	20.00	3.09	0.00	10.00	2.08	2.56
Louisville	144	100.00	2.05	0.69	16.73	8.33	48.63	45.83	32.59	45.14	4.30	0.00	2.78	3.73	5.90
Minneapolis-St. Paul-Bloomington	756	100.00	1.52	1.85	13.14	9.92	56.62	52.51	28.72	35.71	8.63	8.33	7.51	7.82	10.37
Omaha-Council Bluffs	212	100.00	1.05	0.00	20.44	16.04	49.98	48.11	28.54	35.85	4.70	0.00	4.13	4.88	4.83
Portland-Vancouver-Beaverton	476	100.00	0.71	0.42	15.28	14.92	55.67	60.08	28.34	24.58	10.71	11.11	11.86	11.20	9.40
St. Louis	633	100.00	3.06	1.11	17.77	13.27	51.81	52.29	27.36	33.33	9.00	0.00	6.81	8.16	12.69

Data shown includes only one to four-family and manufactured housing (property type 1 or 2).

* Based on 2011 Peer Mortgage Data (USPR).

** Home improvement loans originated and purchased in the MA/AA as a percentage of all home improvement loans originated and purchased in the rated area.

*** Percentage of Owner-Occupied Units is the number of owner-occupied housing units in a particular geography divided by number of owner-occupied housing units in the area based on 2000 Census information.

Table 4. Geographic Distribution of Home Mortgage Refinance Loans

Geographic Distribution: HOME MORTGAGE REFINANCE			Geography: OTHER MULTISTATE						Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011						
MA/Assessment Area:	Total Home Mortgage Refinance Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total**	% Owner Occ Units***	% USB Loans	% Owner Occ Units***	% USB Loans	% Owner Occ Units***	% USB Loans	% Owner Occ Units***	% USB Loans	Over-all	Low	Mod	Mid	Upp
Full-Review:															
Cincinnati-Middletown	9,022	100.00	2.23	0.79	16.26	9.50	51.49	43.85	30.02	45.87	5.80	6.11	8.09	6.05	5.22
Clarksville	967	100.00	NA	NA	10.53	3.00	59.46	57.08	30.01	39.92	5.80	NA	4.52	5.12	7.18
Davenport-Moline-Rock Island	2,832	100.00	1.27	0.14	14.63	6.67	59.83	49.44	24.27	43.75	9.08	1.89	8.30	8.94	9.50
Fargo	1,114	100.00	NA	NA	8.26	2.78	72.89	63.82	18.86	33.39	7.76	NA	5.13	7.80	8.06
Grand Forks	479	100.00	0.09	0.42	1.58	1.46	75.52	66.81	22.81	31.32	11.13	0.00	0.00	11.52	10.94
Kansas City	10,153	100.00	3.16	0.52	16.58	5.22	47.61	36.12	32.65	58.14	6.84	10.89	7.08	6.54	6.99
Lewiston	584	100.00	NA	NA	13.34	10.79	45.98	43.32	40.68	45.89	13.96	NA	12.32	16.09	12.41
Logan	1,070	100.00	0.27	0.19	17.81	13.36	50.26	44.39	31.66	42.06	13.38	25.00	13.56	12.87	13.88
Louisville	3,280	100.00	2.05	0.43	16.73	6.13	48.63	36.34	32.59	57.10	4.03	1.64	2.89	3.77	4.48
Minneapolis-St. Paul-Bloomington	31,932	100.00	1.52	0.60	13.14	7.17	56.62	51.63	28.72	40.60	13.08	11.91	13.01	12.60	13.75
Omaha-Council Bluffs	5,175	100.00	1.05	0.04	20.44	10.82	49.98	45.47	28.54	43.67	8.11	0.00	10.97	8.52	7.26
Portland-Vancouver-Beaverton	10,301	100.00	0.71	0.51	15.28	13.12	55.67	52.63	28.34	33.74	6.32	4.11	7.04	6.44	5.94
St. Louis	29,529	100.00	3.06	0.57	17.77	6.82	51.81	47.07	27.36	45.54	9.37	10.20	8.77	8.99	9.86

Data shown includes only one to four-family and manufactured housing (property type 1 or 2).

* Based on 2011 Peer Mortgage Data (USPR).

** Home mortgage refinance loans originated and purchased in the MA/AA as a percentage of all home mortgage refinance loans originated and purchased in the rated area.

*** Percentage of Owner-Occupied Units is the number of owner-occupied housing units in a particular geography divided by number of owner-occupied housing units in the area based on 2000 Census information.

Table 5. Geographic Distribution of Multifamily Loans

Geographic Distribution: MULTIFAMILY		Geography: OTHER MULTISTATE								Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011					
MA/Assessment Area:	Total Multifamily Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total**	% of MF Units***	% USB Loans	% MF Units***	% USB Loans	% MF Units***	% USB Loans	% MF Units***	% USB Loans	Over-all	Low	Mod	Mid	Upp
Full-Review:															
Cincinnati-Middletown	56	100.00	17.21	17.86	22.93	30.36	43.76	33.93	16.03	17.86	15.09	33.33	17.24	11.11	11.54
Clarksville	4	100.00	NA	NA	30.43	0.00	52.69	100.0	16.88	0.00	9.09	NA	0.00	11.43	0.00
Davenport-Moline-Rock Island	15	100.00	5.90	6.67	20.24	46.67	50.16	26.67	23.70	20.00	7.69	9.09	8.70	0.00	21.43
Fargo	8	100.00	NA	NA	30.13	62.50	60.36	25.00	9.51	12.50	1.85	NA	0.00	1.59	4.76
Grand Forks	8	100.00	7.01	0.00	3.65	0.00	80.23	100.0	9.11	0.00	27.78	0.00	0.00	33.33	0.00
Kansas City	34	100.00	7.02	8.82	27.98	32.35	45.98	47.06	19.01	11.76	9.33	28.57	8.70	10.96	0.00
Lewiston	0	100.00	NA	NA	39.46	0.00	31.28	0.00	29.25	0.00	0.00	NA	0.00	0.00	0.00
Logan	0	100.00	24.45	0.00	65.36	0.00	8.26	0.00	1.93	0.00	0.00	0.00	0.00	0.00	0.00
Louisville	11	100.00	10.39	0.00	27.86	45.45	37.85	36.36	23.90	18.18	5.26	0.00	5.56	8.57	0.00
Minneapolis-St. Paul-Bloomington	49	100.00	9.92	18.37	29.30	36.73	47.04	34.69	13.74	10.20	4.18	7.14	4.20	3.33	3.45
Omaha-Council Bluffs	12	100.00	1.85	0.00	30.85	41.67	52.76	41.67	14.54	16.67	3.23	0.00	1.52	6.00	0.00
Portland-Vancouver-Beaverton	68	100.00	3.45	4.41	34.92	48.53	43.32	36.76	18.32	10.29	7.74	12.50	8.76	7.69	2.50
St. Louis	91	100.00	10.69	7.69	20.27	35.16	47.89	48.35	21.08	8.79	9.70	12.50	22.67	3.62	5.13

Multifamily loan distribution includes Home Purchases, Home Improvement and Refinances. Distributions may not total 100% in markets with NA tracts (Cincinnati, St. Louis).

* Based on 2011 Peer Mortgage Data (USPR).

** Multifamily loans originated and purchased in the MA/AA as a percentage of all multifamily loans originated and purchased in the rated area.

*** Percentage of multifamily units is the number of multifamily housing units in a particular geography divided by number of multifamily housing units in the area based on 2000 Census information.

Table 6. Geographic Distribution of Small Loans to Businesses

Geographic Distribution: SMALL LOANS TO BUSINESSES												Geography: OTHER MULTISTATE				Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011				
MA/Assessment Area:	Total Small Business Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*									
	#	% of Total **	% of Businesses ***	% USB Loans	% of Businesses ***	% USB Loans	% of Businesses ***	% USB Loans	% of Businesses ***	% USB Loans	Overall	Low	Mod	Mid	Upp					
Full-Review:																				
Cincinnati-Middletown	16,080	100.00	4.37	4.09	16.60	16.67	47.63	45.00	30.78	33.41	19.58	21.13	21.83	19.34	17.98					
Clarksville	1,010	100.00	NA	NA	22.61	15.54	51.73	51.19	25.66	33.27	18.22	NA	15.74	18.54	18.84					
Davenport-Moline-Rock Island	2,271	100.00	4.82	6.91	16.75	13.78	50.04	42.80	28.39	36.50	20.22	18.12	14.32	20.60	23.19					
Fargo	547	100.00	NA	NA	22.48	26.14	58.95	59.96	18.56	13.89	25.97	NA	22.50	21.06	37.14					
Grand Forks	1,043	100.00	2.34	3.26	3.17	2.88	70.60	65.68	23.89	28.19	33.78	56.00	16.67	29.87	28.28					
Kansas City	9,237	100.00	2.91	2.73	14.37	15.75	41.86	39.31	40.07	40.90	13.86	17.38	17.90	13.48	12.65					
Lewiston	582	100.00	NA	NA	30.61	37.11	37.25	32.99	32.14	29.90	17.01	NA	18.97	17.22	15.00					
Logan	281	100.00	1.18	1.07	25.32	18.15	42.82	64.41	30.68	16.37	5.68	20.00	4.09	7.87	2.98					
Louisville	2,288	100.00	3.38	2.67	20.26	18.79	36.93	32.52	39.42	46.02	5.64	3.93	6.10	5.34	5.70					
Minneapolis-St. Paul-Bloomington	43,622	100.00	3.25	3.00	13.44	13.33	54.44	51.57	28.74	32.08	23.87	26.37	27.68	23.63	22.66					
Omaha-Council Bluffs	4,910	100.00	1.57	0.88	17.90	19.96	47.36	48.59	33.17	30.57	15.86	16.94	20.70	16.24	13.06					
Portland-Vancouver-Beaverton	27,305	100.00	3.87	4.41	19.29	19.37	47.65	48.17	29.18	28.04	20.43	25.46	20.80	20.36	18.17					
St. Louis	20,017	100.00	3.92	3.48	16.34	14.62	46.78	45.96	32.69	35.59	18.60	22.25	20.74	18.07	17.68					

* Based on 2011 Peer Small Business Data – US and PR.

** Small loans to businesses originated and purchased in the MA/AA as a percentage of all small loans to businesses originated and purchased in the rated area.

*** Source Data - Dun and Bradstreet (2011).

Table 7. Geographic Distribution of Small Loans to Farms

Geographic Distribution: SMALL LOANS TO FARMS			Geography: OTHER MULTISTATE						Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011						
MA/Assessment Area:	Total Small Farm Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total**	% of Farms***	% USB Loans	% of Farms***	% USB Loans	% of Farms***	% USB Loans	% of Farms***	% USB Loans	Overall	Low	Mod	Mid	Upp
Full-Review:															
Cincinnati-Middletown	172	100.00	1.00	0.00	16.57	66.28	57.98	24.42	24.37	9.30	17.65	0.00	34.38	6.12	0.00
Clarksville	108	100.00	NA	NA	9.16	5.56	58.42	78.70	32.43	15.74	44.93	NA	37.50	53.49	29.41
Davenport-Moline-Rock Island	56	100.00	0.59	0.00	7.07	1.79	67.23	28.57	25.11	69.64	12.84	0.00	7.14	4.60	31.11
Fargo	11	100.00	NA	NA	5.37	0.00	83.08	54.55	11.55	45.45	0.30	NA	0.00	0.16	1.92
Grand Forks	92	100.00	0.10	0.00	0.58	0.00	79.51	44.57	19.81	55.43	1.42	0.00	0.00	1.30	2.53
Kansas City	205	100.00	0.85	0.00	12.35	27.80	53.11	60.00	33.48	11.22	10.42	0.00	15.60	9.25	6.78
Lewiston	41	100.00	NA	NA	14.89	7.32	56.03	36.59	29.08	56.10	12.50	NA	0.00	5.56	27.03
Logan	107	100.00	0.00	0.00	9.12	0.00	69.12	100.0	21.76	0.00	24.03	0.00	0.00	26.72	0.00
Louisville	12	100.00	1.17	0.00	10.06	0.00	49.13	41.67	39.64	58.33	11.43	0.00	0.00	9.38	15.15
Minneapolis-St. Paul-Bloomington	53	100.00	0.58	0.00	6.89	11.32	68.99	67.92	23.52	20.75	1.92	0.00	11.76	1.61	1.19
Omaha-Council Bluffs	317	100.00	0.31	0.00	7.03	2.84	66.44	94.32	26.22	2.84	17.78	0.00	21.43	21.18	2.53
Portland-Vancouver-Beaverton	139	100.00	1.69	2.16	10.28	2.16	62.98	71.94	25.05	23.74	6.19	50.00	0.00	6.13	6.93
St. Louis	356	100.00	0.86	0.56	10.76	9.27	67.31	83.99	21.05	6.18	12.50	100.0	17.65	11.93	13.21

* Based on 2011 Peer Small Business Data – US and PR.

** Small loans to farms originated and purchased in the MA/AA as a percentage of all small loans to farms originated and purchased in the rated area.

*** Source Data - Dun and Bradstreet (2011).

Table 8. Borrower Distribution of Home Purchase Loans

Borrower Distribution: HOME PURCHASE			Geography: OTHER MULTISTATE				Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011					Market Share*				
MA/Assessment Area:	Total Home Purchase Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers							
	#	% of Total **	% Families ***	% USB Loans ****	% Families ***	% USB Loans ****	% Families ***	% USB Loans ****	% Families ***	% USB Loans ****	Over-all	Low	Mod	Mid	Upp	
Full-Review:																
Cincinnati-Middletown	5,480	100.00	19.07	18.80	18.44	29.87	23.17	21.87	39.33	29.47	2.94	2.90	3.14	2.41	3.19	
Clarksville	566	100.00	17.38	4.98	20.10	23.38	23.76	34.33	38.76	37.31	1.12	2.00	1.08	1.02	1.18	
Davenport-Moline-Rock Island	1,726	100.00	19.02	19.69	18.56	30.89	23.93	25.65	38.49	23.76	8.86	12.32	10.31	8.58	6.36	
Fargo	876	100.00	17.69	13.58	18.73	27.87	26.50	26.98	37.08	31.57	6.14	7.69	6.10	6.80	5.16	
Grand Forks	235	100.00	17.59	7.46	19.53	26.12	25.02	30.60	37.85	35.82	4.96	4.85	6.49	3.85	4.79	
Kansas City	6,154	100.00	18.31	14.49	18.63	27.49	23.58	23.58	39.48	34.45	4.05	3.76	3.87	3.76	4.55	
Lewiston	114	100.00	18.86	9.41	19.63	30.59	21.00	18.82	40.51	41.18	2.88	3.64	4.40	2.19	2.09	
Logan	212	100.00	16.92	5.00	20.71	15.00	24.02	25.00	38.35	55.00	0.64	0.00	0.37	0.47	1.43	
Louisville	1,989	100.00	20.15	28.00	17.87	32.62	22.55	15.61	39.44	23.78	3.52	6.61	3.39	2.29	2.94	
Minneapolis-St. Paul-Bloomington	15,911	100.00	17.02	21.59	18.92	30.45	26.36	20.47	37.71	27.50	5.80	5.38	5.57	5.47	6.61	
Omaha-Council Bluffs	3,740	100.00	17.50	18.98	19.17	30.80	24.41	25.25	38.92	24.97	4.62	7.07	4.55	5.04	3.51	
Portland-Vancouver-Beaverton	2,656	100.00	18.33	9.25	19.17	23.72	23.60	22.70	38.90	44.32	2.12	2.13	2.02	1.57	2.55	
St. Louis	10,326	100.00	19.50	18.44	18.44	30.36	22.60	23.13	39.47	28.08	4.85	5.59	5.03	4.76	4.41	

Data shown includes only one to four-family and manufactured housing (property type 1 or 2).

* Based on 2011 Peer Mortgage Data (USPR).

** Home purchase loans originated and purchased in the MA/AA as a percentage of all home purchase loans originated and purchased in the rated area.

*** Percentage of Families is based on the 2000 Census information.

**** As a percentage of loans with borrower income information available. No information was available for 54.9%, 64.5%, 20.3%, 35.3%, 43.0%, 56.4%, 25.4%, 90.6%, 24.9%, 47.9%, 51.8%, 33.7%, and 44.1% of loans originated and purchased by the bank in the Multistate MAs, respectively.

Table 9. Borrower Distribution of Home Improvement Loans

Borrower Distribution: HOME IMPROVEMENT			Geography: OTHER MULTISTATE								Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011				
MA/Assessment Area:	Total Home Improvement Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Market Share*				
	#	% of Total **	% Families ***	% USB Loans ****	% Families ***	% USB Loans ****	% Families ***	% USB Loans ****	% Families ***	% USB Loans ****	Over-all	Low	Mod	Mid	Upp
Full-Review:															
Cincinnati-Middletown	543	100.00	19.07	12.43	18.44	22.98	23.17	25.42	39.33	39.17	11.13	9.38	9.50	10.27	13.44
Clarksville	72	100.00	17.38	19.72	20.10	15.49	23.76	29.58	38.76	35.21	7.56	13.04	6.98	8.62	6.14
Davenport-Moline-Rock Island	113	100.00	19.02	22.86	18.56	23.81	23.93	26.67	38.49	26.67	4.39	7.53	4.38	2.99	3.98
Fargo	20	100.00	17.69	23.08	18.73	38.46	26.50	23.08	37.08	15.38	1.47	2.04	3.64	1.31	0.43
Grand Forks	36	100.00	17.59	5.71	19.53	25.71	25.02	34.29	37.85	34.29	5.24	9.09	8.51	5.77	2.25
Kansas City	279	100.00	18.31	19.22	18.63	24.31	23.58	23.14	39.48	33.33	8.26	13.64	9.38	9.59	5.77
Lewiston	63	100.00	18.86	14.29	19.63	25.40	21.00	31.75	40.51	28.57	31.82	33.33	47.06	33.33	23.68
Logan	10	100.00	16.92	33.33	20.71	16.67	24.02	16.67	38.35	33.33	2.11	10.00	7.69	0.00	0.00
Louisville	144	100.00	20.15	15.33	17.87	24.09	22.55	27.01	39.44	33.58	4.49	2.73	5.81	4.80	4.24
Minneapolis-St. Paul-Bloomington	756	100.00	17.02	17.29	18.92	24.29	26.36	25.71	37.71	32.71	8.93	9.58	9.25	8.96	8.45
Omaha-Council Bluffs	212	100.00	17.50	18.09	19.17	27.14	24.41	22.61	38.92	32.16	4.75	7.87	4.88	3.94	4.28
Portland-Vancouver-Beaverton	476	100.00	18.33	15.48	19.17	26.67	23.60	25.38	38.90	32.47	11.20	20.14	16.34	8.70	8.63
St. Louis	633	100.00	19.50	17.73	18.44	22.17	22.60	24.96	39.47	35.14	9.45	10.86	9.34	9.91	8.80

Data shown includes only one to four-family and manufactured housing (property type of 1 or 2).

* Based on 2011 Peer Mortgage Data (USPR).

** Home improvement loans originated and purchased in the MA/AA as a percentage of all home improvement loans originated and purchased in the rated area.

*** Percentage of Families is based on the 2000 Census information.

**** As a percentage of loans with borrower income information available. No information was available for 2.2%, 1.4%, 7.1%, 35.0%, 2.8%, 8.6%, 0.0%, 40.0%, 4.9%, 7.4%, 6.1%, 2.3%, and 3.8% of loans originated and purchased by the bank in the Multistate MAs, respectively.

Table 10. Borrower Distribution of Home Mortgage Refinance Loans

Borrower Distribution: HOME MORTGAGE REFINANCE			Geography: OTHER MULTISTATE						Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011						
MA/Assessment Area:	Total Home Mortgage Refinance Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Market Share*				
	#	% of Total **	% Families ***	% USB Loans ****	% Families ***	% USB Loans ****	% Families ***	% USB Loans ****	% Families ***	% USB Loans ****	Over-all	Low	Mod	Mid	Upp
Full-Review:															
Cincinnati-Middletown	9,022	100.00	19.07	10.08	18.44	19.90	23.17	22.69	39.33	47.34	5.71	9.65	6.55	5.70	4.91
Clarksville	967	100.00	17.38	8.33	20.10	20.37	23.76	28.15	38.76	43.15	6.41	9.52	8.98	6.92	5.11
Davenport-Moline-Rock Island	2,832	100.00	19.02	9.05	18.56	20.99	23.93	24.73	38.49	45.22	8.51	9.76	10.05	8.18	7.89
Fargo	1,114	100.00	17.69	6.96	18.73	21.81	26.50	29.30	37.08	41.92	5.60	7.66	5.80	4.44	5.97
Grand Forks	479	100.00	17.59	6.21	19.53	23.37	25.02	24.85	37.85	45.56	9.49	7.69	13.33	8.82	8.80
Kansas City	10,153	100.00	18.31	8.17	18.63	19.49	23.58	25.09	39.48	47.25	6.65	8.79	7.19	6.32	6.34
Lewiston	584	100.00	18.86	7.07	19.63	22.40	21.00	26.92	40.51	43.61	14.93	18.33	18.58	15.73	12.79
Logan	1,070	100.00	16.92	5.02	20.71	17.15	24.02	35.15	38.35	42.68	4.90	6.19	4.41	4.33	5.37
Louisville	3,280	100.00	20.15	7.92	17.87	18.61	22.55	24.98	39.44	48.49	4.04	4.44	3.88	4.28	3.89
Minneapolis-St. Paul-Bloomington	31,932	100.00	17.02	10.34	18.92	21.67	26.36	26.09	37.71	41.90	12.58	15.49	13.60	12.06	11.94
Omaha-Council Bluffs	5,175	100.00	17.50	10.70	19.17	22.38	24.41	25.53	38.92	41.39	7.30	11.94	9.56	7.81	5.58
Portland-Vancouver-Beaverton	10,301	100.00	18.33	10.28	19.17	20.63	23.60	26.19	38.90	42.91	6.73	10.72	8.35	6.53	5.72
St. Louis	29,529	100.00	19.50	7.83	18.44	20.25	22.60	25.59	39.47	46.33	8.93	11.13	10.58	9.41	7.90

Data shown includes only one to four-family and manufactured housing (property type 1 or 2).

* Based on 2011 Peer Mortgage Data (USPR).

** Home refinance loans originated and purchased in the MA/AA as a percentage of all home refinance loans originated and purchased in the rated area.

*** Percentage of Families is based on the 2000 Census information.

**** As a percentage of loans with borrower income information available. No information was available for 17.0%, 44.2%, 30.2%, 31.7%, 29.4%, 27.8%, 12.8%, 77.7%, 25.3%, 21.1%, 26.5%, 16.8%, and 26.6% of loans originated and purchased by the bank in the Multistate MAs, respectively.

Table 11. Borrower Distribution of Small Loans to Businesses

Borrower Distribution: SMALL LOANS TO BUSINESSES					Geography: OTHER MULTISTATE			Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011	
MA/Assessment Area:	Total Small Loans to Businesses		Businesses With Revenues of \$1 million or less		Loans by Original Amount Regardless of Business Size			Market Share*	
	#	% of Total**	% of Businesses ***	% USB Loans****	\$100,000 or less	>\$100,000 to \$250,000	>\$250,000 to \$1,000,000	All	Rev \$1 Million or Less
Full-Review:									
Cincinnati-Middletown	16,080	100.00	66.02	61.23	93.95	2.70	3.35	19.58	24.46
Clarksville	1,010	100.00	70.12	72.67	91.39	5.15	3.47	18.22	27.72
Davenport-Moline-Rock Island	2,271	100.00	65.75	55.83	90.49	3.26	6.25	20.22	21.25
Fargo	547	100.00	68.65	45.89	86.11	5.30	8.59	25.97	18.30
Grand Forks	1,043	100.00	68.55	40.46	96.74	2.01	1.25	33.78	26.17
Kansas City	9,237	100.00	65.99	57.61	92.71	3.10	4.19	13.86	17.38
Lewiston	582	100.00	72.10	65.12	88.66	6.87	4.47	17.01	19.66
Logan	281	100.00	71.84	59.79	94.66	3.56	1.78	5.68	8.73
Louisville	2,288	100.00	67.32	68.58	91.65	3.50	4.85	5.64	8.24
Minneapolis-St. Paul-Bloomington	43,622	100.00	68.70	51.84	95.91	1.43	2.67	23.87	20.59
Omaha-Council Bluffs	4,910	100.00	67.02	56.60	92.40	3.56	4.03	15.86	18.12
Portland-Vancouver-Beaverton	27,305	100.00	66.82	56.97	95.09	1.76	3.15	20.43	23.10
St. Louis	20,017	100.00	65.76	63.63	95.13	2.42	2.45	18.60	25.05

* Based on 2011 Peer Small Business Data – US and PR.

** Small loans to businesses originated and purchased in the MA/AA as a percentage of all small loans to businesses originated and purchased in the rated area.

*** Businesses with revenues of \$1 million or less as a percentage of all businesses (Source Dun and Bradstreet - 2011).

**** Small loans to businesses with revenues of \$1 million or less as a percentage of all loans reported as small loans to businesses. No information was available for 25.4%, 19.2%, 22.4%, 33.6%, 39.8%, 24.6%, 21.3%, 32.7%, 19.2%, 32.0%, 23.7%, 28.5%, and 22.1% of small loans to businesses originated and purchased by the bank in the Multistate MAs, respectively.

Table 12. Borrower Distribution of Small Loans to Farms

Borrower Distribution: SMALL LOANS TO FARMS					Geography: OTHER MULTISTATE			Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011		
MA/Assessment Area:	Total Small Loans to Farms		Farms With Revenues of \$1 million or less		Loans by Original Amount Regardless of Farm Size			Market Share*		
	#	% of Total**	% of Farms***	% USB Loans****	\$100,000 or less	>\$100,000 to \$250,000	>\$250,000 to \$500,000	All	Rev \$1 Million or Less	
Full-Review:										
Cincinnati-Middletown	172	100.00	97.94	91.86	91.28	6.98	1.74	17.65	21.97	
Clarksville	108	100.00	98.76	92.59	52.78	28.70	18.52	44.93	49.12	
Davenport-Moline-Rock Island	56	100.00	97.93	87.50	67.86	25.00	7.14	12.84	16.67	
Fargo	11	100.00	97.31	72.73	72.73	27.27	0.00	0.30	0.45	
Grand Forks	92	100.00	97.38	29.35	77.17	16.30	6.52	1.42	0.22	
Kansas City	205	100.00	97.07	90.24	61.46	26.83	11.71	10.42	10.82	
Lewiston	41	100.00	98.58	75.61	51.22	29.27	19.51	12.50	11.76	
Logan	107	100.00	98.24	90.65	85.05	6.54	8.41	24.03	28.87	
Louisville	12	100.00	98.08	100.0	100.0	0.00	0.00	11.43	15.09	
Minneapolis-St. Paul-Bloomington	53	100.00	97.22	67.92	86.79	7.55	5.66	1.92	1.60	
Omaha-Council Bluffs	317	100.00	98.40	88.64	63.09	27.44	9.46	17.78	15.03	
Portland-Vancouver-Beaverton	139	100.00	96.20	77.70	88.49	10.79	0.72	6.19	8.24	
St. Louis	356	100.00	97.78	87.64	66.57	25.56	7.87	12.50	12.88	

* Based on 2011 Peer Small Business Data – US and PR.

** Small loans to farms originated and purchased in the MA/AA as a percentage of all small loans to farms originated and purchased in the rated area.

*** Farms with revenues of \$1 million or less as a percentage of all farms (Source Dun and Bradstreet - 2011).

**** Small loans to farms with revenues of \$1 million or less as a percentage of all loans reported as small loans to farms. No information was available for 3.5%, 0.9%, 7.1%, 0.1%, 15.2%, 8.8%, 7.3%, 2.8%, 0.0%, 20.8%, 7.9%, 15.1%, and 7.6% of small loans to farms originated and purchased by the bank in the Multistate MAs, respectively.

Table 14. Qualified Investments

QUALIFIED INVESTMENTS		Geography: OTHER MULTISTATE				Evaluation Period: JANUARY 1, 2009 To MARCH 31, 2012			
MA/Assessment Area:	Prior Period Investments*		Current Period Investments**		Total Investments			Unfunded Commitments***	
	#	\$(000's)	#	\$(000's)	#	\$(000's)	% of Total	#	\$(000's)
Full-Review:									
Cincinnati-Middletown	123	30,613	331	85,335	454	115,948	100%	5	10,791
Clarksville	13	1,303	16	2,306	29	3,609	100%	0	0
Davenport-Moline-Rock Island	16	3,774	32	20,675	48	24,449	100%	1	1
Fargo	8	1,253	64	5,367	72	6,620	100%	0	0
Grand Forks	11	665	33	8,715	44	9,380	100%	1	3,925
Kansas City	37	27,729	251	127,836	288	155,565	100%	17	23,495
Lewiston	8	288	15	3,058	23	3,346	100%	0	0
Logan	4	119	2	226	6	345	100%	0	0
Louisville	22	8,948	65	59,591	87	68,539	100%	5	59
Minneapolis-St. Paul-Bloomington	103	56,396	630	202,005	733	258,401	100%	21	51,045
Omaha-Council Bluffs	31	23,440	329	31,192	360	54,631	100%	10	8,330
Portland-Vancouver-Beaverton	61	22,197	434	110,882	495	133,079	100%	15	20,443
St. Louis	73	78,995	711	461,394	784	540,388	100%	62	59,752

* 'Prior Period Investments' means investments made in a previous evaluation period that are outstanding as of the examination date.

** The evaluation period for current period investments is January 1, 2009 to March 31, 2012.

*** 'Unfunded Commitments' means legally binding investment commitments that are tracked and recorded by the institution's financial reporting system.

Table 15. Distribution of Branch Delivery System and Branch Openings/Closings

DISTRIBUTION OF BRANCH DELIVERY SYSTEM/BRANCH OPENINGS/CLOSINGS Geography: OTHER MULTISTATE																	
Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011																	
MA/Assessment Area:	Deposits	Branches						Branch Openings/Closings						Population			
	% of Rated Area Deposits in AA	# of USB Branches	% of Rated Area Branches in AA	Location of Branches by Income of Geographies (%)				# of Branch Openings	# of Branch Closings	Net change in Location of Branches (+ or -)				% of Population within Each Geography			
				Low	Mod	Mid	Upp			Low	Mod	Mid	Upp	Low	Mod	Mid	Upp
Full-Review:																	
Cincinnati-Middletown	100.00	121	100.00	4.13	19.01	52.89	22.31	4	4	0	0	0	0	6.41	19.48	47.85	26.16
Clarksville	100.00	12	100.00	NA	25.00	66.67	8.33	0	0	NA	0	0	0	NA	21.56	56.38	22.06
Davenport-Moline-Rock Island	100.00	11	100.00	9.09	18.18	36.36	36.36	1	0	0	0	0	1	2.73	17.86	56.92	22.48
Fargo	100.00	7	100.00	NA	42.86	42.86	14.29	0	0	NA	0	0	0	NA	16.18	67.69	16.12
Grand Forks	100.00	3	100.00	0	0	66.67	33.33	0	0	0	0	0	0	5.13	6.27	70.35	18.25
Kansas City	100.00	57	100.00	0	10.53	52.63	35.09	16	0	0	0	8	8	5.08	20.06	46.07	28.67
Lewiston	100.00	3	100.00	NA	66.67	0	33.33	0	0	NA	0	0	0	NA	17.72	45.21	37.07
Logan	100.00	2	100.00	0	50.00	50.00	0	1	0	0	1	0	0	3.83	29.00	42.31	24.86
Louisville	100.00	28	100.00	0	25.00	39.29	35.71	1	1	0	0	0	0	4.72	21.38	45.47	28.42
Minneapolis-St. Paul-Bloomington	100.00	94	100.00	4.26	18.09	59.57	17.02	7	1	0	0	4	1	4.62	16.88	52.82	25.61
Omaha-Council Bluffs	100.00	34	100.00	0	20.59	50.00	29.41	1	1	0	0	-1	1	2.10	26.18	47.00	24.72
Portland-Vancouver-Beaverton	100.00	106	100.00	2.83	30.19	51.89	15.09	3	0	0	1	0	2	1.58	20.92	53.55	23.96
St. Louis	100.00	118	100.00	4.24	16.10	47.46	32.20	5	1	-1	0	4	1	5.75	20.55	48.84	24.85

Table 1. Lending Volume

LENDING VOLUME												
Geography: ARIZONA												
Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011												
MA/Assessment Area:	% of Rated Area Loans (#) in MA/AA*	Home Mortgage		Small Loans to Businesses		Small Loans to Farms		Community Development Loans**		Total Reported Loans		% of Rated Area Deposits in MA/AA***
		#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	#	\$(000's)	
Full-Review:												
Phoenix-Mesa-Scottsdale	80.59	12,992	2,783,164	7,593	174,671	12	181	10	32,572	20,607	2,990,588	78.74
Limited-Review:												
Lake Havasu City-Kingman	3.07	551	79,805	231	8,315	4	157	0	0	786	88,277	10.89
Prescott	3.07	549	107,612	230	5,935	1	24	4	14,750	784	128,321	3.31
Tucson	13.27	2,359	445,260	1,023	16,653	5	49	6	3,955	3,393	465,917	7.05
AZ Statewide	0.00	0	0	0	0	0	0	0	0	0	0	0.00

* Loan Data as of December 31, 2011. Rated area refers to either the state or multistate MA rating area.

** The evaluation period for Community Development Loans is from January 1, 2009 to March 31, 2012.

*** Deposit Data as of June 30, 2011. Rated Area refers to the state, multistate MA, or institution, as appropriate.

Table 2. Geographic Distribution of Home Purchase Loans

Geographic Distribution: HOME PURCHASE		Geography: ARIZONA						Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011							
MA/Assessment Area:	Total Home Purchase Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total**	% Owner Occ Units***	% USB Loans	% Owner Occ Units***	% USB Loans	% Owner Occ Units***	% USB Loans	% Owner Occ Units***	% USB Loans	Overall	Low	Mod	Mid	Upp
Full-Review:															
Phoenix-Mesa-Scottsdale	6,663	80.25	1.63	0.68	24.02	16.25	39.20	38.26	35.14	44.72	1.98	2.76	1.40	1.59	2.64
Limited-Review:															
Lake Havasu City-Kingman	281	3.38	NA	NA	9.84	6.41	74.76	78.29	15.40	15.30	3.18	NA	6.72	3.48	1.13
Prescott	229	2.76	NA	NA	2.46	0.44	76.79	75.98	20.76	23.58	2.09	NA	2.33	2.03	2.28
Tucson	1,130	13.61	2.25	2.39	24.74	15.22	36.40	40.09	36.61	42.30	2.62	4.89	2.23	3.29	2.14

Data shown includes only one to four-family and manufactured housing (property type 1 or 2). Distributions may not total 100% in markets with NA tracts (Phoenix).

* Based on 2011 Peer Mortgage Data (USPR).

** Home purchase loans originated and purchased in the MA/AA as a percentage of all home purchase loans originated and purchased in the rated area.

*** Percentage of Owner-Occupied Units is the number of owner-occupied housing units in a particular geography divided by the number of owner-occupied housing units in the area based on 2000 Census information.

Table 3. Geographic Distribution of Home Improvement Loans

Geographic Distribution: HOME IMPROVEMENT		Geography: ARIZONA						Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011							
MA/Assessment Area:	Total Home Improvement Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total**	% Owner Occ Units***	% USB Loans	% Owner Occ Units***	% USB Loans	% Owner Occ Units***	% USB Loans	% Owner Occ Units***	% USB Loans	Overall	Low	Mod	Mid	Upp
Full-Review:															
Phoenix-Mesa-Scottsdale	82	71.30	1.63	0.00	24.02	18.29	39.20	28.05	35.14	53.66	3.18	0.00	5.21	2.30	3.36
Limited-Review:															
Lake Havasu City-Kingman	9	7.83	NA	NA	9.84	22.22	74.76	77.78	15.40	0.00	1.94	NA	7.69	1.43	0.00
Prescott	3	2.61	NA	NA	2.46	0.00	76.79	66.67	20.76	33.33	1.25	NA	0.00	0.00	5.56
Tucson	21	18.26	2.25	0.00	24.74	4.76	36.40	38.10	36.61	57.14	0.78	0.00	1.06	1.57	0.32

Data shown includes only one to four-family and manufactured housing (property type 1 or 2).

* Based on 2011 Peer Mortgage Data (USPR).

** Home improvement loans originated and purchased in the MA/AA as a percentage of all home improvement loans originated and purchased in the rated area.

*** Percentage of Owner-Occupied Units is the number of owner-occupied housing units in a particular geography divided by number of owner-occupied housing units in the area based on 2000 Census information.

Table 4. Geographic Distribution of Home Mortgage Refinance Loans

Geographic Distribution: HOME MORTGAGE REFINANCE		Geography: ARIZONA								Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011					
MA/Assessment Area:	Total Home Mortgage Refinance Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total**	% Owner Occ Units***	% USB Loans	% Owner Occ Units***	% USB Loans	% Owner Occ Units***	% USB Loans	% Owner Occ Units***	% USB Loans	Overall	Low	Mod	Mid	Upp
Full-Review:															
Phoenix-Mesa-Scottsdale	6,241	77.80	1.63	0.35	24.02	9.45	39.20	31.12	35.14	59.06	2.93	0.50	2.05	2.47	3.36
Limited-Review:															
Lake Havasu City-Kingman	261	3.25	NA	NA	9.84	4.21	74.76	72.41	15.40	23.37	3.74	NA	5.49	3.73	3.49
Prescott	316	3.94	NA	NA	2.46	0.00	76.79	65.51	20.76	34.49	2.44	NA	0.00	2.20	3.11
Tucson	1,204	15.01	2.25	0.33	24.74	6.31	36.40	31.06	36.61	62.29	1.79	0.00	1.21	1.85	1.88

Data shown includes only one to four-family and manufactured housing (property type 1 or 2). Distributions may not total 100% in markets with NA tracts (Phoenix).

* Based on 2011 Peer Mortgage Data (USPR).

** Home mortgage refinance loans originated and purchased in the MA/AA as a percentage of all home mortgage refinance loans originated and purchased in the rated area.

*** Percentage of Owner-Occupied Units is the number of owner-occupied housing units in a particular geography divided by number of owner-occupied housing units in the area based on 2000 Census information.

Table 5. Geographic Distribution of Multifamily Loans

Geographic Distribution: MULTIFAMILY			Geography: ARIZONA				Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011					Market Share (%) by Geography*				
MA/Assessment Area:	Total Multifamily Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies							
	#	% of Total**	% of MF Units***	% USB Loans	% MF Units***	% USB Loans	% MF Units***	% USB Loans	% MF Units***	% USB Loans	Overall	Low	Mod	Mid	Upp	
Full-Review:																
Phoenix-Mesa-Scottsdale	6	54.55	6.87	33.33	41.48	50.00	36.08	16.67	15.57	0.00	3.45	50.00	2.38	0.00	0.00	
Limited-Review:																
Lake Havasu City-Kingman	0	0.00	NA	NA	2.08	0.00	83.28	0.00	14.64	0.00	0.00	NA	0.00	0.00	0.00	
Prescott	1	9.09	NA	NA	13.37	0.00	66.24	100.00	20.39	0.00	0.00	NA	0.00	0.00	0.00	
Tucson	4	36.36	5.05	25.00	38.28	50.00	38.41	25.00	18.26	0.00	4.55	0.00	10.00	0.00	0.00	

Multifamily loan distribution includes Home Purchases, Home Improvement and Refinances.

* Based on 2011 Peer Mortgage Data (USPR).

** Multifamily loans originated and purchased in the MA/AA as a percentage of all multifamily loans originated and purchased in the rated area.

*** Percentage of multifamily units is the number of multifamily housing units in a particular geography divided by number of multifamily housing units in the area based on 2000 Census information.

Table 6. Geographic Distribution of Small Loans to Businesses

Geographic Distribution: SMALL LOANS TO BUSINESSES		Geography: ARIZONA						Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011							
MA/Assessment Area:	Total Small Business Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total **	% of Businesses ***	% USB Loans	% of Businesses ***	% USB Loans	% of Businesses ***	% USB Loans	% of Businesses ***	% USB Loans	Overall	Low	Mod	Mid	Upp
Full-Review:															
Phoenix-Mesa-Scottsdale	7,593	83.65	3.46	5.18	19.49	20.78	32.55	32.28	44.42	41.76	3.70	5.02	4.16	3.99	3.09
Limited-Review:															
Lake Havasu City-Kingman	231	2.54	NA	NA	5.03	2.60	78.62	83.98	16.35	13.42	3.07	NA	1.75	3.04	3.00
Prescott	230	2.53	NA	NA	5.99	13.48	70.51	52.61	23.50	33.91	2.03	NA	4.28	1.45	3.02
Tucson	1,023	11.27	3.07	2.35	24.95	22.87	33.33	33.53	38.65	41.25	2.58	1.06	2.46	2.86	2.39

* Based on 2011 Peer Small Business Data – US and PR.

** Small loans to businesses originated and purchased in the MA/AA as a percentage of all small loans to businesses originated and purchased in the rated area.

*** Source Data - Dun and Bradstreet (2011).

Table 7. Geographic Distribution of Small Loans to Farms

Geographic Distribution: SMALL LOANS TO FARMS				Geography: ARIZONA				Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011							
MA/Assessment Area:	Total Small Farm Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total**	% of Farms***	% USB Loans	% of Farms***	% USB Loans	% of Farms***	% USB Loans	% of Farms***	% USB Loans	Overall	Low	Mod	Mid	Upp
Full-Review:															
Phoenix-Mesa-Scottsdale	12	54.55	2.15	0.00	23.70	8.33	35.73	91.67	38.39	0.00	1.68	0.00	0.00	5.31	0.00
Limited-Review:															
Lake Havasu City-Kingman	4	18.18	NA	NA	8.77	0.00	77.89	25.00	13.33	75.00	4.76	NA	0.00	0.00	25.00
Prescott	1	4.55	NA	NA	4.55	0.00	68.78	100.00	26.67	0.00	0.00	NA	0.00	0.00	0.00
Tucson	5	22.73	2.45	0.00	24.42	0.00	35.01	100.00	38.13	0.00	0.00	0.00	0.00	0.00	0.00

* Based on 2011 Peer Small Business Data – US and PR.

** Small loans to farms originated and purchased in the MA/AA as a percentage of all small loans to farms originated and purchased in the rated area.

*** Source Data - Dun and Bradstreet (2011).

Table 8. Borrower Distribution of Home Purchase Loans

Borrower Distribution: HOME PURCHASE		Geography: ARIZONA						Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011							
MA/Assessment Area:	Total Home Purchase Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Market Share*				
	#	% of Total **	% Families ***	% USB Loans ****	% Families ***	% USB Loans ****	% Families ***	% USB Loans ****	% Families ***	% USB Loans ****	Over-all	Low	Mod	Mid	Upp
Full-Review:															
Phoenix-Mesa-Scottsdale	6,663	80.25	19.62	12.88	18.79	21.11	21.81	18.15	39.78	47.86	1.18	0.88	0.73	0.87	1.73
Limited-Review:															
Lake Havasu City-Kingman	281	3.38	16.72	4.17	19.88	16.67	23.98	16.15	39.42	63.02	1.87	0.00	1.78	1.41	2.40
Prescott	229	2.76	17.21	5.31	20.02	23.89	23.60	15.04	39.17	55.75	1.06	0.28	1.69	0.63	1.13
Tucson	1,130	13.61	20.12	8.15	18.51	16.31	21.13	21.46	40.24	54.08	0.39	0.15	0.33	0.24	0.61

Data shown includes only one to four-family and manufactured housing (property type 1 or 2).

* Based on 2011 Peer Mortgage Data (USPR).

** Home purchase loans originated and purchased in the MA/AA as a percentage of all home purchase loans originated and purchased in the rated area.

*** Percentage of Families is based on the 2000 Census information.

**** As a percentage of loans with borrower income information available. No information was available for 51.6% of loans originated and purchased by the bank.

Table 9. Borrower Distribution of Home Improvement Loans

Borrower Distribution: HOME IMPROVEMENT		Geography: ARIZONA						Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011							
MA/Assessment Area:	Total Home Improvement Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Market Share*				
	#	% of Total **	% Families ***	% USB Loans ****	% Families ***	% USB Loans ****	% Families ***	% USB Loans ****	% Families ***	% USB Loans ****	Over-all	Low	Mod	Mid	Upp
Full-Review:															
Phoenix-Mesa-Scottsdale	82	71.30	19.62	5.56	18.79	18.06	21.81	27.78	39.78	48.61	3.32	1.55	3.64	4.13	3.16
Limited-Review:															
Lake Havasu City-Kingman	9	7.83	16.72	0.00	19.88	33.33	23.98	33.33	39.42	33.33	2.08	0.00	0.00	4.17	2.17
Prescott	3	2.61	17.21	0.00	20.02	66.67	23.60	0.00	39.17	33.33	1.52	0.00	0.00	0.00	3.33
Tucson	21	18.26	20.12	23.53	18.51	23.53	21.13	17.65	40.24	35.29	0.81	2.22	1.61	0.63	0.35

Data shown includes only one to four-family and manufactured housing (property type of 1 or 2).

* Based on 2011 Peer Mortgage Data (USPR).

** Home improvement loans originated and purchased in the MA/AA as a percentage of all home improvement loans originated and purchased in the rated area.

*** Percentage of Families is based on the 2000 Census information.

**** As a percentage of loans with borrower income information available. No information was available for 12.2% of loans originated and purchased by the bank.

Table 10. Borrower Distribution of Home Mortgage Refinance Loans

Borrower Distribution: HOME MORTGAGE REFINANCE		Geography: ARIZONA					Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011					Market Share*				
MA/Assessment Area:	Total Home Mortgage Refinance Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Market Share*					
	#	% of Total **	% Families ***	% USB Loans ****	% Families ***	% USB Loans ****	% Families ***	% USB Loans ****	% Families ***	% USB Loans ****	Over-all	Low	Mod	Mid	Upp	
Full-Review:																
Phoenix-Mesa-Scottsdale	6,241	77.80	19.62	6.20	18.79	15.63	21.81	21.02	39.78	57.15	2.91	2.25	2.68	2.75	3.12	
Limited-Review:																
Lake Havasu City-Kingman	261	3.25	16.72	7.78	19.88	15.57	23.98	20.96	39.42	55.69	2.88	3.61	3.22	3.20	2.54	
Prescott	316	3.94	17.21	3.72	20.02	20.21	23.60	23.40	39.17	52.66	2.24	1.18	2.81	1.94	2.33	
Tucson	1,204	15.01	20.12	8.68	18.51	14.29	21.13	20.61	40.24	56.42	1.54	1.95	1.49	1.32	1.58	

Data shown includes only one to four-family and manufactured housing (property type 1 or 2).

* Based on 2011 Peer Mortgage Data (USPR).

** Home refinance loans originated and purchased in the MA/AA as a percentage of all home refinance loans originated and purchased in the rated area.

*** Percentage of Families is based on the 2000 Census information.

**** As a percentage of loans with borrower income information available. No information was available for 41.2% of loans originated and purchased by the bank.

Table 11. Borrower Distribution of Small Loans to Businesses

Borrower Distribution: SMALL LOANS TO BUSINESSES		Geography: ARIZONA			Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011					
MA/Assessment Area:	Total Small Loans to Businesses		Businesses With Revenues of \$1 million or less		Loans by Original Amount Regardless of Business Size			Market Share*		
	#	% of Total**	% of Businesses***	% USB Loans****	\$100,000 or less	>\$100,000 to \$250,000	>\$250,000 to \$1,000,000	All	Rev \$1 Million or Less	
Full-Review:										
Phoenix-Mesa-Scottsdale	7,593	83.65	66.61	61.56	96.89	1.25	1.86	3.70	5.04	
Limited-Review:										
Lake Havasu City-Kingman	231	2.54	72.32	48.05	92.64	4.33	3.03	3.07	3.55	
Prescott	230	2.53	70.45	73.04	95.65	1.30	3.04	2.03	3.75	
Tucson	1,023	11.27	66.16	61.09	98.14	0.98	0.88	2.58	2.90	

* Based on 2011 Peer Small Business Data – US and PR.

** Small loans to businesses originated and purchased in the MA/AA as a percentage of all small loans to businesses originated and purchased in the rated area.

*** Businesses with revenues of \$1 million or less as a percentage of all businesses (Source Dun and Bradstreet - 2011).

**** Small loans to businesses with revenues of \$1 million or less as a percentage of all loans reported as small loans to businesses. No information was available for 21.0% of small loans to businesses originated and purchased by the bank.

Table 12. Borrower Distribution of Small Loans to Farms

Borrower Distribution: SMALL LOANS TO FARMS					Geography: ARIZONA			Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011	
MA/Assessment Area:	Total Small Loans to Farms		Farms With Revenues of \$1 million or less		Loans by Original Amount Regardless of Farm Size			Market Share*	
	#	% of Total**	% of Farms***	% USB Loans****	\$100,000 or less	>\$100,000 to \$250,000	>\$250,000 to \$500,000	All	Rev \$1 Million or Less
Full-Review:									
Phoenix-Mesa-Scottsdale	12	54.55	95.11	33.33	100.00	0.00	0.00	1.68	0.00
Limited-Review:									
Lake Havasu City-Kingman	4	18.18	97.19	75.00	100.00	0.00	0.00	4.76	7.69
Prescott	1	4.55	98.54	100.00	100.00	0.00	0.00	0.00	0.00
Tucson	5	22.73	96.63	100.00	100.00	0.00	0.00	0.00	0.00

* Based on 2011 Peer Small Business Data – US and PR.

** Small loans to farms originated and purchased in the MA/AA as a percentage of all small loans to farms originated and purchased in the rated area.

*** Farms with revenues of \$1 million or less as a percentage of all farms (Source Dun and Bradstreet - 2011).

**** Small loans to farms with revenues of \$1 million or less as a percentage of all loans reported as small loans to farms. No information was available for 21.0% of small loans to farms originated and purchased by the bank.

Table 14. Qualified Investments

QUALIFIED INVESTMENTS									
Geography: ARIZONA									
Evaluation Period: JANUARY 1, 2009 To MARCH 31, 2012									
MA/Assessment Area:	Prior Period Investments*		Current Period Investments**		Total Investments			Unfunded Commitments***	
	#	\$(000's)	#	\$(000's)	#	\$(000's)	% of Total	#	\$(000's)
Full-Review:									
Phoenix-Mesa-Scottsdale	12	22,508	114	74,357	126	96,866	90.57	2	2,155
Limited-Review:									
Lake Havasu City-Kingman	0	0	6	937	6	937	0.88	0	0
Prescott	0	0	3	268	3	268	0.25	0	0
Tucson	2	100	17	8,631	19	8,730	8.16	0	0
AZ Statewide	1	100	15	55	16	155	0.14	0	0

* 'Prior Period Investments' means investments made in a previous evaluation period that are outstanding as of the examination date.

** The evaluation period for current period investments is January 1, 2009 to March 31, 2012.

*** 'Unfunded Commitments' means legally binding investment commitments that are tracked and recorded by the institution's financial reporting system.

Table 15. Distribution of Branch Delivery System and Branch Openings/Closings

DISTRIBUTION OF BRANCH DELIVERY SYSTEM/BRANCH OPENINGS/CLOSINGS																	
Geography: ARIZONA																	
Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011																	
MA/Assessment Area:	Deposits	Branches						Branch Openings/Closings						Population			
	% of Rated Area Deposits in AA	# of USB Branches	% of Rated Area Branches in AA	Location of Branches by Income of Geographies (%)				# of Branch Openings	# of Branch Closings	Net change in Location of Branches (+ or -)				% of Population within Each Geography			
				Low	Mod	Mid	Upp			Low	Mod	Mid	Upp	Low	Mod	Mid	Upp
Full-Review:																	
Phoenix-Mesa-Scottsdale	78.74	64	77.11	1.56	23.44	34.38	40.63	6	2	0	1	3	0	4.89	30.55	36.18	28.36
Limited-Review:																	
Lake Havasu City-Kingman	10.89	3	3.61	NA	0	100	0	0	0	NA	0	0	0	NA	10.22	75.87	13.91
Prescott	3.31	2	2.41	NA	0	0	100	0	0	NA	0	0	0	NA	4.22	77.74	18.04
Tucson	7.05	14	16.87	7.14	35.71	0.00	57.14	0	0	0	0	0	0	4.41	33.94	33.03	28.62

Table 1. Lending Volume

LENDING VOLUME												
Geography: ARKANSAS												
Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011												
MA/Assessment Area:	% of Rated Area Loans (#) in MA/AA*	Home Mortgage		Small Loans to Businesses		Small Loans to Farms		Community Development Loans**		Total Reported Loans		% of Rated Area Deposits in MA/AA***
		#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	#	\$(000's)	
Full-Review:												
Little Rock-North Little Rock-Conway	64.85	4,399	638,076	2,732	100,144	14	428	10	15,306	7,155	753,954	59.42
Limited-Review:												
Fort Smith	3.79	268	23,737	148	7,102	2	20	0	0	418	30,859	5.13
Hot Springs	9.74	548	68,497	526	17,012	1	8	0	0	1,075	85,517	13.40
AR nonMSA	21.60	1,693	158,941	675	11,203	15	426	0	0	2,383	170,570	22.05
AR Statewide	0.02	0	0	0	0	0	0	2	1,300	2	1,300	NA

* Loan Data as of December 31, 2011. Rated area refers to either the state or multistate MA rating area.

** The evaluation period for Community Development Loans is from January 1, 2009 to March 31, 2012.

*** Deposit Data as of June 30, 2011. Rated Area refers to the state, multistate MA, or institution, as appropriate.

Table 2. Geographic Distribution of Home Purchase Loans

Geographic Distribution: HOME PURCHASE		Geography: ARKANSAS								Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011					
MA/Assessment Area:	Total Home Purchase Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total**	% Owner Occ Units***	% USB Loans	% Owner Occ Units***	% USB Loans	% Owner Occ Units***	% USB Loans	% Owner Occ Units***	% USB Loans	Overall	Low	Mod	Mid	Upp
Full-Review:															
Little Rock-North Little Rock-Conway	1,869	74.14	1.60	0.48	15.69	10.06	52.34	58.37	30.36	31.09	7.76	6.49	10.41	7.57	7.56
Limited-Review:															
Fort Smith	111	4.40	NA	NA	NA	NA	100.0	100.0	NA	NA	5.42	NA	NA	5.42	NA
Hot Springs	172	6.82	NA	NA	15.07	9.30	71.45	78.49	13.48	12.21	6.11	NA	7.27	6.44	4.40
AR nonMSA	369	14.64	NA	NA	NA	NA	95.46	97.02	4.54	2.98	8.12	NA	NA	8.38	4.00

Data shown includes only one to four-family and manufactured housing (property type 1 or 2).

* Based on 2011 Peer Mortgage Data (USPR).

** Home purchase loans originated and purchased in the MA/AA as a percentage of all home purchase loans originated and purchased in the rated area.

*** Percentage of Owner-Occupied Units is the number of owner-occupied housing units in a particular geography divided by the number of owner-occupied housing units in the area based on 2000 Census information.

Table 3. Geographic Distribution of Home Improvement Loans

Geographic Distribution: HOME IMPROVEMENT		Geography: ARKANSAS						Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011							
MA/Assessment Area:	Total Home Improvement Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total**	% Owner Occ Units***	% USB Loans	% Owner Occ Units***	% USB Loans	% Owner Occ Units***	% USB Loans	% Owner Occ Units***	% USB Loans	Overall	Low	Mod	Mid	Upp
Full-Review:															
Little Rock-North Little Rock-Conway	239	56.10	1.60	2.09	15.69	14.64	52.34	59.00	30.36	24.27	10.19	0.00	12.86	12.25	6.07
Limited-Review:															
Fort Smith	27	6.34	NA	NA	NA	NA	100.0	100.0	NA	NA	6.67	NA	NA	6.67	NA
Hot Springs	38	8.92	NA	NA	15.07	15.79	71.45	65.79	13.48	18.42	10.08	NA	17.65	9.38	6.25
AR nonMSA	122	28.64	NA	NA	NA	NA	95.46	96.72	4.54	3.28	13.40	NA	NA	13.52	10.00

Data shown includes only one to four-family and manufactured housing (property type 1 or 2).

* Based on 2011 Peer Mortgage Data (USPR).

** Home improvement loans originated and purchased in the MA/AA as a percentage of all home improvement loans originated and purchased in the rated area.

*** Percentage of Owner-Occupied Units is the number of owner-occupied housing units in a particular geography divided by number of owner-occupied housing units in the area based on 2000 Census information.

Table 4. Geographic Distribution of Home Mortgage Refinance Loans

Geographic Distribution: HOME MORTGAGE REFINANCE			Geography: ARKANSAS				Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011								
MA/Assessment Area:	Total Home Mortgage Refinance Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total**	% Owner Occ Units***	% USB Loans	% Owner Occ Units***	% USB Loans	% Owner Occ Units***	% USB Loans	% Owner Occ Units***	% USB Loans	Over-all	Low	Mod	Mid	Upp
Full-Review:															
Little Rock-North Little Rock-Conway	2,286	57.80	1.60	0.39	15.69	7.96	52.34	53.37	30.36	38.28	7.62	1.92	9.83	8.73	6.21
Limited-Review:															
Fort Smith	130	3.29	NA	NA	NA	NA	100.0	100.0	NA	NA	4.63	NA	NA	4.63	NA
Hot Springs	337	8.52	NA	NA	15.07	8.90	71.45	77.15	13.48	13.95	8.28	NA	11.96	8.87	5.19
AR nonMSA	1,202	30.39	NA	NA	NA	NA	95.46	96.67	4.54	3.33	14.38	NA	NA	14.48	11.65

Data shown includes only one to four-family and manufactured housing (property type 1 or 2).

* Based on 2011 Peer Mortgage Data (USPR).

** Home mortgage refinance loans originated and purchased in the MA/AA as a percentage of all home mortgage refinance loans originated and purchased in the rated area.

*** Percentage of Owner-Occupied Units is the number of owner-occupied housing units in a particular geography divided by number of owner-occupied housing units in the area based on 2000 Census information.

Table 5. Geographic Distribution of Multifamily Loans

Geographic Distribution: MULTIFAMILY		Geography: ARKANSAS						Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011							
MA/Assessment Area:	Total Multifamily Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total**	% of MF Units***	% USB Loans	% MF Units***	% USB Loans	% MF Units***	% USB Loans	% MF Units***	% USB Loans	Overall	Low	Mod	Mid	Upp
Full-Review:															
Little Rock-North Little Rock-Conway	5	83.33	7.22	0.00	16.39	20.00	46.17	80.00	30.23	0.00	4.76	0.00	0.00	8.11	0.00
Limited-Review:															
Fort Smith	0	0.00	NA	NA	NA	NA	100.0	NA	NA	NA	0.00	NA	NA	0.00	NA
Hot Springs	1	16.67	NA	NA	49.40	0.00	41.51	100.00	9.09	0.00	0.00	NA	0.00	0.00	0.00
AR nonMSA	0	0.00	NA	NA	NA	NA	74.86	NA	25.14	0.00	0.00	NA	NA	0.00	0.00

Multifamily loan distribution includes Home Purchases, Home Improvement and Refinances.

* Based on 2011 Peer Mortgage Data (USPR).

** Multifamily loans originated and purchased in the MA/AA as a percentage of all multifamily loans originated and purchased in the rated area.

*** Percentage of multifamily units is the number of multifamily housing units in a particular geography divided by number of multifamily housing units in the area based on 2000 Census information.

Table 6. Geographic Distribution of Small Loans to Businesses

Geographic Distribution: SMALL LOANS TO BUSINESSES		Geography: ARKANSAS						Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011							
MA/Assessment Area:	Total Small Business Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total **	% of Businesses ***	% USB Loans	% of Businesses ***	% USB Loans	% of Businesses ***	% USB Loans	% of Businesses ***	% USB Loans	Overall	Low	Mod	Mid	Upp
Full-Review:															
Little Rock-North Little Rock-Conway	2,732	66.94	5.62	3.84	17.08	17.02	47.95	45.64	29.35	33.49	10.95	7.50	11.66	10.42	10.84
Limited-Review:															
Fort Smith	148	3.63	NA	NA	NA	NA	100.0	100.0	NA	NA	7.32	NA	NA	6.63	NA
Hot Springs	526	12.89	NA	NA	23.49	20.72	63.20	62.36	13.31	16.92	14.40	NA	10.89	14.73	17.99
AR nonMSA	675	16.54	NA	NA	NA	NA	94.54	92.89	5.46	7.11	13.59	NA	NA	13.22	20.35

* Based on 2011 Peer Small Business Data – US and PR.

** Small loans to businesses originated and purchased in the MA/AA as a percentage of all small loans to businesses originated and purchased in the rated area.

*** Source Data - Dun and Bradstreet (2011).

Table 7. Geographic Distribution of Small Loans to Farms

Geographic Distribution: SMALL LOANS TO FARMS		Geography: ARKANSAS						Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011							
MA/Assessment Area:	Total Small Farm Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total**	% of Farms***	% USB Loans	% of Farms***	% USB Loans	% of Farms***	% USB Loans	% of Farms***	% USB Loans	Overall	Low	Mod	Mid	Upp
Full-Review:															
Little Rock-North Little Rock-Conway	14	43.75	2.26	0.00	12.13	0.00	55.50	85.71	30.11	14.29	1.42	0.00	0.00	2.06	0.00
Limited-Review:															
Fort Smith	2	6.25	NA	NA	NA	NA	100.00	100.00	NA	NA	5.00	NA	NA	5.00	NA
Hot Springs	1	3.13	NA	NA	8.89	0.00	75.93	100.00	15.19	0.00	0.00	NA	0.00	0.00	0.00
AR nonMSA	15	46.88	NA	NA	NA	NA	94.79	100.00	5.21	0.00	0.53	NA	NA	0.58	0.00

* Based on 2011 Peer Small Business Data – US and PR.

** Small loans to farms originated and purchased in the MA/AA as a percentage of all small loans to farms originated and purchased in the rated area.

*** Source Data - Dun and Bradstreet (2011).

Table 8. Borrower Distribution of Home Purchase Loans

Borrower Distribution: HOME PURCHASE		Geography: ARKANSAS						Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011							
MA/Assessment Area:	Total Home Purchase Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Market Share*				
	#	% of Total **	% Families ***	% USB Loans ****	% Families ***	% USB Loans ****	% Families ***	% USB Loans ****	% Families ***	% USB Loans ****	Over-all	Low	Mod	Mid	Upp
Full-Review:															
Little Rock-North Little Rock-Conway	1,869	74.14	19.86	17.48	18.06	29.64	22.37	25.08	39.70	27.81	3.72	5.14	3.73	3.81	3.22
Limited-Review:															
Fort Smith	111	4.40	18.27	3.70	18.50	22.22	25.36	33.33	37.87	40.74	1.44	0.00	1.23	2.44	1.08
Hot Springs	172	6.82	19.07	13.04	18.11	26.96	23.06	17.39	39.75	42.61	4.88	7.62	6.14	3.86	4.26
AR nonMSA	369	14.64	16.65	11.45	17.74	24.24	24.07	30.64	41.53	33.67	7.49	9.57	8.77	9.80	5.57

Data shown includes only one to four-family and manufactured housing (property type 1 or 2).

* Based on 2011 Peer Mortgage Data (USPR).

** Home purchase loans originated and purchased in the MA/AA as a percentage of all home purchase loans originated and purchased in the rated area.

*** Percentage of Families is based on the 2000 Census information.

**** As a percentage of loans with borrower income information available. No information was available for 56.5% of loans originated and purchased by the bank.

Table 9. Borrower Distribution of Home Improvement Loans

Borrower Distribution: HOME IMPROVEMENT			Geography: ARKANSAS				Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011					Market Share*				
MA/Assessment Area:	Total Home Improvement Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Over-all	Low	Mod	Mid	Upp	
	#	% of Total **	% Families ***	% USB Loans ****	% Families ***	% USB Loans ****	% Families ***	% USB Loans ****	% Families ***	% USB Loans ****						
Full-Review:																
Little Rock-North Little Rock-Conway	239	56.10	19.86	14.77	18.06	26.16	22.37	25.74	39.70	33.33	10.43	16.88	14.89	12.57	5.78	
Limited-Review:																
Fort Smith	27	6.34	18.27	11.11	18.50	29.63	25.36	25.93	37.87	33.33	6.90	0.00	17.39	3.57	5.45	
Hot Springs	38	8.92	19.07	10.53	18.11	26.32	23.06	10.53	39.75	52.63	10.92	11.11	31.58	0.00	8.70	
AR nonMSA	122	28.64	16.65	10.00	17.74	17.50	24.07	28.33	41.53	44.17	13.82	4.35	9.52	20.90	13.29	

Data shown includes only one to four-family and manufactured housing (property type of 1 or 2).

* Based on 2011 Peer Mortgage Data (USPR).

** Home improvement loans originated and purchased in the MA/AA as a percentage of all home improvement loans originated and purchased in the rated area.

*** Percentage of Families is based on the 2000 Census information.

**** As a percentage of loans with borrower income information available. No information was available for 0.9% of loans originated and purchased by the bank.

Table 10. Borrower Distribution of Home Mortgage Refinance Loans

Borrower Distribution: HOME MORTGAGE REFINANCE			Geography: ARKANSAS				Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011									
MA/Assessment Area:	Total Home Mortgage Refinance Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Market Share*					
	#	% of Total **	% Families ***	% USB Loans ****	% Families ***	% USB Loans ****	% Families ***	% USB Loans ****	% Families ***	% USB Loans ****	Over-all	Low	Mod	Mid	Upp	
Full-Review:																
Little Rock-North Little Rock-Conway	2,286	57.80	19.86	9.59	18.06	20.34	22.37	24.25	39.70	45.82	6.28	9.88	9.22	6.55	4.99	
Limited-Review:																
Fort Smith	130	3.29	18.27	9.35	18.50	20.56	25.36	27.10	37.87	42.99	5.23	4.76	7.08	5.32	4.70	
Hot Springs	337	8.52	19.07	8.33	18.11	22.22	23.06	25.00	39.75	44.44	8.80	8.45	12.04	12.83	6.45	
AR nonMSA	1,202	30.39	16.65	6.46	17.74	19.01	24.07	26.05	41.53	48.48	15.21	18.97	19.43	17.85	12.86	

Data shown includes only one to four-family and manufactured housing (property type 1 or 2).

* Based on 2011 Peer Mortgage Data (USPR).

** Home refinance loans originated and purchased in the MA/AA as a percentage of all home refinance loans originated and purchased in the rated area.

*** Percentage of Families is based on the 2000 Census information.

**** As a percentage of loans with borrower income information available. No information was available for 26.5% of loans originated and purchased by the bank.

Table 11. Borrower Distribution of Small Loans to Businesses

Borrower Distribution: SMALL LOANS TO BUSINESSES					Geography: ARKANSAS			Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011	
MA/Assessment Area:	Total Small Loans to Businesses		Businesses With Revenues of \$1 million or less		Loans by Original Amount Regardless of Business Size			Market Share*	
	#	% of Total**	% of Businesses ***	% USB Loans****	\$100,000 or less	>\$100,000 to \$250,000	>\$250,000 to \$1,000,000	All	Rev \$1 Million or Less
Full-Review:									
Little Rock-North Little Rock-Conway	2,732	66.94	69.06	65.96	94.22	2.27	3.51	10.95	15.07
Limited-Review:									
Fort Smith	148	3.63	72.30	75.00	89.19	4.73	6.08	7.32	6.33
Hot Springs	526	12.89	69.18	79.85	93.35	3.04	3.61	14.40	21.84
AR nonMSA	675	16.54	72.84	75.41	97.63	2.22	0.15	13.59	17.40

* Based on 2011 Peer Small Business Data – US and PR.

** Small loans to businesses originated and purchased in the MA/AA as a percentage of all small loans to businesses originated and purchased in the rated area.

*** Businesses with revenues of \$1 million or less as a percentage of all businesses (Source Dun and Bradstreet - 2011).

**** Small loans to businesses with revenues of \$1 million or less as a percentage of all loans reported as small loans to businesses. No information was available for 15.6% of small loans to businesses originated and purchased by the bank.

Table 12. Borrower Distribution of Small Loans to Farms

Borrower Distribution: SMALL LOANS TO FARMS					Geography: ARKANSAS			Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011	
MA/Assessment Area:	Total Small Loans to Farms		Farms With Revenues of \$1 million or less		Loans by Original Amount Regardless of Farm Size			Market Share*	
	#	% of Total**	% of Farms***	% USB Loans****	\$100,000 or less	>\$100,000 to \$250,000	>\$250,000 to \$500,000	All	Rev \$1 Million or Less
Full-Review:									
Little Rock-North Little Rock-Conway	14	43.75	97.25	42.86	100.0	0.00	0.00	1.42	0.00
Limited-Review:									
Fort Smith	2	6.25	97.87	50.00	100.0	0.00	0.00	5.00	5.26
Hot Springs	1	3.13	97.41	100.0	100.0	0.00	0.00	0.00	0.00
AR nonMSA	15	46.88	97.74	73.33	100.0	0.00	0.00	0.53	0.00

* Based on 2011 Peer Small Business Data – US and PR.

** Small loans to farms originated and purchased in the MA/AA as a percentage of all small loans to farms originated and purchased in the rated area.

*** Farms with revenues of \$1 million or less as a percentage of all farms (Source Dun and Bradstreet - 2011).

**** Small loans to farms with revenues of \$1 million or less as a percentage of all loans reported as small loans to farms. No information was available for 28.1% of small loans to farms originated and purchased by the bank.

Table 14. Qualified Investments

QUALIFIED INVESTMENTS		Geography: ARKANSAS				Evaluation Period: JANUARY 1, 2009 To MARCH 31, 2012			
MA/Assessment Area:	Prior Period Investments*		Current Period Investments**		Total Investments			Unfunded Commitments***	
	#	\$(000's)	#	\$(000's)	#	\$(000's)	% of Total	#	\$(000's)
Full-Review:									
Little Rock-North Little Rock-Conway	12	3,134	139	16,304	151	19,438	86.69	4	18,981
Limited-Review:									
Fort Smith	7	224	2	198	9	422	1.88	0	0
Hot Springs	9	257	5	483	14	740	3.30	0	0
AR nonMSA	20	1,042	7	763	27	1,805	8.05	0	0
AR Statewide	0	0	6	18	6	18	0.08	0	0

* 'Prior Period Investments' means investments made in a previous evaluation period that are outstanding as of the examination date.

** The evaluation period for current period investments is January 1, 2009 to March 31, 2012.

*** 'Unfunded Commitments' means legally binding investment commitments that are tracked and recorded by the institution's financial reporting system.

Table 15. Distribution of Branch Delivery System and Branch Openings/Closings

DISTRIBUTION OF BRANCH DELIVERY SYSTEM/BRANCH OPENINGS/CLOSINGS		Geography: ARKANSAS				Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011											
MA/Assessment Area:	Deposits	Branches				Branch Openings/Closings				Population							
	% of Rated Area Deposits in AA	# of USB Branches	% of Rated Area Branches in AA	Location of Branches by Income of Geographies (%)				# of Branch Openings	# of Branch Closings	Net change in Location of Branches (+ or -)				% of Population within Each Geography			
				Low	Mod	Mid	Upp			Low	Mod	Mid	Upp	Low	Mod	Mid	Upp
Full-Review:																	
Little Rock-North Little Rock-Conway	59.42	22	48.89	4.55	22.73	31.82	40.91	0	0	0	0	0	0	3.04	20.79	50.68	25.49
Limited-Review:																	
Fort Smith	5.13	4	8.89	NA	NA	100.0	NA	0	0	NA	NA	0	NA	NA	NA	100.00	NA
Hot Springs	13.40	6	13.33	NA	33.33	33.33	33.33	0	0	NA	0	0	0	NA	21.35	65.29	13.36
AR nonMSA	22.05	13	28.89	NA	NA	92.31	7.69	0	1	NA	NA	-1	0	NA	NA	92.77	7.23

Table 1. Lending Volume

LENDING VOLUME												
Geography: CALIFORNIA												
Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011												
MA/Assessment Area:	% of Rated Area Loans (#) in MA/AA*	Home Mortgage		Small Loans to Businesses		Small Loans to Farms		Community Development Loans**		Total Reported Loans		% of Rated Area Deposits in MA/AA***
		#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	#	\$(000's)	
Full-Review:												
Los Angeles-Long Beach-Glendale	22.68	11,276	4,144,097	20,470	666,068	18	1,832	62	412,244	31,826	5,224,241	28.31
Limited-Review:												
Bakersfield-Delano	0.71	485	85,428	511	14,819	1	25	2	13,161	999	113,433	0.08
Chico	1.20	541	91,840	1,136	38,563	10	508	4	6,900	1,691	137,811	0.45
Modesto	1.06	503	79,634	976	36,854	4	16	1	1,080	1,484	117,584	0.43
Napa	0.64	309	103,958	592	13,467	0	0	1	50	902	117,475	0.29
Oakland-Fremont-Haywood	8.59	5,324	1,992,939	6,704	225,046	10	260	19	105,794	12,057	2,324,039	6.72
Oxnard-Thousand Oaks-Ventura	1.78	1,381	488,848	1,099	35,560	4	500	8	15,757	2,492	540,665	1.12
Redding	1.06	589	97,254	886	19,109	6	155	0	0	1,481	116,518	0.49
Riverside-San Bernardino-Ontario	8.71	6,368	1,393,335	5,827	170,061	6	81	21	63,480	12,222	1,626,957	8.67
Sacramento-Arden Arcade-Roseville	9.15	5,870	1,409,345	6,926	261,945	17	1,023	25	133,345	12,838	1,805,658	14.25
Salinas	0.55	422	145,740	351	7,497	2	25	1	9,510	776	162,772	0.03
San Diego-Carlsbad-San Marcos	10.56	7,202	2,540,014	7,586	313,558	6	91	29	161,541	14,823	3,015,204	11.83
San Francisco-San Mateo-Redwood City	7.38	4,396	2,034,419	5,946	179,294	10	1,004	11	17,701	10,363	2,232,418	6.13
San Jose-Sunnyvale-Santa Clara	6.29	4,769	2,251,716	4,037	150,273	0	0	16	151,278	8,822	2,553,267	4.36
San Luis Obispo-Paso Robles	0.50	452	142,294	247	7,450	3	40	1	198	703	149,982	0.41
Santa Ana-Anaheim-Irvine	9.48	5,498	2,016,925	7,786	289,641	5	91	10	28,401	13,299	2,335,058	11.94
Santa Barbara-Santa Maria-Goleta	0.58	472	172,848	344	8,217	2	68	3	13,709	821	194,842	0.19

Table 1. Lending Volume (Continued)

LENDING VOLUME		Geography: CALIFORNIA						Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011				
MA/Assessment Area:	% of Rated Area Loans (#) in MA/AA*	Home Mortgage		Small Loans to Businesses		Small Loans to Farms		Community Development Loans**		Total Reported Loans		% of Rated Area Deposits in MA/AA***
		#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	#	\$(000's)	
Limited-Review (continued):												
Santa Cruz-Watsonville	0.88	420	157,138	809	11,682	2	4	0	0	1,231	168,824	0.32
Santa Rosa-Petaluma	1.97	849	278,467	1,903	49,623	10	86	3	13,110	2,765	341,286	0.67
Stockton	0.82	557	104,873	580	23,873	4	57	6	27,150	1,147	155,953	0.29
Vallejo-Fairfield	1.04	683	154,654	780	19,854	1	25	2	57	1,466	174,590	0.75
Yuba City	0.57	245	40,721	542	18,443	15	1,098	0	0	802	60,262	0.21
CA nonMSA	3.79	2,140	445,204	3,121	91,718	59	5,792	3	4,050	5,323	546,764	2.08
CA Statewide	0.01	0	0	0	0	0	0	19	61,588	19	61,588	NA

* Loan Data as of December 31, 2011. Rated area refers to either the state or multistate MA rating area.

** The evaluation period for Community Development Loans is from January 1, 2009 to March 31, 2012.

*** Deposit Data as of June 30, 2011. Rated Area refers to the state, multistate MA, or institution, as appropriate.

Table 2. Geographic Distribution of Home Purchase Loans

Geographic Distribution: HOME PURCHASE		Geography: CALIFORNIA								Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011					
MA/Assessment Area:	Total Home Purchase Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total**	% Owner Occ Units***	% USB Loans	% Owner Occ Units***	% USB Loans	% Owner Occ Units***	% USB Loans	% Owner Occ Units***	% USB Loans	Overall	Low	Mod	Mid	Upp
Full-Review:															
Los Angeles-Long Beach-Glendale	3,206	16.98	1.91	2.74	15.46	17.06	31.30	26.45	51.33	53.62	1.14	0.64	0.60	0.94	1.54
Limited-Review:															
Bakersfield-Delano	245	1.30	2.10	0.41	23.06	5.31	33.51	35.10	41.33	59.18	0.56	0.00	0.13	0.69	0.59
Chico	115	0.61	0.38	1.74	14.86	11.30	60.46	58.26	24.30	28.70	1.73	0.00	1.04	1.95	1.66
Modesto	263	1.39	1.12	0.00	14.63	14.07	53.88	58.17	30.36	27.76	0.66	0.00	0.32	0.68	0.75
Napa	74	0.39	NA	NA	13.85	25.68	60.87	56.76	25.28	17.57	1.25	NA	1.10	1.02	2.26
Oakland-Fremont-Haywood	1,547	8.19	3.49	4.07	13.07	12.48	43.58	42.79	39.86	40.66	1.40	0.77	1.01	1.18	1.88
Oxnard-Thousand Oaks-Ventura	334	1.77	1.20	0.90	15.46	11.68	46.06	43.71	37.29	43.71	1.15	0.83	0.41	1.13	1.62
Redding	143	0.76	NA	NA	12.78	14.69	70.92	69.93	16.30	15.38	2.44	NA	2.22	2.97	1.19
Riverside-San Bernardino-Ontario	2,776	14.70	1.49	0.47	21.74	17.72	43.33	44.09	33.44	37.72	1.07	0.52	1.19	0.90	1.28
Sacramento-Arden Arcade-Roseville	2,535	13.42	3.32	3.67	18.33	20.24	42.14	40.00	36.21	36.09	2.28	3.04	3.59	2.40	1.72
Salinas	224	1.19	NA	NA	13.83	14.73	45.09	52.23	41.08	33.04	1.12	NA	0.40	1.15	1.41
San Diego-Carlsbad-San Marcos	2,267	12.01	2.30	3.04	14.03	11.42	41.01	38.77	42.66	46.76	1.74	1.39	1.23	1.65	2.01
San Francisco-San Mateo-Redwood City	843	4.46	1.54	2.49	12.79	13.76	45.12	45.43	40.55	38.32	2.12	1.20	1.52	2.35	2.19

Table 2. Geographic Distribution of Home Purchase Loans (continued)

Geographic Distribution: HOME PURCHASE		Geography: CALIFORNIA						Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011							
MA/Assessment Area:	Total Home Purchase Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total**	% Owner Occ Units***	% USB Loans	% Owner Occ Units***	% USB Loans	% Owner Occ Units***	% USB Loans	% Owner Occ Units***	% USB Loans	Overall	Low	Mod	Mid	Upp
Limited-Review (continued):															
San Jose-Sunnyvale-Santa Clara	1,085	5.75	1.17	1.38	14.81	19.08	48.40	48.94	35.63	30.60	2.01	1.33	1.48	2.19	2.19
San Luis Obispo-Paso Robles	111	0.59	NA	NA	10.27	9.01	75.43	81.98	14.31	9.01	1.22	NA	0.61	1.35	0.92
Santa Ana-Anaheim-Irvine	1,267	6.71	1.25	1.10	19.56	15.71	33.56	31.18	45.63	52.01	1.28	0.25	0.78	1.19	1.61
Santa Barbara-Santa Maria-Goleta	185	0.98	0.97	0.54	17.42	18.92	39.94	53.51	41.68	27.03	1.32	0.00	0.99	1.37	1.55
Santa Cruz-Watsonville	105	0.56	NA	NA	20.21	26.67	40.44	41.90	39.35	31.43	1.55	NA	1.88	1.47	1.40
Santa Rosa-Petaluma	243	1.29	NA	NA	9.17	16.46	71.27	69.55	19.56	13.99	1.24	NA	1.10	1.27	1.20
Stockton	302	1.60	1.80	0.33	19.48	9.27	39.28	31.79	39.43	58.61	0.62	0.00	0.78	0.51	0.66
Vallejo-Fairfield	282	1.49	0.52	0.00	15.69	13.48	50.32	46.81	33.48	39.72	0.85	0.00	1.23	0.70	0.94
Yuba City	120	0.64	NA	NA	17.49	27.50	52.57	50.00	29.94	22.50	1.13	NA	1.47	1.22	0.71
CA nonMSA	611	3.24	NA	NA	10.20	9.33	69.14	65.63	20.66	25.04	2.75	NA	5.02	2.91	1.98

Data shown includes only one to four-family and manufactured housing (property type 1 or 2). Distributions may not total 100% in markets with NA tracts (Los Angeles).

* Based on 2011 Peer Mortgage Data (USPR).

** Home purchase loans originated and purchased in the MA/AA as a percentage of all home purchase loans originated and purchased in the rated area.

*** Percentage of Owner-Occupied Units is the number of owner-occupied housing units in a particular geography divided by the number of owner-occupied housing units in the area based on 2000 Census information.

Table 3. Geographic Distribution of Home Improvement Loans

Geographic Distribution: HOME IMPROVEMENT		Geography: CALIFORNIA								Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011					
MA/Assessment Area:	Total Home Improvement Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total**	% Owner Occ Units***	% USB Loans	% Owner Occ Units***	% USB Loans	% Owner Occ Units***	% USB Loans	% Owner Occ Units***	% USB Loans	Overall	Low	Mod	Mid	Upp
Full-Review:															
Los Angeles-Long Beach-Glendale	251	19.25	1.91	0.80	15.46	8.76	31.30	25.90	51.33	64.54	2.26	0.00	1.60	2.12	2.52
Limited-Review:															
Bakersfield-Delano	4	0.31	2.10	0.00	23.06	0.00	33.51	0.00	41.33	100.0	0.75	0.00	0.00	0.00	1.35
Chico	25	1.92	0.38	0.00	14.86	8.00	60.46	64.00	24.30	28.00	13.00	0.00	9.09	15.00	10.71
Modesto	9	0.69	1.12	0.00	14.63	22.22	53.88	66.67	30.36	11.11	3.27	0.00	11.11	3.95	0.00
Napa	5	0.38	NA	NA	13.85	0.00	60.87	60.00	25.28	40.00	2.42	NA	0.00	1.11	7.69
Oakland-Fremont-Haywood	97	7.44	3.49	3.09	13.07	4.12	43.58	40.21	39.86	52.58	2.76	1.85	1.33	3.17	2.85
Oxnard-Thousand Oaks-Ventura	22	1.69	1.20	0.00	15.46	0.00	46.06	45.45	37.29	54.55	1.29	0.00	0.00	1.55	1.26
Redding	19	1.46	NA	NA	12.78	0.00	70.92	84.21	16.30	15.79	8.33	NA	0.00	8.57	13.33
Riverside-San Bernardino -Ontario	180	13.80	1.49	0.56	21.74	18.33	43.33	40.00	33.44	41.11	4.81	5.00	5.90	4.29	4.89
Sacramento-Arden Arcade-Roseville	136	10.43	3.32	2.21	18.33	13.24	42.14	48.53	36.21	36.03	3.91	4.76	2.49	5.25	3.23
Salinas	3	0.23	NA	NA	13.83	33.33	45.09	66.67	41.08	0.00	1.05	NA	6.67	1.11	0.00
San Diego-Carlsbad-San Marcos	123	9.43	2.30	2.44	14.03	13.82	41.01	38.21	42.66	45.53	2.37	0.00	2.48	2.81	2.13
San Francisco-San Mateo-Redwood City	92	7.06	1.54	2.17	12.79	18.48	45.12	50.00	40.55	29.35	2.62	5.26	3.50	4.16	1.06

Table 3. Geographic Distribution of Home Improvement Loans (continued)

Geographic Distribution: HOME IMPROVEMENT		Geography: CALIFORNIA								Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011					
MA/Assessment Area:	Total Home Improvement Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total**	% Owner Occ Units***	% USB Loans	% Owner Occ Units***	% USB Loans	% Owner Occ Units***	% USB Loans	% Owner Occ Units***	% USB Loans	Overall	Low	Mod	Mid	Upp
Limited Review (continued):															
San Jose-Sunnyvale-Santa Clara	70	5.37	1.17	0.00	14.81	4.29	48.40	38.57	35.63	57.14	2.55	0.00	1.28	2.01	3.59
San Luis Obispo-Paso Robles	10	0.77	NA	NA	10.27	10.00	75.43	60.00	14.31	30.00	2.41	NA	0.00	2.15	5.00
Santa Ana-Anaheim-Irvine	109	8.36	1.25	0.00	19.56	7.34	33.56	25.69	45.63	66.97	2.27	0.00	1.30	2.16	2.64
Santa Barbara-Santa Maria-Goleta	13	1.00	0.97	0.00	17.42	15.38	39.94	46.15	41.68	38.46	1.62	0.00	3.85	2.96	0.60
Santa Cruz-Watsonville	17	1.30	NA	NA	20.21	5.88	40.44	35.29	39.35	58.82	7.46	NA	4.55	7.84	7.81
Santa Rosa-Petaluma	14	1.07	NA	NA	9.17	7.14	71.27	57.14	19.56	35.71	1.63	NA	4.55	1.43	1.65
Stockton	10	0.77	1.80	0.00	19.48	10.00	39.28	30.00	39.43	60.00	2.48	0.00	2.94	2.27	2.65
Vallejo-Fairfield	10	0.77	0.52	0.00	15.69	0.00	50.32	70.00	33.48	30.00	3.09	0.00	0.00	5.32	1.49
Yuba City	4	0.31	NA	NA	17.49	25.00	52.57	50.00	29.94	25.00	1.30	NA	0.00	2.22	0.00
CA nonMSA	81	6.21	NA	NA	10.20	13.58	69.14	65.43	20.66	20.99	11.14	NA	12.50	12.95	7.50

Data shown includes only one to four-family and manufactured housing (property type 1 or 2).

* Based on 2011 Peer Mortgage Data (USPR).

** Home improvement loans originated and purchased in the MA/AA as a percentage of all home improvement loans originated and purchased in the rated area.

*** Percentage of Owner-Occupied Units is the number of owner-occupied housing units in a particular geography divided by number of owner-occupied housing units in the area based on 2000 Census information.

Table 4. Geographic Distribution of Home Mortgage Refinance Loans

Geographic Distribution: HOME MORTGAGE REFINANCE				Geography: CALIFORNIA				Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011							
MA/Assessment Area:	Total Home Mortgage Refinance Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total**	% Owner Occ Units***	% USB Loans	% Owner Occ Units***	% USB Loans	% Owner Occ Units***	% USB Loans	% Owner Occ Units***	% USB Loans	Overall	Low	Mod	Mid	Upp
Full-Review:															
Los Angeles-Long Beach-Glendale	7,738	19.20	1.91	0.67	15.46	7.33	31.30	22.51	51.33	69.42	1.64	1.21	1.22	1.47	1.76
Limited-Review:															
Bakersfield-Delano	234	0.58	2.10	0.00	23.06	2.99	33.51	25.64	41.33	71.37	1.07	0.00	0.46	1.34	1.05
Chico	395	0.98	0.38	0.76	14.86	9.37	60.46	63.29	24.30	26.58	4.21	2.94	4.08	5.79	2.42
Modesto	229	0.57	1.12	0.44	14.63	3.49	53.88	55.90	30.36	40.17	1.56	6.25	0.53	1.66	1.61
Napa	229	0.57	NA	NA	13.85	13.97	60.87	48.03	25.28	37.99	2.51	NA	2.01	2.41	2.88
Oakland-Fremont-Haywood	3,649	9.06	3.49	1.40	13.07	5.92	43.58	33.84	39.86	58.84	1.80	2.79	1.95	1.86	1.74
Oxnard-Thousand Oaks-Ventura	1,023	2.54	1.20	0.20	15.46	5.57	46.06	37.63	37.29	56.60	1.57	2.27	0.98	1.42	1.79
Redding	425	1.05	NA	NA	12.78	11.76	70.92	67.29	16.30	20.94	4.37	NA	3.13	4.63	4.29
Riverside-San Bernardino-Ontario	3,388	8.41	1.49	0.24	21.74	11.54	43.33	36.72	33.44	51.51	2.19	1.55	2.54	2.18	2.13
Sacramento-Arden Arcade-Roseville	3,169	7.86	3.32	1.74	18.33	7.89	42.14	37.68	36.21	52.70	2.42	1.66	2.52	2.70	2.26
Salinas	195	0.48	NA	NA	13.83	4.10	45.09	36.41	41.08	59.49	1.25	NA	1.78	1.12	1.29
San Diego-Carlsbad-San Marcos	4,783	11.87	2.30	1.07	14.03	6.42	41.01	31.70	42.66	60.82	2.29	1.88	1.71	2.33	2.35
San Francisco-San Mateo-Redwood City	3,447	8.55	1.54	1.86	12.79	11.00	45.12	45.02	40.55	42.12	2.46	2.45	2.52	2.75	2.20

Table 4. Geographic Distribution of Home Mortgage Refinance Loans (continued)

Geographic Distribution: HOME MORTGAGE REFINANCE				Geography: CALIFORNIA				Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011							
MA/Assessment Area:	Total Home Mortgage Refinance Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total**	% Owner Occ Units***	% USB Loans	% Owner Occ Units***	% USB Loans	% Owner Occ Units***	% USB Loans	% Owner Occ Units***	% USB Loans	Overall	Low	Mod	Mid	Upp
Limited Review (continued):															
San Jose-Sunnyvale-Santa Clara	3,602	8.94	1.17	0.53	14.81	7.08	48.40	43.25	35.63	49.14	2.10	1.99	1.67	2.11	2.18
San Luis Obispo-Paso Robles	331	0.82	NA	NA	10.27	9.06	75.43	74.32	14.31	16.62	1.68	NA	2.08	1.62	1.75
Santa Ana-Anaheim-Irvine	4,112	10.20	1.25	0.22	19.56	9.29	33.56	29.67	45.63	60.82	1.75	0.87	1.35	1.68	1.87
Santa Barbara-Santa Maria-Goleta	273	0.68	0.97	0.37	17.42	11.36	39.94	45.05	41.68	43.22	1.44	0.00	0.61	1.69	1.48
Santa Cruz-Watsonville	298	0.74	NA	NA	20.21	12.08	40.44	41.28	39.35	46.64	2.02	NA	1.20	2.17	2.16
Santa Rosa-Petaluma	585	1.45	NA	NA	9.17	6.67	71.27	69.40	19.56	23.93	1.47	NA	1.49	1.45	1.52
Stockton	243	0.60	1.80	0.00	19.48	4.94	39.28	30.04	39.43	65.02	1.16	0.00	0.69	1.07	1.27
Vallejo-Fairfield	383	0.95	0.52	0.52	15.69	7.57	50.32	44.91	33.48	47.00	2.32	7.69	2.42	2.20	2.40
Yuba City	118	0.29	NA	NA	17.49	10.17	52.57	61.02	29.94	28.81	2.68	NA	1.01	3.19	2.52
CA nonMSA	1,445	3.59	NA	NA	10.20	6.71	69.14	64.22	20.66	29.07	3.78	NA	4.45	4.33	2.78

Data shown includes only one to four-family and manufactured housing (property type 1 or 2). Distributions may not total 100% in markets with NA tracts (Los Angeles).

* Based on 2011 Peer Mortgage Data (USPR).

** Home mortgage refinance loans originated and purchased in the MA/AA as a percentage of all home mortgage refinance loans originated and purchased in the rated area.

*** Percentage of Owner-Occupied Units is the number of owner-occupied housing units in a particular geography divided by number of owner-occupied housing units in the area based on 2000 Census information.

Table 5. Geographic Distribution of Multifamily Loans

Geographic Distribution: MULTIFAMILY			Geography: CALIFORNIA				Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011					Market Share (%) by Geography*				
MA/Assessment Area:	Total Multifamily Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies							
	#	% of Total**	% of MF Units***	% USB Loans	% MF Units***	% USB Loans	% MF Units***	% USB Loans	% MF Units***	% USB Loans	Over-all	Low	Mod	Mid	Upp	
Full-Review:																
Los Angeles-Long Beach-Glendale	81	30.00	12.95	20.99	31.74	40.74	28.34	23.46	26.96	14.81	1.00	1.79	1.19	0.60	0.75	
Limited-Review:																
Bakersfield-Delano	2	0.74	5.58	0.00	33.58	50.00	31.60	50.00	29.24	0.00	0.00	0.00	0.00	0.00	0.00	
Chico	6	2.22	8.41	16.67	34.73	16.67	34.21	33.33	22.65	33.33	4.00	0.00	0.00	16.67	0.00	
Modesto	2	0.74	3.38	0.00	26.24	0.00	49.18	100.0	21.20	0.00	4.76	0.00	0.00	11.11	0.00	
Napa	1	0.37	NA	NA	24.02	100.0	72.18	0.00	3.80	0.00	3.70	NA	16.67	0.00	0.00	
Oakland-Fremont-Haywood	31	11.48	13.31	6.45	27.95	54.84	45.35	29.03	13.38	9.68	2.07	1.49	2.45	2.47	0.00	
Oxnard-Thousand Oaks-Ventura	2	0.74	3.57	0.00	34.60	100.0	47.43	0.00	14.41	0.00	1.69	0.00	3.03	0.00	0.00	
Redding	2	0.74	NA	NA	44.43	0.00	47.48	100.0	8.09	0.00	0.00	NA	0.00	0.00	0.00	
Riverside-San Bernardino-Ontario	24	8.89	7.73	8.33	38.68	41.67	37.84	41.67	15.76	8.33	4.42	0.00	3.75	4.23	11.76	
Sacramento-Arden Arcade-Roseville	30	11.11	10.57	26.67	36.09	43.33	35.54	16.67	17.80	13.33	4.83	0.00	4.08	4.17	11.54	
Salinas	0	0.00	NA	NA	28.29	0.00	58.50	0.00	13.21	0.00	0.00	NA	0.00	0.00	0.00	
San Diego-Carlsbad-San Marcos	29	10.74	11.77	24.14	32.61	31.03	37.33	34.48	18.29	10.34	2.19	2.94	1.64	1.90	5.56	
San Francisco-San Mateo-Redwood City	14	5.19	19.98	14.29	23.42	14.29	31.54	57.14	25.05	14.29	0.87	0.91	0.39	1.54	0.43	

Table 5. Geographic Distribution of Multifamily Loans (continued)

Geographic Distribution: MULTIFAMILY			Geography: CALIFORNIA						Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011						
MA/Assessment Area:	Total Multifamily Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total**	% of MF Units***	% USB Loans	% MF Units***	% USB Loans	% MF Units***	% USB Loans	% MF Units***	% USB Loans	Over-all	Low	Mod	Mid	Upp
Limited Review (continued):															
San Jose-Sunnyvale-Santa Clara	12	4.44	6.98	25.00	25.75	0.00	53.88	58.33	13.39	16.67	2.09	8.33	0.00	2.92	0.00
San Luis Obispo-Paso Robles	0	0.00	NA	NA	34.31	0.00	64.12	0.00	1.56	0.00	0.00	NA	0.00	0.00	0.00
Santa Ana-Anaheim-Irvine	10	3.70	6.27	20.00	41.07	60.00	33.61	10.00	19.05	10.00	1.03	2.00	1.33	0.00	0.00
Santa Barbara-Santa Maria-Goleta	1	0.37	12.99	0.00	41.94	0.00	28.08	100.0	16.99	0.00	1.54	0.00	0.00	5.88	0.00
Santa Cruz-Watsonville	0	0.00	NA	NA	43.78	0.00	44.77	0.00	11.45	0.00	0.00	NA	0.00	0.00	0.00
Santa Rosa-Petaluma	7	2.59	NA	NA	29.86	28.57	65.54	71.43	4.60	0.00	8.16	NA	10.53	6.67	0.00
Stockton	2	0.74	22.11	0.00	26.33	50.00	37.30	50.00	14.27	0.00	0.00	0.00	0.00	0.00	0.00
Vallejo-Fairfield	8	2.96	6.21	12.50	35.41	37.50	37.98	37.50	20.40	12.50	19.23	50.00	6.25	42.86	0.00
Yuba City	3	1.11	NA	NA	49.32	66.67	37.49	33.33	13.19	0.00	0.00	NA	0.00	0.00	0.00
CA nonMSA	3	1.11	NA	NA	33.99	0.00	60.71	100.0	5.30	0.00	13.04	NA	0.00	21.43	0.00

Multifamily loan distribution includes Home Purchases, Home Improvement and Refinances. Distributions may not total 100% in markets with NA tracts (Los Angeles, Oakland).

* Based on 2011 Peer Mortgage Data (USPR).

** Multifamily loans originated and purchased in the MA/AA as a percentage of all multifamily loans originated and purchased in the rated area.

*** Percentage of multifamily units is the number of multifamily housing units in a particular geography divided by number of multifamily housing units in the area based on 2000 Census information.

Table 6. Geographic Distribution of Small Loans to Businesses

Geographic Distribution: SMALL LOANS TO BUSINESSES												Geography: CALIFORNIA				Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011				
MA/Assessment Area:	Total Small Business Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*									
	#	% of Total **	% of Businesses ***	% USB Loans	% of Businesses ***	% USB Loans	% of Businesses ***	% USB Loans	% of Businesses ***	% USB Loans	Overall	Low	Mod	Mid	Upp					
Full-Review:																				
Los Angeles-Long Beach-Glendale	20,470	25.86	6.47	7.02	18.72	19.99	26.40	25.91	47.64	46.16	3.71	4.98	4.44	3.71	3.32					
Limited-Review:																				
Bakersfield-Delano	511	0.65	2.24	3.33	24.49	22.31	28.59	22.90	44.67	51.47	2.95	4.07	2.54	2.07	2.74					
Chico	1,136	1.44	0.40	0.09	24.05	24.65	48.49	40.40	27.05	34.86	9.63	0.00	9.96	9.04	9.93					
Modesto	976	1.23	6.49	7.68	14.64	11.17	51.23	53.69	27.64	27.46	5.71	8.41	5.54	4.98	5.49					
Napa	592	0.75	NA	NA	23.35	21.62	56.42	54.73	20.24	23.65	7.23	NA	8.04	6.16	8.08					
Oakland-Fremont-Haywood	6,704	8.47	8.80	6.77	15.45	13.83	38.68	37.74	36.96	41.66	4.32	4.40	4.73	4.18	4.23					
Oxnard-Thousand Oaks-Ventura	1,099	1.39	2.90	2.09	16.34	15.38	48.21	49.86	32.55	32.67	2.63	3.53	2.88	2.83	2.21					
Redding	886	1.12	NA	NA	22.94	22.57	63.60	66.82	13.47	10.61	10.37	NA	11.32	10.68	6.04					
Riverside-San Bernardino-Ontario	5,827	7.36	2.64	2.06	23.99	22.36	41.13	40.00	32.18	35.58	4.56	5.20	4.68	4.62	4.38					
Sacramento-Arden Arcade-Roseville	6,926	8.75	5.91	6.08	19.05	16.34	38.18	41.84	36.86	35.73	6.50	7.82	6.21	7.48	5.41					
Salinas	351	0.44	NA	NA	19.30	12.25	44.15	44.44	36.55	43.30	2.59	NA	1.77	2.68	2.59					
San Diego-Carlsbad-San Marcos	7,586	9.58	4.29	3.48	18.44	15.59	36.62	35.74	40.60	45.19	4.43	5.69	4.52	4.44	4.26					
San Francisco-San Mateo-Redwood City	5,946	7.51	13.61	9.47	17.37	15.91	34.98	44.90	33.97	29.72	3.48	3.12	3.14	4.01	3.04					

Table 6. Geographic Distribution of Small Loans to Businesses (continued)

Geographic Distribution: SMALL LOANS TO BUSINESSES			Geography: CALIFORNIA						Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011						
MA/Assessment Area:	Total Small Business Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total **	% of Businesses ***	% USB Loans	% of Businesses ***	% USB Loans	% of Businesses ***	% USB Loans	% of Businesses ***	% USB Loans	Overall	Low	Mod	Mid	Upp
Limited Review (continued):															
San Jose-Sunnyvale-Santa Clara	4,037	5.10	2.69	2.30	19.82	19.59	44.20	42.90	33.29	35.20	3.34	2.88	3.87	3.13	3.25
San Luis Obispo-Paso Robles	247	0.31	NA	NA	18.67	14.98	67.54	68.02	13.80	17.00	1.94	NA	2.23	1.94	1.80
Santa Ana-Anaheim-Irvine	7,786	9.84	2.38	1.97	25.49	24.47	33.63	34.31	37.70	38.79	3.58	2.80	3.94	3.70	3.33
Santa Barbara-Santa Maria-Goleta	344	0.43	2.22	0.58	32.24	27.91	32.93	34.30	32.61	37.21	2.28	0.00	2.28	2.35	2.05
Santa Cruz-Watsonville	809	1.02	NA	NA	20.73	18.54	45.71	45.12	33.56	36.34	4.65	NA	5.04	4.75	4.27
Santa Rosa-Petaluma	1,903	2.40	NA	NA	13.94	14.92	69.95	69.63	16.10	15.45	7.24	NA	7.52	6.79	7.01
Stockton	580	0.73	6.95	4.83	19.14	12.59	34.91	33.62	39.00	48.97	3.00	2.55	2.20	2.73	3.36
Vallejo-Fairfield	780	0.99	2.16	2.56	21.22	16.79	46.30	46.54	30.29	34.10	5.23	9.84	4.79	5.33	4.81
Yuba City	542	0.68	NA	NA	26.73	21.77	46.64	51.66	26.63	26.57	11.24	NA	8.78	12.24	9.54
CA nonMSA	3,121	3.94	NA	NA	15.08	19.51	65.75	67.29	19.17	13.20	11.53	NA	16.03	10.84	6.68

* Based on 2011 Peer Small Business Data – US and PR.

** Small loans to businesses originated and purchased in the MA/AA as a percentage of all small loans to businesses originated and purchased in the rated area.

*** Source Data - Dun and Bradstreet (2011).

Table 7. Geographic Distribution of Small Loans to Farms

Geographic Distribution: SMALL LOANS TO FARMS												Geography: CALIFORNIA					Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011				
MA/Assessment Area:	Total Small Farm Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*										
	#	% of Total**	% of Farms***	% USB Loans	% of Farms***	% USB Loans	% of Farms***	% USB Loans	% of Farms***	% USB Loans	Overall	Low	Mod	Mid	Upp						
Full-Review:																					
Los Angeles-Long Beach-Glendale	18	9.23	3.09	0.00	15.57	16.67	30.85	44.44	49.93	38.89	1.06	0.00	0.00	1.33	1.20						
Limited-Review:																					
Bakersfield-Delano	1	0.51	1.42	0.00	31.37	100.0	33.82	0.00	33.38	0.00	0.00	0.00	0.00	0.00	0.00						
Chico	10	5.13	0.09	0.00	9.61	0.00	51.69	70.00	38.61	30.00	0.68	0.00	0.00	0.00	1.49						
Modesto	4	2.05	1.83	0.00	12.09	25.00	62.56	25.00	23.52	50.00	0.00	0.00	0.00	0.00	0.00						
Napa	0	0.00	NA	NA	13.62	0.00	46.22	0.00	40.16	0.00	0.00	NA	0.00	0.00	0.00						
Oakland-Fremont-Haywood	10	5.13	5.70	0.00	16.05	20.00	38.08	20.00	40.17	60.00	0.00	0.00	0.00	0.00	0.00						
Oxnard-Thousand Oaks-Ventura	4	2.05	4.08	0.00	20.68	0.00	54.25	100.0	20.99	0.00	1.26	0.00	0.00	2.04	0.00						
Redding	6	3.08	NA	NA	13.30	16.67	73.23	83.33	13.47	0.00	6.06	NA	0.00	6.67	0.00						
Riverside-San Bernardino-Ontario	6	3.08	1.81	0.00	24.07	16.67	41.84	33.33	32.26	50.00	0.00	0.00	0.00	0.00	0.00						
Sacramento-Arden Arcade-Roseville	17	8.72	3.38	0.00	16.74	5.88	46.63	52.94	33.25	41.18	0.77	0.00	0.00	0.49	1.60						
Salinas	2	1.03	NA	NA	17.87	50.00	49.40	50.00	32.72	0.00	0.00	NA	0.00	0.00	0.00						
San Diego-Carlsbad-San Marcos	6	3.08	3.47	0.00	16.73	0.00	40.79	66.67	38.99	33.33	0.41	0.00	0.00	1.02	0.00						
San Francisco-San Mateo-Redwood City	10	5.13	6.21	10.00	14.85	0.00	42.91	20.00	36.03	70.00	1.32	0.00	0.00	0.00	3.08						

Table 7. Geographic Distribution of Small Loans to Farms (continued)

Geographic Distribution: SMALL LOANS TO FARMS		Geography: CALIFORNIA								Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011					
MA/Assessment Area:	Total Small Farm Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total**	% of Farms***	% USB Loans	% of Farms***	% USB Loans	% of Farms***	% USB Loans	% of Farms***	% USB Loans	Overall	Low	Mod	Mid	Upp
Limited Review (continued):															
San Jose-Sunnyvale-Santa Clara	0	0.00	2.45	0.00	23.86	0.00	44.45	0.00	29.24	0.00	0.00	0.00	0.00	0.00	0.00
San Luis Obispo-Paso Robles	3	1.54	NA	NA	12.97	0.00	72.75	66.67	14.28	33.33	0.00	NA	0.00	0.00	0.00
Santa Ana-Anaheim-Irvine	5	2.56	2.48	0.00	26.03	0.00	32.87	40.00	38.36	60.00	0.00	0.00	0.00	0.00	0.00
Santa Barbara-Santa Maria-Goleta	2	1.03	1.72	0.00	22.43	50.00	33.31	0.00	42.55	50.00	0.00	0.00	0.00	0.00	0.00
Santa Cruz-Watsonville	2	1.03	NA	NA	21.99	0.00	39.46	50.00	38.55	50.00	1.20	NA	0.00	0.00	3.85
Santa Rosa-Petaluma	10	5.13	NA	NA	5.95	0.00	80.70	80.00	13.35	20.00	0.53	NA	0.00	0.63	0.00
Stockton	4	2.05	1.37	0.00	10.20	0.00	52.06	25.00	36.38	75.00	0.00	0.00	0.00	0.00	0.00
Vallejo-Fairfield	1	0.51	0.73	0.00	11.23	0.00	57.26	0.00	30.77	100.0	0.00	0.00	0.00	0.00	0.00
Yuba City	15	7.69	NA	NA	6.70	0.00	63.15	73.33	30.15	26.67	1.80	NA	0.00	2.13	1.43
CA nonMSA	59	30.26	NA	NA	14.36	13.56	74.82	83.05	10.82	3.39	3.23	NA	5.13	3.06	4.76

* Based on 2011 Peer Small Business Data – US and PR.

** Small loans to farms originated and purchased in the MA/AA as a percentage of all small loans to farms originated and purchased in the rated area.

*** Source Data - Dun and Bradstreet (2011).

Table 8. Borrower Distribution of Home Purchase Loans

Borrower Distribution: HOME PURCHASE		Geography: CALIFORNIA						Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011							
MA/Assessment Area:	Total Home Purchase Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Market Share*				
	#	% of Total **	% Families ***	% USB Loans ****	% Families ***	% USB Loans ****	% Families ***	% USB Loans ****	% Families ***	% USB Loans ****	Over-all	Low	Mod	Mid	Upp
Full-Review:															
Los Angeles-Long Beach-Glendale	3,206	16.98	23.87	1.84	16.49	7.63	17.40	16.02	42.24	74.51	0.66	0.22	0.23	0.32	0.98
Limited-Review:															
Bakersfield-Delano	245	1.30	23.46	5.45	16.67	25.45	18.13	27.27	41.75	41.82	0.15	0.00	0.18	0.16	0.16
Chico	115	0.61	21.91	3.13	17.06	25.00	21.06	23.96	39.97	47.92	1.78	0.00	1.82	2.11	1.94
Modesto	263	1.39	21.74	23.89	17.27	30.00	20.71	20.56	40.28	25.56	0.51	0.65	0.50	0.34	0.59
Napa	74	0.39	18.55	3.77	19.66	9.43	22.34	16.98	39.45	69.81	1.07	2.00	0.00	1.24	1.32
Oakland-Fremont-Haywood	1,547	8.19	20.97	14.59	17.47	21.27	21.18	17.48	40.38	46.66	0.80	1.03	0.62	0.65	0.92
Oxnard-Thousand Oaks-Ventura	334	1.77	19.55	8.09	18.43	15.44	22.09	13.97	39.92	62.50	0.45	0.35	0.09	0.24	0.80
Redding	143	0.76	20.36	14.88	18.02	26.45	21.24	19.01	40.38	39.67	2.22	4.74	2.27	1.50	2.02
Riverside-San Bernardino-Ontario	2,776	14.70	21.73	6.70	17.48	18.32	20.23	22.05	40.56	52.93	0.54	0.37	0.36	0.39	0.79
Sacramento-Arden Arcade-Roseville	2,535	13.42	20.59	29.30	18.32	27.63	21.00	14.36	40.09	28.71	2.07	6.18	2.04	0.91	1.29
Salinas	224	1.19	19.70	11.83	18.38	19.35	21.52	29.03	40.40	39.78	0.49	0.34	0.28	0.18	0.84
San Diego-Carlsbad-San Marcos	2,267	12.01	21.02	3.85	17.91	16.36	20.09	18.99	40.98	60.80	1.02	1.10	0.99	0.64	1.21
San Francisco-San Mateo-Redwood City	843	4.46	21.33	3.15	17.59	16.06	19.98	15.73	41.11	65.07	1.43	1.00	1.51	1.13	1.54

Table 8. Borrower Distribution of Home Purchase Loans (continued)

Borrower Distribution: HOME PURCHASE		Geography: CALIFORNIA						Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011							
MA/Assessment Area:	Total Home Purchase Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Market Share*				
	#	% of Total **	% Families ***	% USB Loans ****	% Families ***	% USB Loans ****	% Families ***	% USB Loans ****	% Families ***	% USB Loans ****	Over-all	Low	Mod	Mid	Upp
Limited Review (continued):															
San Jose-Sunnyvale-Santa Clara	1,085	5.75	20.21	8.17	17.95	17.26	21.63	19.63	40.21	54.94	1.43	2.15	1.10	1.05	1.67
San Luis Obispo-Paso Robles	111	0.59	18.57	2.22	18.88	15.56	22.65	17.78	39.90	64.44	0.61	0.00	0.80	0.00	0.89
Santa Ana-Anaheim-Irvine	1,267	6.71	20.69	4.78	17.97	14.48	20.68	19.57	40.65	61.17	0.73	0.38	0.46	0.53	0.95
Santa Barbara-Santa Maria-Goleta	185	0.98	20.00	10.53	18.61	21.05	20.45	22.37	40.95	46.05	0.37	0.00	0.13	0.12	0.67
Santa Cruz-Watsonville	105	0.56	19.96	8.93	17.98	21.43	21.23	14.29	40.83	55.36	1.02	1.52	0.62	0.68	1.29
Santa Rosa-Petaluma	243	1.29	17.73	3.55	18.87	23.40	24.32	22.70	39.08	50.35	0.73	0.41	0.41	0.57	1.08
Stockton	302	1.60	22.77	21.99	16.48	31.41	19.80	17.28	40.95	29.32	0.40	0.63	0.45	0.26	0.37
Vallejo-Fairfield	282	1.49	19.26	15.22	18.51	23.91	23.45	26.09	38.79	34.78	0.47	0.68	0.34	0.50	0.49
Yuba City	120	0.64	20.84	20.00	18.18	31.43	20.53	21.43	40.46	27.14	1.00	2.54	0.92	0.49	0.91
CA nonMSA	611	3.24	20.57	6.59	17.73	16.09	21.49	22.09	40.20	55.23	2.59	4.77	3.01	1.90	2.55

Data shown includes only one to four-family and manufactured housing (property type 1 or 2).

* Based on 2011 Peer Mortgage Data (USPR).

** Home purchase loans originated and purchased in the MA/AA as a percentage of all home purchase loans originated and purchased in the rated area.

*** Percentage of Families is based on the 2000 Census information.

**** As a percentage of loans with borrower income information available. No information was available for 42.7% of loans originated and purchased by the bank.

Table 9. Borrower Distribution of Home Improvement Loans

Borrower Distribution: HOME IMPROVEMENT		Geography: CALIFORNIA						Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011							
MA/Assessment Area:	Total Home Improvement Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Market Share*				
	#	% of Total **	% Families ***	% USB Loans ****	% Families ***	% USB Loans ****	% Families ***	% USB Loans ****	% Families ***	% USB Loans ****	Over-all	Low	Mod	Mid	Upp
Full-Review:															
Los Angeles-Long Beach-Glendale	251	19.25	23.87	7.73	16.49	13.73	17.40	18.45	42.24	60.09	2.37	4.28	3.01	2.15	2.18
Limited-Review:															
Bakersfield-Delano	4	0.31	23.46	0.00	16.67	25.00	18.13	25.00	41.75	50.00	0.80	0.00	0.00	1.82	0.68
Chico	25	1.92	21.91	8.33	17.06	16.67	21.06	41.67	39.97	33.33	13.54	22.22	9.52	12.00	14.63
Modesto	9	0.69	21.74	25.00	17.27	12.50	20.71	25.00	40.28	37.50	3.55	5.88	4.00	3.70	2.78
Napa	5	0.38	18.55	0.00	19.66	20.00	22.34	40.00	39.45	40.00	2.48	0.00	3.23	2.94	2.17
Oakland-Fremont-Haywood	97	7.44	20.97	13.68	17.47	21.05	21.18	23.16	40.38	42.11	3.02	4.74	3.56	2.83	2.57
Oxnard-Thousand Oaks-Ventura	22	1.69	19.55	11.11	18.43	22.22	22.09	5.56	39.92	61.11	1.37	3.45	1.31	0.51	1.52
Redding	19	1.46	20.36	10.53	18.02	31.58	21.24	42.11	40.38	15.79	8.70	0.00	14.29	16.00	3.92
Riverside-San Bernardino-Ontario	180	13.80	21.73	21.39	17.48	18.50	20.23	23.12	40.56	36.99	5.13	14.29	7.17	6.47	3.09
Sacramento-Arden Arcade-Roseville	136	10.43	20.59	23.13	18.32	19.40	21.00	20.15	40.09	37.31	4.11	7.69	5.90	3.15	3.06
Salinas	3	0.23	19.70	0.00	18.38	0.00	21.52	0.00	40.40	100.0	1.08	0.00	0.00	0.00	1.69
San Diego-Carlsbad-San Marcos	123	9.43	21.02	12.04	17.91	14.81	20.09	18.52	40.98	54.63	2.42	2.36	3.32	2.81	2.05
San Francisco-San Mateo-Redwood City	92	7.06	21.33	17.44	17.59	27.91	19.98	13.95	41.11	40.70	2.65	3.49	4.26	1.74	2.27

Table 9. Borrower Distribution of Home Improvement Loans (continued)

Borrower Distribution: HOME IMPROVEMENT		Geography: CALIFORNIA						Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011							
MA/Assessment Area:	Total Home Improvement Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Market Share*				
	#	% of Total **	% Families ***	% USB Loans ****	% Families ***	% USB Loans ****	% Families ***	% USB Loans ****	% Families ***	% USB Loans ****	Over-all	Low	Mod	Mid	Upp
Limited Review (continued):															
San Jose-Sunnyvale-Santa Clara	70	5.37	20.21	8.06	17.95	14.52	21.63	27.42	40.21	50.00	2.72	1.83	3.32	3.68	2.28
San Luis Obispo-Paso Robles	10	0.77	18.57	12.50	18.88	0.00	22.65	25.00	39.90	62.50	2.58	9.09	0.00	3.45	2.46
Santa Ana-Anaheim-Irvine	109	8.36	20.69	12.63	17.97	8.42	20.68	26.32	40.65	52.63	2.42	5.00	1.44	2.92	2.18
Santa Barbara-Santa Maria-Goleta	13	1.00	20.00	0.00	18.61	11.11	20.45	11.11	40.95	77.78	1.29	0.00	1.89	0.98	1.36
Santa Cruz-Watsonville	17	1.30	19.96	13.33	17.98	13.33	21.23	33.33	40.83	40.00	7.81	6.25	5.56	12.50	7.14
Santa Rosa-Petaluma	14	1.07	17.73	0.00	18.87	15.38	24.32	30.77	39.08	53.85	1.74	0.00	0.00	2.52	2.31
Stockton	10	0.77	22.77	0.00	16.48	30.00	19.80	20.00	40.95	50.00	2.62	0.00	5.66	0.00	3.16
Vallejo-Fairfield	10	0.77	19.26	20.00	18.51	50.00	23.45	10.00	38.79	20.00	3.28	0.00	9.52	0.00	2.86
Yuba City	4	0.31	20.84	25.00	18.18	25.00	20.53	25.00	40.46	25.00	1.37	0.00	0.00	3.70	0.00
CA nonMSA	81	6.21	20.57	11.39	17.73	24.05	21.49	26.58	40.20	37.97	11.94	22.22	15.38	12.99	8.43

Data shown includes only one to four-family and manufactured housing (property type of 1 or 2).

* Based on 2011 Peer Mortgage Data (USPR).

** Home improvement loans originated and purchased in the MA/AA as a percentage of all home improvement loans originated and purchased in the rated area.

*** Percentage of Families is based on the 2000 Census information.

**** As a percentage of loans with borrower income information available. No information was available for 6.9% of loans originated and purchased by the bank.

Table 10. Borrower Distribution of Home Mortgage Refinance Loans

Borrower Distribution: HOME MORTGAGE REFINANCE			Geography: CALIFORNIA				Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011									
MA/Assessment Area:	Total Home Mortgage Refinance Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Market Share*					
	#	% of Total **	% Families ***	% USB Loans ****	% Families ***	% USB Loans ****	% Families ***	% USB Loans ****	% Families ***	% USB Loans ****	Over-all	Low	Mod	Mid	Upp	
Full-Review:																
Los Angeles-Long Beach-Glendale	7,738	19.20	23.87	3.41	16.49	10.11	17.40	16.98	42.24	69.49	1.54	1.40	1.74	1.58	1.52	
Limited-Review:																
Bakersfield-Delano	234	0.58	23.46	4.00	16.67	10.00	18.13	14.00	41.75	72.00	0.75	0.54	1.46	0.86	0.64	
Chico	395	0.98	21.91	5.65	17.06	20.24	21.06	20.54	39.97	53.57	4.33	5.30	7.18	3.53	3.91	
Modesto	229	0.57	21.74	8.00	17.27	13.71	20.71	22.86	40.28	55.43	1.77	2.01	1.99	2.17	1.53	
Napa	229	0.57	18.55	5.58	19.66	17.77	22.34	26.90	39.45	49.75	2.54	2.25	3.50	3.29	2.03	
Oakland-Fremont-Haywood	3,649	9.06	20.97	6.56	17.47	12.90	21.18	22.41	40.38	58.14	1.60	2.83	1.77	1.67	1.45	
Oxnard-Thousand Oaks-Ventura	1,023	2.54	19.55	5.36	18.43	11.76	22.09	23.81	39.92	59.08	1.33	1.44	1.22	1.34	1.34	
Redding	425	1.05	20.36	4.24	18.02	15.82	21.24	29.66	40.38	50.28	4.86	2.72	5.41	6.37	4.35	
Riverside-San Bernardino-Ontario	3,388	8.41	21.73	8.28	17.48	15.53	20.23	23.55	40.56	52.65	2.27	3.78	3.01	2.58	1.91	
Sacramento-Arden Arcade-Roseville	3,169	7.86	20.59	9.09	18.32	16.21	21.00	22.43	40.09	52.26	2.53	4.44	2.72	2.61	2.23	
Salinas	195	0.48	19.70	1.98	18.38	6.93	21.52	13.86	40.40	77.23	0.90	0.50	0.79	0.92	0.94	
San Diego-Carlsbad-San Marcos	4,783	11.87	21.02	4.14	17.91	10.50	20.09	19.63	40.98	65.72	1.89	2.18	1.95	1.78	1.89	
San Francisco-San Mateo-Redwood City	3,447	8.55	21.33	5.95	17.59	16.45	19.98	22.54	41.11	55.06	2.31	2.93	3.39	2.43	2.02	

Table 10. Borrower Distribution of Home Mortgage Refinance Loans (continued)

Borrower Distribution: HOME MORTGAGE REFINANCE			Geography: CALIFORNIA				Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011									
MA/Assessment Area:	Total Home Mortgage Refinance Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Market Share*					
	#	% of Total **	% Families ***	% USB Loans ****	% Families ***	% USB Loans ****	% Families ***	% USB Loans ****	% Families ***	% USB Loans ****	Over-all	Low	Mod	Mid	Upp	
Limited Review (continued):																
San Jose-Sunnyvale-Santa Clara	3,602	8.94	20.21	4.54	17.95	10.45	21.63	20.83	40.21	64.19	1.92	2.49	2.41	1.88	1.82	
San Luis Obispo-Paso Robles	331	0.82	18.57	5.11	18.88	13.64	22.65	26.14	39.90	55.11	1.16	0.28	1.62	1.01	1.20	
Santa Ana-Anaheim-Irvine	4,112	10.20	20.69	6.74	17.97	14.13	20.68	22.26	40.65	56.88	1.51	2.08	1.70	1.41	1.46	
Santa Barbara-Santa Maria-Goleta	273	0.68	20.00	3.85	18.61	15.38	20.45	15.38	40.95	65.38	0.97	0.28	1.18	0.71	1.05	
Santa Cruz-Watsonville	298	0.74	19.96	6.25	17.98	12.98	21.23	21.63	40.83	59.13	1.64	1.93	1.43	1.90	1.57	
Santa Rosa-Petaluma	585	1.45	17.73	7.65	18.87	20.66	24.32	20.66	39.08	51.02	1.27	2.10	1.46	1.17	1.15	
Stockton	243	0.60	22.77	6.40	16.48	15.70	19.80	30.81	40.95	47.09	1.32	0.97	1.21	1.99	1.13	
Vallejo-Fairfield	383	0.95	19.26	10.92	18.51	19.11	23.45	27.30	38.79	42.66	2.47	3.41	2.44	2.72	2.20	
Yuba City	118	0.29	20.84	6.17	18.18	12.35	20.53	33.33	40.46	48.15	3.20	4.05	3.68	4.78	2.28	
CA nonMSA	1,445	3.59	20.57	6.31	17.73	13.19	21.49	23.26	40.20	57.23	4.16	5.85	4.26	5.27	3.67	

Data shown includes only one to four-family and manufactured housing (property type 1 or 2).

* Based on 2011 Peer Mortgage Data (USPR).

** Home refinance loans originated and purchased in the MA/AA as a percentage of all home refinance loans originated and purchased in the rated area.

*** Percentage of Families is based on the 2000 Census information.

**** As a percentage of loans with borrower income information available. No information was available for 25.3% of loans originated and purchased by the bank.

Table 11. Borrower Distribution of Small Loans to Businesses

Borrower Distribution: SMALL LOANS TO BUSINESSES				Geography: CALIFORNIA		Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011			
MA/Assessment Area:	Total Small Loans to Businesses		Businesses With Revenues of \$1 million or less		Loans by Original Amount Regardless of Business Size			Market Share*	
	#	% of Total **	% of Businesses ***	% USB Loans****	\$100,000 or less	>\$100,000 to \$250,000	>\$250,000 to \$1,000,000	All	Rev \$1 Million or Less
Full-Review:									
Los Angeles-Long Beach-Glendale	20,470	25.86	67.79	61.72	95.32	1.54	3.14	3.71	4.92
Limited-Review:									
Bakersfield-Delano	511	0.65	70.62	44.42	95.11	1.37	3.52	2.95	2.45
Chico	1,136	1.44	72.64	58.80	94.28	2.29	3.43	9.63	11.26
Modesto	976	1.23	69.91	64.55	93.34	2.56	4.10	5.71	7.75
Napa	592	0.75	70.32	63.34	96.79	1.35	1.86	7.23	8.80
Oakland-Fremont-Haywood	6,704	8.47	68.46	66.29	94.84	1.89	3.27	4.32	5.66
Oxnard-Thousand Oaks-Ventura	1,099	1.39	70.39	66.88	95.91	1.00	3.09	2.63	3.44
Redding	886	1.12	72.41	68.17	97.18	1.02	1.81	10.37	13.51
Riverside-San Bernardino-Ontario	5,827	7.36	69.30	65.59	95.61	1.73	2.66	4.56	6.37
Sacramento-Arden Arcade-Roseville	6,926	8.75	69.51	57.18	93.27	2.80	3.93	6.50	7.31
Salinas	351	0.44	69.55	63.82	98.01	0.28	1.71	2.59	2.82
San Diego-Carlsbad-San Marcos	7,586	9.58	66.93	62.94	93.07	2.60	4.34	4.43	5.86
San Francisco-San Mateo-Redwood City	5,946	7.51	66.90	64.85	95.73	1.46	2.81	3.48	4.35

Table 11. Borrower Distribution of Small Loans to Businesses (continued)

Borrower Distribution: SMALL LOANS TO BUSINESSES					Geography: CALIFORNIA			Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011		
MA/Assessment Area:	Total Small Loans to Businesses		Businesses With Revenues of \$1 million or less		Loans by Original Amount Regardless of Business Size			Market Share*		
	#	% of Total **	% of Businesses ***	% USB Loans****	\$100,000 or less	>\$100,000 to \$250,000	>\$250,000 to \$1,000,000	All	Rev \$1 Million or Less	
Limited Review (continued):										
San Jose-Sunnyvale-Santa Clara	4,037	5.10	66.80	63.61	94.10	1.86	4.04	3.34	4.10	
San Luis Obispo-Paso Robles	247	0.31	70.96	64.37	95.14	2.02	2.83	1.94	2.41	
Santa Ana-Anaheim-Irvine	7,786	9.84	68.30	60.78	94.21	2.11	3.69	3.58	4.46	
Santa Barbara-Santa Maria-Goleta	344	0.43	69.43	61.92	97.09	1.45	1.45	2.28	2.89	
Santa Cruz-Watsonville	809	1.02	72.32	72.06	98.89	0.74	0.37	4.65	6.12	
Santa Rosa-Petaluma	1,903	2.40	69.43	60.27	95.74	2.21	2.05	7.24	8.33	
Stockton	580	0.73	68.69	58.62	92.59	3.45	3.97	3.00	3.32	
Vallejo-Fairfield	780	0.99	71.00	66.79	95.51	2.18	2.31	5.23	6.91	
Yuba City	542	0.68	68.61	61.07	94.65	2.58	2.77	11.24	12.91	
CA nonMSA	3,121	3.94	71.22	62.83	95.26	1.95	2.79	11.53	13.68	

* Based on 2011 Peer Small Business Data – US and PR.

** Small loans to businesses originated and purchased in the MA/AA as a percentage of all small loans to businesses originated and purchased in the rated area.

*** Businesses with revenues of \$1 million or less as a percentage of all businesses (Source Dun and Bradstreet - 2011).

**** Small loans to businesses with revenues of \$1 million or less as a percentage of all loans reported as small loans to businesses. No information was available for 19.6% of small loans to businesses originated and purchased by the bank.

Table 12. Borrower Distribution of Small Loans to Farms

Borrower Distribution: SMALL LOANS TO FARMS					Geography: CALIFORNIA			Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011		
MA/Assessment Area:	Total Small Loans to Farms		Farms With Revenues of \$1 million or less		Loans by Original Amount Regardless of Farm Size			Market Share*		
	#	% of Total**	% of Farms***	% USB Loans****	\$100,000 or less	>\$100,000 to \$250,000	>\$250,000 to \$500,000	All	Rev \$1 Million or Less	
Full-Review:										
Los Angeles-Long Beach-Glendale	18	9.23	95.03	44.44	77.78	5.56	16.67	1.06	1.48	
Limited-Review:										
Bakersfield-Delano	1	0.51	88.58	0.00	100.0	0.00	0.00	0.00	0.00	
Chico	10	5.13	95.76	80.00	90.00	10.00	0.00	0.68	1.03	
Modesto	4	2.05	92.95	75.00	100.0	0.00	0.00	0.00	0.00	
Napa	0	0.00	92.91	0.00	0.00	0.00	0.00	0.00	0.00	
Oakland-Fremont-Haywood	10	5.13	94.67	50.00	90.00	10.00	0.00	0.00	0.00	
Oxnard-Thousand Oaks-Ventura	4	2.05	90.79	50.00	25.00	75.00	0.00	1.26	0.00	
Redding	6	3.08	96.13	66.67	100.0	0.00	0.00	6.06	5.00	
Riverside-San Bernardino-Ontario	6	3.08	93.95	83.33	100.0	0.00	0.00	0.00	0.00	
Sacramento-Arden Arcade-Roseville	17	8.72	95.31	70.59	70.59	29.41	0.00	0.77	1.11	
Salinas	2	1.03	84.19	50.00	100.0	0.00	0.00	0.00	0.00	
San Diego-Carlsbad-San Marcos	6	3.08	94.81	83.33	100.0	0.00	0.00	0.41	0.78	
San Francisco-San Mateo-Redwood City	10	5.13	94.37	80.00	80.00	0.00	20.00	1.32	2.15	

Table 12. Borrower Distribution of Small Loans to Farms (continued)

Borrower Distribution: SMALL LOANS TO FARMS					Geography: CALIFORNIA			Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011	
MA/Assessment Area:	Total Small Loans to Farms		Farms With Revenues of \$1 million or less		Loans by Original Amount Regardless of Farm Size			Market Share*	
	#	% of Total**	% of Farms***	% USB Loans****	\$100,000 or less	>\$100,000 to \$250,000	>\$250,000 to \$500,000	All	Rev \$1 Million or Less
Limited Review (continued):									
San Jose-Sunnyvale-Santa Clara	0	0.00	93.71	0.00	0.00	0.00	0.00	0.00	0.00
San Luis Obispo-Paso Robles	3	1.54	96.16	66.67	100.0	0.00	0.00	0.00	0.00
Santa Ana-Anaheim-Irvine	5	2.56	93.72	100.0	100.0	0.00	0.00	0.00	0.00
Santa Barbara-Santa Maria-Goleta	2	1.03	91.16	100.0	100.0	0.00	0.00	0.00	0.00
Santa Cruz-Watsonville	2	1.03	92.77	50.00	100.0	0.00	0.00	1.20	0.00
Santa Rosa-Petaluma	10	5.13	94.66	90.00	100.0	0.00	0.00	0.53	0.85
Stockton	4	2.05	92.07	50.00	100.0	0.00	0.00	0.00	0.00
Vallejo-Fairfield	1	0.51	96.09	100.0	100.0	0.00	0.00	0.00	0.00
Yuba City	15	7.69	94.30	73.33	80.00	13.33	6.67	1.80	2.54
CA nonMSA	59	30.26	95.62	84.75	76.27	10.17	13.56	3.23	4.01

* Based on 2011 Peer Small Business Data – US and PR.

** Small loans to farms originated and purchased in the MA/AA as a percentage of all small loans to farms originated and purchased in the rated area.

*** Farms with revenues of \$1 million or less as a percentage of all farms (Source Dun and Bradstreet - 2011).

**** Small loans to farms with revenues of \$1 million or less as a percentage of all loans reported as small loans to farms. No information was available for 6.7% of small loans to farms originated and purchased by the bank.

Table 14. Qualified Investments

QUALIFIED INVESTMENTS		Geography: CALIFORNIA				Evaluation Period: JANUARY 1, 2009 To MARCH 31, 2012			
MA/Assessment Area:	Prior Period Investments*		Current Period Investments**		Total Investments			Unfunded Commitments***	
	#	\$(000's)	#	\$(000's)	#	\$(000's)	% of Total	#	\$(000's)
Full-Review:									
Los Angeles-Long Beach-Glendale	33	26,020	653	156,427	686	182,447	17.09	14	43,615
Limited-Review:									
Bakersfield-Delano	0	0	41	28,606	41	28,606	2.68	0	0
Chico	8	429	17	6,480	25	6,909	0.65	0	0
Modesto	11	396	41	3,440	52	3,836	0.36	0	0
Napa	4	126	6	1,682	10	1,808	0.17	0	0
Oakland-Fremont-Haywood	40	31,391	250	104,569	290	135,960	12.74	2	1,043
Oxnard-Thousand Oaks-Ventura	7	299	58	9,671	65	9,970	0.93	1	10,831
Redding	14	496	33	2,635	47	3,131	0.29	1	67
Riverside-San Bernardino-Ontario	14	17,917	260	65,513	274	83,431	7.82	2	13,371
Sacramento-Arden Arcade-Roseville	68	22,757	286	91,836	354	114,593	10.74	5	15,488
Salinas	2	34	61	18,162	63	18,196	1.70	3	14,230
San Diego-Carlsbad-San Marcos	44	12,462	337	107,365	381	119,827	11.23	8	11,901
San Francisco-San Mateo-Redwood City	35	17,309	249	100,029	284	117,338	10.99	5	1,184
San Jose-Sunnyvale-Santa Clara	3	13,037	55	24,773	58	37,809	3.54	0	0
San Luis Obispo-Paso Robles	2	1,793	15	2,824	17	4,616	0.43	0	0
Santa Ana-Anaheim-Irvine	16	13,753	257	65,512	273	79,265	7.43	1	15,827
Santa Barbara-Santa Maria-Goleta	0	0	15	2,466	15	2,466	0.23	0	0
Santa Cruz-Watsonville	6	6,509	13	2,929	19	9,439	0.88	0	0
Santa Rosa-Petaluma	10	876	37	25,902	47	26,778	2.51	0	0

Table 14. Qualified Investments (continued)

QUALIFIED INVESTMENTS		Geography: CALIFORNIA				Evaluation Period: JANUARY 1, 2009 To MARCH 31, 2012			
MA/Assessment Area:	Prior Period Investments*		Current Period Investments**		Total Investments			Unfunded Commitments***	
	#	\$(000's)	#	\$(000's)	#	\$(000's)	% of Total	#	\$(000's)
Limited-Review (continued):									
Stockton	8	501	25	2,821	33	3,322	0.31	0	0
Vallejo-Fairfield	18	1,583	25	3,641	43	5,225	0.49	0	0
Yuba City	4	101	15	2,450	19	2,551	0.24	0	0
CA nonMSA	79	10,109	128	18,262	207	28,371	2.66	1	290
CA Statewide	19	12,523	237	28,873	256	41,397	3.88	0	0

* 'Prior Period Investments' means investments made in a previous evaluation period that are outstanding as of the examination date.

** The evaluation period for current period investments is January 1, 2009 to March 31, 2012.

*** 'Unfunded Commitments' means legally binding investment commitments that are tracked and recorded by the institution's financial reporting system.

Table 15. Distribution of Branch Delivery System and Branch Openings/Closings

DISTRIBUTION OF BRANCH DELIVERY SYSTEM/BRANCH OPENINGS/CLOSINGS Geography: CALIFORNIA Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011																	
MA/Assessment Area:	Deposits	Branches						Branch Openings/Closings						Population			
	% of Rated Area Deposits in AA	# of USB Branches	% of Rated Area Branches in AA	Location of Branches by Income of Geographies (%)				# of Branch Openings	# of Branch Closings	Net change in Location of Branches (+ or -)				% of Population within Each Geography			
				Low	Mod	Mid	Upp			Low	Mod	Mid	Upp	Low	Mod	Mid	Upp
Full-Review:																	
Los Angeles-Long Beach-Glendale	28.31	150	22.46	2.67	16.67	26.00	53.33	7	10	0	1	-4	0	8.00	29.44	30.88	31.58
Limited-Review:																	
Bakersfield-Delano	0.08	1	0.15	0.00	0.00	0.00	100.0	0	0	0	0	0	0	4.40	32.14	31.74	30.06
Chico	0.45	5	0.75	0.00	40.00	40.00	20.00	0	0	0	0	0	0	2.16	23.07	52.76	22.01
Modesto	0.43	5	0.75	20.00	0.00	80.00	0.00	0	0	0	0	0	0	2.66	21.22	52.77	23.35
Napa	0.29	4	0.60	NA	75.00	25.00	0.00	0	1	NA	0	-1	0	NA	16.66	63.01	20.33
Oakland-Fremont-Haywood	6.72	54	8.08	5.56	9.26	48.15	37.04	11	2	-1	1	6	3	8.54	20.25	41.14	30.04
Oxnard-Thousand Oaks-Ventura	1.12	18	2.69	0.00	11.11	66.67	22.22	2	1	0	0	1	0	3.86	23.98	44.41	27.75
Redding	0.49	6	0.90	NA	33.33	66.67	0.00	0	0	NA	0	0	0	NA	18.51	66.24	15.25
Riverside-San Bernardino-Ontario	8.67	85	12.72	0.00	20.00	40.00	40.00	11	9	0	0	1	1	3.53	28.54	41.16	26.73
Sacramento-Arden Arcade-Roseville	14.25	51	7.63	5.88	11.76	45.10	37.25	5	1	1	-1	2	2	6.61	25.18	38.80	29.41
Salinas	0.03	2	0.30	NA	50.00	50.00	0.00	0	0	NA	0	0	0	NA	26.32	48.43	25.25
San Diego-Carlsbad-San Marcos	11.83	79	11.83	5.06	24.05	39.24	31.65	4	1	0	1	1	1	7.78	24.46	37.46	30.01
San Francisco-San Mateo-Redwood City	6.13	35	5.24	17.14	14.29	42.86	25.71	1	3	0	-2	-1	1	7.21	21.80	42.21	28.77
San Jose-Sunnyvale-Santa Clara	4.36	30	4.49	0.00	3.33	50.00	46.67	2	1	0	0	2	-1	4.03	22.79	47.69	25.49
San Luis Obispo-Paso Robles	0.41	6	0.90	NA	33.33	50.00	16.67	0	0	NA	0	0	0	NA	16.72	69.48	13.79
Santa Ana-Anaheim-Irvine	11.94	78	11.68	0.00	23.08	32.05	44.87	6	6	0	0	2	-2	4.95	30.96	31.84	32.26

Table 15. Distribution of Branch Delivery System and Branch Openings/Closings (continued)

DISTRIBUTION OF BRANCH DELIVERY SYSTEM/BRANCH OPENINGS/CLOSINGS Geography: CALIFORNIA Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011																	
MA/Assessment Area:	Deposits	Branches						Branch Openings/Closings						Population			
	% of Rated Area Deposits in AA	# of USB Branches	% of Rated Area Branches in AA	Location of Branches by Income of Geographies (%)				# of Branch Openings	# of Branch Closings	Net change in Location of Branches (+ or -)				% of Population within Each Geography			
				Low	Mod	Mid	Upp			Low	Mod	Mid	Upp	Low	Mod	Mid	Upp
Limited Review (continued):																	
Santa Barbara-Santa Maria-Goleta	0.19	3	0.45	0.00	33.33	33.33	33.33	1	0	0	1	0	0	6.08	31.57	33.18	29.18
Santa Cruz-Watsonville	0.32	6	0.90	NA	16.67	33.33	50.00	2	0	NA	0	0	2	NA	31.25	39.43	29.32
Santa Rosa-Petaluma	0.67	10	1.50	NA	30.00	70.00	0.00	0	1	NA	0	-1	0	NA	14.38	69.79	15.83
Stockton	0.29	7	1.05	0.00	14.29	28.57	57.14	1	0	0	0	0	1	5.88	25.65	38.34	30.13
Vallejo-Fairfield	0.75	7	1.05	0.00	28.57	57.14	14.29	0	0	0	0	0	0	1.55	22.77	47.80	27.02
Yuba City	0.21	1	0.15	NA	100.0	0.00	0.00	0	0	NA	0	0	0	NA	25.62	51.20	23.18
CA nonMSA	2.08	25	3.74	NA	28.00	60.00	12.00	0	0	NA	0	0	0	NA	13.52	69.78	16.71

Table 1. Lending Volume

LENDING VOLUME												
Geography: COLORADO												
Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011												
MA/Assessment Area:	% of Rated Area Loans (#) in MA/AA*	Home Mortgage		Small Loans to Businesses		Small Loans to Farms		Community Development Loans**		Total Reported Loans		% of Rated Area Deposits in MA/AA***
		#	\$(000's)	#	\$(000's)	#	\$(000's)	#	\$(000's)	#	\$(000's)	
Full-Review:												
Denver-Aurora	59.83	21,266	5,027,808	20,995	514,039	52	1,352	28	158,441	42,341	5,701,640	75.02
Limited-Review:												
Boulder	5.90	2,102	591,470	2,064	49,468	2	13	7	5,802	4,175	646,753	3.44
Colorado Springs	12.96	3,899	825,807	5,251	116,728	13	418	8	10,271	9,171	953,224	7.42
Fort Collins-Loveland	5.62	2,365	496,407	1,597	28,792	7	153	5	1,953	3,974	527,305	2.22
Grand Junction	2.96	958	190,196	1,123	70,261	12	2,610	4	7,567	2,097	270,634	1.98
Greeley	3.20	1,280	253,114	981	17,900	6	57	0	0	2,267	271,071	0.80
Pueblo	2.62	968	120,283	875	24,867	4	250	7	7,270	1,854	152,670	2.55
CO nonMSA	6.90	2,373	749,863	2,488	109,902	14	1,801	11	8,616	4,886	870,182	6.57
CO Statewide	0.00	0	0	0	0	0	0	2	400	2	400	NA

* Loan Data as of December 31, 2011. Rated area refers to either the state or multistate MA rating area.

** The evaluation period for Community Development Loans is from January 1, 2009 to March 31, 2012.

*** Deposit Data as of June 30, 2011. Rated Area refers to the state, multistate MA, or institution, as appropriate.

Table 2. Geographic Distribution of Home Purchase Loans

Geographic Distribution: HOME PURCHASE		Geography: COLORADO								Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011					
MA/Assessment Area:	Total Home Purchase Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total**	% Owner Occ Units***	% USB Loans	% Owner Occ Units***	% USB Loans	% Owner Occ Units***	% USB Loans	% Owner Occ Units***	% USB Loans	Overall	Low	Mod	Mid	Upp
Full-Review:															
Denver-Aurora	5,982	62.34	1.94	2.14	22.29	16.47	42.16	37.13	33.62	42.90	3.61	2.64	3.26	3.27	4.18
Limited-Review:															
Boulder	467	4.87	0.27	0.86	19.36	12.63	44.99	45.18	35.39	41.33	2.81	0.00	1.70	2.76	3.52
Colorado Springs	1,062	11.07	0.12	0.19	19.55	14.50	49.48	42.94	30.85	42.37	1.84	0.00	1.79	1.47	2.41
Fort Collins-Loveland	641	6.68	1.28	0.16	13.61	14.66	62.79	53.67	22.32	31.51	3.19	0.00	3.10	3.12	3.37
Grand Junction	196	2.04	NA	NA	14.19	17.35	60.18	53.06	25.63	29.59	1.90	NA	2.13	1.96	1.58
Greeley	475	4.95	0.70	0.00	14.59	6.95	53.62	44.21	31.09	48.84	2.55	0.00	2.28	2.41	2.77
Pueblo	206	2.15	NA	NA	24.22	14.56	46.83	49.03	28.95	36.41	2.35	NA	2.16	3.00	1.73
CO nonMSA	567	5.91	NA	NA	6.03	2.65	51.60	31.57	42.38	65.78	3.45	NA	3.57	2.79	3.76

Data shown includes only one to four-family and manufactured housing (property type 1 or 2). Distributions may not total 100% in markets with NA tracts (Denver).

* Based on 2011 Peer Mortgage Data (USPR).

** Home purchase loans originated and purchased in the MA/AA as a percentage of all home purchase loans originated and purchased in the rated area.

*** Percentage of Owner-Occupied Units is the number of owner-occupied housing units in a particular geography divided by the number of owner-occupied housing units in the area based on 2000 Census information.

Table 3. Geographic Distribution of Home Improvement Loans

Geographic Distribution: HOME IMPROVEMENT		Geography: COLORADO								Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011					
MA/Assessment Area:	Total Home Improvement Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total**	% Owner Occ Units***	% USB Loans	% Owner Occ Units***	% USB Loans	% Owner Occ Units***	% USB Loans	% Owner Occ Units***	% USB Loans	Overall	Low	Mod	Mid	Upp
Full-Review:															
Denver-Aurora	349	56.20	1.94	1.43	22.29	17.77	42.16	38.97	33.62	41.55	5.82	3.70	6.01	6.14	5.62
Limited-Review:															
Boulder	27	4.35	0.27	0.00	19.36	14.81	44.99	40.74	35.39	44.44	3.37	0.00	2.33	3.91	3.13
Colorado Springs	53	8.53	0.12	0.00	19.55	13.21	49.48	49.06	30.85	37.74	3.31	0.00	1.89	3.36	3.91
Fort Collins-Loveland	49	7.89	1.28	0.00	13.61	12.24	62.79	63.27	22.32	24.49	5.70	0.00	6.82	5.19	6.12
Grand Junction	27	4.35	NA	NA	14.19	3.70	60.18	77.78	25.63	18.52	7.18	NA	3.85	9.16	2.63
Greeley	12	1.93	0.70	0.00	14.59	0.00	53.62	83.33	31.09	16.67	3.35	0.00	0.00	5.10	1.45
Pueblo	50	8.05	NA	NA	24.22	2.00	46.83	44.00	28.95	54.00	11.28	NA	3.23	10.42	16.18
CO nonMSA	54	8.70	NA	NA	6.03	9.26	51.60	31.48	42.38	59.26	9.89	NA	25.00	5.77	10.69

Data shown includes only one to four-family and manufactured housing (property type 1 or 2). Distributions may not total 100% in markets with NA tracts (Denver).

* Based on 2011 Peer Mortgage Data (USPR).

** Home improvement loans originated and purchased in the MA/AA as a percentage of all home improvement loans originated and purchased in the rated area.

*** Percentage of Owner-Occupied Units is the number of owner-occupied housing units in a particular geography divided by number of owner-occupied housing units in the area based on 2000 Census information.

Table 4. Geographic Distribution of Home Mortgage Refinance Loans

Geographic Distribution: HOME MORTGAGE REFINANCE				Geography: COLORADO				Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011							
MA/Assessment Area:	Total Home Mortgage Refinance Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total**	% Owner Occ Units***	% USB Loans	% Owner Occ Units***	% USB Loans	% Owner Occ Units***	% USB Loans	% Owner Occ Units***	% USB Loans	Overall	Low	Mod	Mid	Upp
Full-Review:															
Denver-Aurora	14,908	59.74	1.94	1.50	22.29	10.02	42.16	34.89	33.62	52.64	5.78	6.11	5.27	5.63	6.02
Limited-Review:															
Boulder	1,605	6.43	0.27	0.12	19.36	12.71	44.99	45.11	35.39	42.06	3.72	2.63	3.85	3.72	3.69
Colorado Springs	2,781	11.14	0.12	0.11	19.55	8.27	49.48	43.19	30.85	48.44	3.62	0.00	2.81	3.52	3.90
Fort Collins-Loveland	1,673	6.70	1.28	0.00	13.61	8.43	62.79	56.66	22.32	34.91	4.24	0.00	3.36	4.39	4.29
Grand Junction	734	2.94	NA	NA	14.19	11.31	60.18	53.41	25.63	35.29	4.09	NA	4.17	3.80	4.64
Greeley	793	3.18	0.70	0.00	14.59	2.65	53.62	45.02	31.09	52.33	3.54	0.00	2.07	3.30	3.88
Pueblo	707	2.83	NA	NA	24.22	8.20	46.83	37.20	28.95	54.60	7.30	NA	7.76	6.53	7.84
CO nonMSA	1,752	7.02	NA	NA	6.03	2.17	51.60	29.22	42.38	68.61	4.61	NA	3.43	4.26	4.80

Data shown includes only one to four-family and manufactured housing (property type 1 or 2). Distributions may not total 100% in markets with NA tracts (Denver).

* Based on 2011 Peer Mortgage Data (USPR).

** Home mortgage refinance loans originated and purchased in the MA/AA as a percentage of all home mortgage refinance loans originated and purchased in the rated area.

*** Percentage of Owner-Occupied Units is the number of owner-occupied housing units in a particular geography divided by number of owner-occupied housing units in the area based on 2000 Census information.

Table 5. Geographic Distribution of Multifamily Loans

Geographic Distribution: MULTIFAMILY		Geography: COLORADO								Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011					
MA/Assessment Area:	Total Multifamily Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total**	% of MF Units***	% USB Loans	% MF Units***	% USB Loans	% MF Units***	% USB Loans	% MF Units***	% USB Loans	Overall	Low	Mod	Mid	Upp
Full-Review:															
Denver-Aurora	27	65.85	8.56	11.11	40.77	44.44	41.87	29.63	8.80	7.41	1.63	0.00	1.38	1.52	0.00
Limited-Review:															
Boulder	3	7.32	5.73	0.00	38.53	66.67	42.03	33.33	13.71	0.00	0.00	0.00	0.00	0.00	0.00
Colorado Springs	3	7.32	0.76	0.00	43.58	100.0	44.09	0.00	11.57	0.00	0.00	0.00	0.00	0.00	0.00
Fort Collins-Loveland	2	4.88	3.99	0.00	39.68	0.00	46.38	100.0	9.95	0.00	0.00	0.00	0.00	0.00	0.00
Grand Junction	1	2.44	NA	NA	21.50	100.0	52.56	0.00	25.94	0.00	10.00	NA	20.00	0.00	0.00
Greeley	0	0.00	9.66	0.00	49.21	0.00	27.61	0.00	13.52	0.00	0.00	0.00	0.00	0.00	0.00
Pueblo	5	12.20	NA	NA	46.91	60.00	48.33	0.00	4.76	40.00	13.33	NA	14.29	0.00	50.00
CO nonMSA	0	0.00	NA	NA	2.15	0.00	8.89	0.00	88.97	0.00	0.00	NA	0.00	0.00	0.00

Multifamily loan distribution includes Home Purchases, Home Improvement and Refinances. Distributions may not total 100% in markets with NA tracts (Denver).

* Based on 2011 Peer Mortgage Data (USPR).

** Multifamily loans originated and purchased in the MA/AA as a percentage of all multifamily loans originated and purchased in the rated area.

*** Percentage of multifamily units is the number of multifamily housing units in a particular geography divided by number of multifamily housing units in the area based on 2000 Census information.

Table 6. Geographic Distribution of Small Loans to Businesses

Geographic Distribution: SMALL LOANS TO BUSINESSES				Geography: COLORADO				Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011							
MA/Assessment Area:	Total Small Business Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total **	% of Businesses ***	% USB Loans	% of Businesses ***	% USB Loans	% of Businesses ***	% USB Loans	% of Businesses ***	% USB Loans	Overall	Low	Mod	Mid	Upp
Full-Review:															
Denver-Aurora	20,995	59.35	3.31	3.79	20.97	21.38	36.81	34.54	37.91	39.02	11.50	13.09	11.51	11.62	11.17
Limited-Review:															
Boulder	2,064	5.83	1.04	0.39	27.10	24.52	39.93	42.34	31.92	32.75	7.57	5.63	7.64	7.59	7.33
Colorado Springs	5,251	14.84	3.72	3.16	20.30	18.15	41.82	42.98	34.16	35.71	16.66	9.40	14.73	18.57	15.87
Fort Collins-Loveland	1,597	4.51	0.88	0.38	20.30	19.35	51.81	53.10	27.00	27.18	7.34	4.23	6.54	7.88	6.74
Grand Junction	1,123	3.17	NA	NA	21.89	20.93	52.76	53.78	25.35	25.29	12.08	NA	10.89	12.90	10.96
Greeley	981	2.77	2.89	1.43	10.48	9.17	48.50	45.16	38.07	44.24	8.15	5.65	7.83	7.85	8.09
Pueblo	875	2.47	NA	NA	27.89	23.77	38.49	39.89	33.53	36.34	17.29	NA	14.24	19.67	16.30
CO nonMSA	2,488	7.03	NA	NA	5.27	3.34	35.35	25.04	59.37	71.62	9.82	NA	7.89	9.08	9.42

* Based on 2011 Peer Small Business Data – US and PR.

** Small loans to businesses originated and purchased in the MA/AA as a percentage of all small loans to businesses originated and purchased in the rated area.

*** Source Data - Dun and Bradstreet (2011).

Table 7. Geographic Distribution of Small Loans to Farms

Geographic Distribution: SMALL LOANS TO FARMS		Geography: COLORADO						Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011							
MA/Assessment Area:	Total Small Farm Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total**	% of Farms***	% USB Loans	% of Farms***	% USB Loans	% of Farms***	% USB Loans	% of Farms***	% USB Loans	Overall	Low	Mod	Mid	Upp
Full-Review:															
Denver-Aurora	52	47.27	1.71	0.00	18.31	7.69	39.44	19.23	39.97	71.15	3.70	0.00	0.00	0.76	8.89
Limited-Review:															
Boulder	2	1.82	0.00	0.00	21.36	50.00	47.57	0.00	30.96	50.00	0.00	0.00	0.00	0.00	0.00
Colorado Springs	13	11.82	2.05	0.00	15.81	0.00	51.66	23.08	30.49	76.92	12.50	0.00	0.00	4.76	21.05
Fort Collins-Loveland	7	6.36	0.92	0.00	14.13	14.29	56.22	42.86	28.73	42.86	1.02	0.00	0.00	1.59	0.00
Grand Junction	12	10.91	NA	NA	6.72	0.00	70.22	58.33	23.06	41.67	11.67	NA	0.00	6.38	36.36
Greeley	6	5.45	0.70	0.00	6.33	0.00	66.22	50.00	26.74	50.00	0.00	0.00	0.00	0.00	0.00
Pueblo	4	3.64	NA	NA	17.25	50.00	39.74	25.00	43.01	25.00	6.06	NA	16.67	0.00	9.09
CO nonMSA	14	12.73	NA	NA	4.43	0.00	56.29	28.57	39.28	71.43	0.35	NA	0.00	0.42	0.00

* Based on 2011 Peer Small Business Data – US and PR.

** Small loans to farms originated and purchased in the MA/AA as a percentage of all small loans to farms originated and purchased in the rated area.

*** Source Data - Dun and Bradstreet (2011).

Table 8. Borrower Distribution of Home Purchase Loans

Borrower Distribution: HOME PURCHASE		Geography: COLORADO						Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011							
MA/Assessment Area:	Total Home Purchase Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Market Share*				
	#	% of Total **	% Families ***	% USB Loans ****	% Families ***	% USB Loans ****	% Families ***	% USB Loans ****	% Families ***	% USB Loans ****	Over-all	Low	Mod	Mid	Upp
Full-Review:															
Denver-Aurora	5,982	62.34	18.26	14.36	18.82	23.53	23.74	21.69	39.18	40.42	2.35	2.41	1.84	2.15	2.79
Limited-Review															
Boulder	467	4.87	19.44	8.70	18.52	22.74	22.39	25.75	39.66	42.81	1.79	0.88	2.08	1.78	1.92
Colorado Springs	1,062	11.07	17.17	22.25	18.97	32.14	24.84	17.86	39.03	27.75	0.76	1.50	0.75	0.35	0.81
Fort Collins-Loveland	641	6.68	16.76	12.68	19.36	29.58	25.32	23.10	38.56	34.65	1.76	2.29	1.50	1.84	1.74
Grand Junction	196	2.04	17.40	13.39	19.63	14.29	23.69	30.36	39.28	41.96	1.48	1.81	0.57	1.43	2.15
Greeley	475	4.95	19.33	12.81	17.93	25.27	24.16	25.27	38.59	36.65	1.27	1.60	0.86	1.66	1.15
Pueblo	206	2.15	20.21	20.65	18.34	29.03	21.79	18.06	39.67	32.26	1.94	3.38	2.59	1.63	1.34
CO nonMSA	567	5.91	16.71	3.96	17.20	12.33	22.46	17.40	43.63	66.30	3.08	3.13	2.09	2.64	3.52

Data shown includes only one to four-family and manufactured housing (property type 1 or 2).

* Based on 2011 Peer Mortgage Data (USPR).

** Home purchase loans originated and purchased in the MA/AA as a percentage of all home purchase loans originated and purchased in the rated area.

*** Percentage of Families is based on the 2000 Census information.

**** As a percentage of loans with borrower income information available. No information was available for 38.2% of loans originated and purchased by the bank.

Table 9. Borrower Distribution of Home Improvement Loans

Borrower Distribution: HOME IMPROVEMENT		Geography: COLORADO						Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011							
MA/Assessment Area:	Total Home Improvement Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Market Share*				
	#	% of Total **	% Families ***	% USB Loans ****	% Families ***	% USB Loans ****	% Families ***	% USB Loans ****	% Families ***	% USB Loans ****	Over-all	Low	Mod	Mid	Upp
Full-Review:															
Denver-Aurora	349	56.20	18.26	13.98	18.82	22.80	23.74	27.05	39.18	36.17	6.15	9.66	5.59	5.63	5.81
Limited-Review:															
Boulder	27	4.35	19.44	10.00	18.52	0.00	22.39	25.00	39.66	65.00	3.29	4.00	0.00	1.41	6.25
Colorado Springs	53	8.53	17.17	15.09	18.97	26.42	24.84	32.08	39.03	26.42	3.44	1.47	5.70	4.41	2.02
Fort Collins-Loveland	49	7.89	16.76	20.45	19.36	15.91	25.32	18.18	38.56	45.45	6.14	5.56	6.35	3.85	7.14
Grand Junction	27	4.35	17.40	22.22	19.63	22.22	23.69	29.63	39.28	25.93	8.05	13.64	11.76	5.88	5.97
Greeley	12	1.93	19.33	10.00	17.93	20.00	24.16	50.00	38.59	20.00	2.84	0.00	2.56	6.82	1.33
Pueblo	50	8.05	20.21	6.00	18.34	16.00	21.79	26.00	39.67	52.00	12.09	5.88	12.50	13.04	12.64
CO nonMSA	54	8.70	16.71	10.42	17.20	18.75	22.46	29.17	43.63	41.67	10.28	23.81	9.68	11.86	7.75

Data shown includes only one to four-family and manufactured housing (property type of 1 or 2).

* Based on 2011 Peer Mortgage Data (USPR).

** Home improvement loans originated and purchased in the MA/AA as a percentage of all home improvement loans originated and purchased in the rated area.

*** Percentage of Families is based on the 2000 Census information.

**** As a percentage of loans with borrower income information available. No information was available for 6.4% of loans originated and purchased by the bank.

Table 10. Borrower Distribution of Home Mortgage Refinance Loans

Borrower Distribution: HOME MORTGAGE REFINANCE		Geography: COLORADO						Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011							
MA/Assessment Area:	Total Home Mortgage Refinance Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Market Share*				
	#	% of Total **	% Families ***	% USB Loans ****	% Families ***	% USB Loans ****	% Families ***	% USB Loans ****	% Families ***	% USB Loans ****	Over-all	Low	Mod	Mid	Upp
Full-Review:															
Denver-Aurora	14,908	59.74	18.26	8.49	18.82	17.11	23.74	23.48	39.18	50.92	5.96	8.00	6.63	5.87	5.51
Limited-Review:															
Boulder	1,605	6.43	19.44	9.12	18.52	16.45	22.39	26.38	39.66	48.05	3.51	3.38	3.32	3.85	3.42
Colorado Springs	2,781	11.14	17.17	9.58	18.97	18.94	24.84	22.48	39.03	49.01	3.44	3.89	4.30	2.70	3.45
Fort Collins-Loveland	1,673	6.70	16.76	8.84	19.36	18.70	25.32	26.23	38.56	46.23	3.54	4.04	3.54	3.16	3.67
Grand Junction	734	2.94	17.40	7.88	19.63	16.60	23.69	24.27	39.28	51.24	4.88	4.44	3.31	5.22	5.50
Greeley	793	3.18	19.33	6.70	17.93	14.94	24.16	25.10	38.59	53.26	3.37	3.93	3.21	3.29	3.40
Pueblo	707	2.83	20.21	8.11	18.34	18.92	21.79	22.42	39.67	50.56	9.04	15.19	9.29	7.22	9.07
CO nonMSA	1,752	7.02	16.71	3.11	17.20	9.48	22.46	16.34	43.63	71.07	4.83	4.61	5.09	4.78	4.82

Data shown includes only one to four-family and manufactured housing (property type 1 or 2).

* Based on 2011 Peer Mortgage Data (USPR).

** Home refinance loans originated and purchased in the MA/AA as a percentage of all home refinance loans originated and purchased in the rated area.

*** Percentage of Families is based on the 2000 Census information.

**** As a percentage of loans with borrower income information available. No information was available for 29.2% of loans originated and purchased by the bank.

Table 11. Borrower Distribution of Small Loans to Businesses

Borrower Distribution: SMALL LOANS TO BUSINESSES					Geography: COLORADO			Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011		
MA/Assessment Area:	Total Small Loans to Businesses		Businesses With Revenues of \$1 million or less		Loans by Original Amount Regardless of Business Size			Market Share*		
	#	% of Total**	% of Businesses ***	% USB Loans****	\$100,000 or less	>\$100,000 to \$250,000	>\$250,000 to \$1,000,000	All	Rev \$1 Million or Less	
Full-Review:										
Denver-Aurora	20,995	59.35	68.49	62.84	96.49	1.43	2.08	11.50	13.91	
Limited-Review:										
Boulder	2,064	5.83	68.45	64.44	96.80	0.97	2.23	7.57	9.55	
Colorado Springs	5,251	14.84	70.60	72.81	97.28	1.05	1.68	16.66	23.31	
Fort Collins-Loveland	1,597	4.51	72.53	59.74	98.00	0.88	1.13	7.34	8.47	
Grand Junction	1,123	3.17	74.29	61.44	85.75	6.68	7.57	12.08	12.62	
Greeley	981	2.77	72.84	63.91	97.45	1.33	1.22	8.15	9.88	
Pueblo	875	2.47	70.78	66.86	94.29	3.89	1.83	17.29	21.69	
CO nonMSA	2,488	7.03	70.32	63.55	90.76	4.14	5.10	9.82	11.19	

* Based on 2011 Peer Small Business Data – US and PR.

** Small loans to businesses originated and purchased in the MA/AA as a percentage of all small loans to businesses originated and purchased in the rated area.

*** Businesses with revenues of \$1 million or less as a percentage of all businesses (Source Dun and Bradstreet - 2011).

**** Small loans to businesses with revenues of \$1 million or less as a percentage of all loans reported as small loans to businesses. No information was available for 23.6% of small loans to businesses originated and purchased by the bank.

Table 12. Borrower Distribution of Small Loans to Farms

Borrower Distribution: SMALL LOANS TO FARMS					Geography: COLORADO			Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011	
MA/Assessment Area:	Total Small Loans to Farms		Farms With Revenues of \$1 million or less		Loans by Original Amount Regardless of Farm Size			Market Share*	
	#	% of Total**	% of Farms***	% USB Loans****	\$100,000 or less	>\$100,000 to \$250,000	>\$250,000 to \$500,000	All	Rev \$1 Million or Less
Full-Review:									
Denver-Aurora	52	47.27	96.10	69.23	100.0	0.00	0.00	3.70	4.35
Limited-Review:									
Boulder	2	1.82	97.09	50.00	100.0	0.00	0.00	0.00	0.00
Colorado Springs	13	11.82	96.82	92.31	100.0	0.00	0.00	12.50	16.13
Fort Collins-Loveland	7	6.36	97.62	100.0	100.0	0.00	0.00	1.02	1.52
Grand Junction	12	10.91	98.81	58.33	33.33	33.33	33.33	11.67	12.50
Greeley	6	5.45	94.96	50.00	100.0	0.00	0.00	0.00	0.00
Pueblo	4	3.64	98.03	100.0	75.00	25.00	0.00	6.06	8.70
CO nonMSA	14	12.73	97.84	92.86	57.14	21.43	21.43	0.35	0.54

* Based on 2011 Peer Small Business Data – US and PR.

** Small loans to farms originated and purchased in the MA/AA as a percentage of all small loans to farms originated and purchased in the rated area.

*** Farms with revenues of \$1 million or less as a percentage of all farms (Source Dun and Bradstreet - 2011).

**** Small loans to farms with revenues of \$1 million or less as a percentage of all loans reported as small loans to farms. No information was available for 12.7% of small loans to farms originated and purchased by the bank.

Table 14. Qualified Investments

QUALIFIED INVESTMENTS		Geography: COLORADO				Evaluation Period: JANUARY 1, 2009 To MARCH 31, 2012			
MA/Assessment Area:	Prior Period Investments*		Current Period Investments**		Total Investments			Unfunded Commitments***	
	#	\$(000's)	#	\$(000's)	#	\$(000's)	% of Total	#	\$(000's)
Full-Review:									
Denver-Aurora	23	17,267	343	88,152	366	105,419	76.41	8	9,969
Limited-Review:									
Boulder	16	1,670	87	5,141	103	6,810	4.94	1	5
Colorado Springs	31	1,445	75	2,492	106	3,937	2.85	0	0
Fort Collins-Loveland	6	641	33	5,028	39	5,669	4.11	0	0
Grand Junction	6	190	39	2,973	45	3,163	2.29	1	2,797
Greeley	5	113	12	553	17	666	0.48	0	0
Pueblo	10	2,482	36	2,336	46	4,818	3.49	0	0
CO nonMSA	12	2,082	58	3,870	70	5,952	4.31	0	0
CO Statewide	4	1,200	35	327	39	1,527	1.11	0	0

* 'Prior Period Investments' means investments made in a previous evaluation period that are outstanding as of the examination date.

** The evaluation period for current period investments is January 1, 2009 to March 31, 2012.

*** 'Unfunded Commitments' means legally binding investment commitments that are tracked and recorded by the institution's financial reporting system.

Table 15. Distribution of Branch Delivery System and Branch Openings/Closings

DISTRIBUTION OF BRANCH DELIVERY SYSTEM/BRANCH OPENINGS/CLOSINGS																		Geography: COLORADO		Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011			
MA/Assessment Area:	Deposits	Branches						Branch Openings/Closings				Population											
	% of Rated Area Deposits in AA	# of USB Branches	% of Rated Area Branches in AA	Location of Branches by Income of Geographies (%)				# of Branch Openings	# of Branch Closings	Net change in Location of Branches (+ or -)				% of Population within Each Geography									
				Low	Mod	Mid	Upp			Low	Mod	Mid	Upp	Low	Mod	Mid	Upp						
Full-Review:																							
Denver-Aurora	75.02	79	52.67	3.80	20.25	39.24	35.44	2	0	1	0	1	0	4.67	28.17	39.55	27.49						
Limited-Review:																							
Boulder	3.44	9	6.00	0.00	33.33	44.44	22.22	2	1	0	1	0	0	3.35	25.38	41.56	29.70						
Colorado Springs	7.42	16	10.67	6.25	12.50	56.25	25.00	2	0	0	1	0	1	0.34	26.24	47.96	25.46						
Fort Collins-Loveland	2.22	9	6.00	0.00	22.22	44.44	33.33	1	0	0	1	0	0	3.28	19.05	59.01	18.66						
Grand Junction	1.98	4	2.67	NA	50.00	50.00	0.00	0	0	NA	0	0	0	NA	17.70	60.49	21.81						
Greeley	0.80	6	4.00	0.00	0.00	33.33	66.67	1	0	0	0	0	1	2.21	21.67	49.61	25.28						
Pueblo	2.55	6	4.00	NA	16.67	50.00	33.33	0	0	NA	0	0	0	NA	30.02	43.31	25.47						
CO nonMSA	6.57	21	14.00	NA	4.76	23.81	71.43	0	0	NA	0	0	0	NA	6.18	47.05	44.87						

Table 1. Lending Volume

LENDING VOLUME												
Geography: IDAHO												
Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011												
MA/Assessment Area:	% of Rated Area Loans (#) in MA/AA*	Home Mortgage		Small Loans to Businesses		Small Loans to Farms		Community Development Loans**		Total Reported Loans		% of Rated Area Deposits in MA/AA***
		#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	
Full-Review:												
Boise City-Nampa	43.61	4,103	656,497	6,232	341,207	176	27,826	13	30,717	10,524	1,056,247	52.24
Limited-Review:												
Coeur d'Alene	9.84	1,273	211,308	1,090	47,909	7	493	5	17,929	2,375	277,639	6.86
Idaho Falls	6.07	653	101,617	747	16,754	60	6,009	4	1,209	1,464	125,589	4.97
Pocatello	3.38	309	37,531	466	17,034	36	7,570	5	2,953	816	65,088	2.06
ID nonMSA	37.09	4,001	630,776	4,437	149,191	491	58,680	23	13,561	8,952	852,208	33.88
ID Statewide	0.01	0	0	0	0	0	0	3	3,777	3	3,777	NA

* Loan Data as of December 31, 2011. Rated area refers to either the state or multistate MA rating area.

** The evaluation period for Community Development Loans is from January 1, 2009 to March 31, 2012.

*** Deposit Data as of June 30, 2011. Rated Area refers to the state, multistate MA, or institution, as appropriate.

Table 2. Geographic Distribution of Home Purchase Loans

Geographic Distribution: HOME PURCHASE		Geography: IDAHO						Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011							
MA/Assessment Area:	Total Home Purchase Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total**	% Owner Occ Units***	% USB Loans	% Owner Occ Units***	% USB Loans	% Owner Occ Units***	% USB Loans	% Owner Occ Units***	% USB Loans	Overall	Low	Mod	Mid	Upp
Full-Review:															
Boise City-Nampa	1,304	51.30	0.82	0.15	17.25	9.89	48.01	42.87	33.92	47.09	4.21	0.00	2.81	3.44	5.57
Limited-Review:															
Coeur d'Alene	265	10.42	NA	NA	5.20	3.77	77.44	83.02	17.36	13.21	3.62	NA	2.56	3.88	2.54
Idaho Falls	127	5.00	NA	NA	10.92	7.09	67.32	61.42	21.76	31.50	1.86	NA	0.60	1.88	2.23
Pocatello	59	2.32	NA	NA	18.36	8.47	52.28	50.85	29.37	40.68	1.15	NA	1.05	1.01	1.37
ID nonMSA	787	30.96	NA	NA	6.21	3.56	81.27	72.94	12.51	23.51	5.73	NA	4.02	5.23	8.38

Data shown includes only one to four-family and manufactured housing (property type 1 or 2).

* Based on 2011 Peer Mortgage Data (USPR).

** Home purchase loans originated and purchased in the MA/AA as a percentage of all home purchase loans originated and purchased in the rated area.

*** Percentage of Owner-Occupied Units is the number of owner-occupied housing units in a particular geography divided by the number of owner-occupied housing units in the area based on 2000 Census information.

Table 3. Geographic Distribution of Home Improvement Loans

Geographic Distribution: HOME IMPROVEMENT				Geography: IDAHO				Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011							
MA/Assessment Area:	Total Home Improvement Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total**	% Owner Occ Units***	% USB Loans	% Owner Occ Units***	% USB Loans	% Owner Occ Units***	% USB Loans	% Owner Occ Units***	% USB Loans	Overall	Low	Mod	Mid	Upp
Full-Review:															
Boise City-Nampa	96	21.33	0.82	0.00	17.25	13.54	48.01	46.88	33.92	39.58	11.14	0.00	22.22	8.23	11.52
Limited-Review:															
Coeur d'Alene	52	11.56	NA	NA	5.20	11.54	77.44	59.62	17.36	28.85	16.03	NA	50.00	11.96	19.35
Idaho Falls	23	5.11	NA	NA	10.92	8.70	67.32	82.61	21.76	8.70	5.92	NA	0.00	8.26	0.00
Pocatello	11	2.44	NA	NA	18.36	0.00	52.28	72.73	29.37	27.27	2.56	NA	0.00	5.26	0.00
ID nonMSA	268	59.56	NA	NA	6.21	4.10	81.27	85.07	12.51	10.82	23.83	NA	30.00	22.59	29.09

Data shown includes only one to four-family and manufactured housing (property type 1 or 2).

* Based on 2011 Peer Mortgage Data (USPR).

** Home improvement loans originated and purchased in the MA/AA as a percentage of all home improvement loans originated and purchased in the rated area.

*** Percentage of Owner-Occupied Units is the number of owner-occupied housing units in a particular geography divided by number of owner-occupied housing units in the area based on 2000 Census information.

Table 4. Geographic Distribution of Home Mortgage Refinance Loans

Geographic Distribution: HOME MORTGAGE REFINANCE				Geography: IDAHO				Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011							
MA/Assessment Area:	Total Home Mortgage Refinance Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total**	% Owner Occ Units***	% USB Loans	% Owner Occ Units***	% USB Loans	% Owner Occ Units***	% USB Loans	% Owner Occ Units***	% USB Loans	Over-all	Low	Mod	Mid	Upp
Full-Review:															
Boise City-Nampa	2,701	36.84	0.82	0.04	17.25	9.00	48.01	41.02	33.92	49.94	7.24	0.00	7.25	6.63	7.81
Limited-Review:															
Coeur d'Alene	953	13.00	NA	NA	5.20	2.62	77.44	76.92	17.36	20.46	9.07	NA	16.42	8.97	8.68
Idaho Falls	503	6.86	NA	NA	10.92	4.17	67.32	73.56	21.76	22.27	4.66	NA	4.14	4.63	4.90
Pocatello	239	3.26	NA	NA	18.36	10.46	52.28	52.72	29.37	36.82	4.35	NA	3.68	5.40	3.34
ID nonMSA	2,935	40.04	NA	NA	6.21	3.34	81.27	79.93	12.51	16.73	10.64	NA	9.39	10.72	10.60

Data shown includes only one to four-family and manufactured housing (property type 1 or 2).

* Based on 2011 Peer Mortgage Data (USPR).

** Home mortgage refinance loans originated and purchased in the MA/AA as a percentage of all home mortgage refinance loans originated and purchased in the rated area.

*** Percentage of Owner-Occupied Units is the number of owner-occupied housing units in a particular geography divided by number of owner-occupied housing units in the area based on 2000 Census information.

Table 5. Geographic Distribution of Multifamily Loans

Geographic Distribution: MULTIFAMILY		Geography: IDAHO						Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011							
MA/Assessment Area:	Total Multifamily Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total**	% of MF Units***	% USB Loans	% MF Units***	% USB Loans	% MF Units***	% USB Loans	% MF Units***	% USB Loans	Overall	Low	Mod	Mid	Upp
Full-Review:															
Boise City-Nampa	2	12.50	1.79	0.00	38.65	50.00	32.72	50.00	26.84	0.00	4.35	0.00	0.00	14.29	0.00
Limited-Review:															
Coeur d'Alene	3	18.75	NA	NA	24.85	33.33	61.21	66.67	13.94	0.00	16.67	NA	0.00	33.33	0.00
Idaho Falls	0	0.00	NA	NA	36.24	0.00	53.48	0.00	10.29	0.00	0.00	NA	0.00	0.00	0.00
Pocatello	0	0.00	NA	NA	48.34	0.00	43.72	0.00	7.95	0.00	0.00	NA	0.00	0.00	0.00
ID nonMSA	11	68.75	NA	NA	10.35	0.00	67.09	90.91	22.57	9.09	38.89	NA	0.00	37.50	100.0

Multifamily loan distribution includes Home Purchases, Home Improvement and Refinances.

* Based on 2011 Peer Mortgage Data (USPR).

** Multifamily loans originated and purchased in the MA/AA as a percentage of all multifamily loans originated and purchased in the rated area.

*** Percentage of multifamily units is the number of multifamily housing units in a particular geography divided by number of multifamily housing units in the area based on 2000 Census information.

Table 6. Geographic Distribution of Small Loans to Businesses

Geographic Distribution: SMALL LOANS TO BUSINESSES		Geography: IDAHO								Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011					
MA/Assessment Area:	Total Small Business Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total **	% of Businesses ***	% USB Loans	% of Businesses ***	% USB Loans	% of Businesses ***	% USB Loans	% of Businesses ***	% USB Loans	Overall	Low	Mod	Mid	Upp
Full-Review:															
Boise City-Nampa	6,232	48.04	0.72	0.48	21.09	24.02	41.75	38.14	36.44	37.36	17.44	12.00	18.34	16.01	17.82
Limited-Review:															
Coeur d'Alene	1,090	8.40	NA	NA	12.55	9.91	74.13	75.41	13.32	14.68	11.40	NA	11.14	11.27	10.85
Idaho Falls	747	5.76	NA	NA	15.82	20.21	61.96	58.37	22.22	21.42	9.11	NA	14.51	8.65	6.85
Pocatello	466	3.59	NA	NA	28.09	31.12	46.33	47.42	25.59	21.46	11.52	NA	10.43	12.03	10.70
ID nonMSA	4,437	34.20	NA	NA	6.57	4.26	77.35	76.97	16.07	18.77	16.96	NA	12.96	16.74	15.44

* Based on 2011 Peer Small Business Data – US and PR.

** Small loans to businesses originated and purchased in the MA/AA as a percentage of all small loans to businesses originated and purchased in the rated area.

*** Source Data - Dun and Bradstreet (2011).

Table 7. Geographic Distribution of Small Loans to Farms

Geographic Distribution: SMALL LOANS TO FARMS		Geography: IDAHO						Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011							
MA/Assessment Area:	Total Small Farm Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total**	% of Farms***	% USB Loans	% of Farms***	% USB Loans	% of Farms***	% USB Loans	% of Farms***	% USB Loans	Overall	Low	Mod	Mid	Upp
Full-Review:															
Boise City-Nampa	176	22.86	0.29	0.57	19.89	44.32	57.25	48.86	22.57	6.25	14.00	0.00	18.75	11.16	12.50
Limited-Review:															
Coeur d'Alene	7	0.91	NA	NA	5.45	0.00	80.00	100.0	14.55	0.00	5.41	NA	0.00	6.06	0.00
Idaho Falls	60	7.79	NA	NA	5.05	0.00	79.95	100.0	15.01	0.00	3.53	NA	0.00	3.92	0.00
Pocatello	36	4.68	NA	NA	7.66	0.00	73.78	94.44	18.56	5.56	13.33	NA	0.00	14.10	10.00
ID nonMSA	491	63.77	NA	NA	5.07	3.67	85.29	89.21	9.64	7.13	9.48	NA	3.39	9.68	8.79

* Based on 2011 Peer Small Business Data – US and PR.

** Small loans to farms originated and purchased in the MA/AA as a percentage of all small loans to farms originated and purchased in the rated area.

*** Source Data - Dun and Bradstreet (2011).

Table 8. Borrower Distribution of Home Purchase Loans

Borrower Distribution: HOME PURCHASE		Geography: IDAHO						Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011							
MA/Assessment Area:	Total Home Purchase Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Market Share*				
	#	% of Total **	% Families ***	% USB Loans ****	% Families ***	% USB Loans ****	% Families ***	% USB Loans ****	% Families ***	% USB Loans ****	Over-all	Low	Mod	Mid	Upp
Full-Review:															
Boise City-Nampa	1,304	51.30	17.83	15.87	19.15	24.27	23.65	22.27	39.38	37.60	2.65	2.83	2.12	2.41	3.03
Limited-Review:															
Coeur d'Alene	265	10.42	17.20	10.00	19.03	23.33	25.04	22.78	38.73	43.89	2.99	4.02	3.70	2.51	2.62
Idaho Falls	127	5.00	18.07	16.98	18.91	16.98	23.84	24.53	39.18	41.51	1.04	1.51	0.45	0.89	1.41
Pocatello	59	2.32	19.76	9.09	18.53	40.91	22.10	18.18	39.62	31.82	0.55	0.69	0.75	0.68	0.26
ID nonMSA	787	30.96	17.90	6.74	19.09	17.34	24.04	25.24	38.97	50.67	4.80	4.53	4.19	5.52	4.71

Data shown includes only one to four-family and manufactured housing (property type 1 or 2).

* Based on 2011 Peer Mortgage Data (USPR).

** Home purchase loans originated and purchased in the MA/AA as a percentage of all home purchase loans originated and purchased in the rated area.

*** Percentage of Families is based on the 2000 Census information.

**** As a percentage of loans with borrower income information available. No information was available for 40.1% of loans originated and purchased by the bank.

Table 9. Borrower Distribution of Home Improvement Loans

Borrower Distribution: HOME IMPROVEMENT		Geography: IDAHO						Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011							
MA/Assessment Area:	Total Home Improvement Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Market Share*				
	#	% of Total **	% Families ***	% USB Loans ****	% Families ***	% USB Loans ****	% Families ***	% USB Loans ****	% Families ***	% USB Loans ****	Over-all	Low	Mod	Mid	Upp
Full-Review:															
Boise City-Nampa	96	21.33	17.83	13.04	19.15	22.83	23.65	29.35	39.38	34.78	11.68	18.75	6.15	16.05	10.26
Limited-Review:															
Coeur d'Alene	52	11.56	17.20	15.69	19.03	23.53	25.04	21.57	38.73	39.22	17.21	55.56	23.08	18.18	7.41
Idaho Falls	23	5.11	18.07	10.53	18.91	10.53	23.84	47.37	39.18	31.58	6.00	0.00	0.00	15.38	3.70
Pocatello	11	2.44	19.76	20.00	18.53	30.00	22.10	20.00	39.62	30.00	2.70	0.00	0.00	0.00	6.90
ID nonMSA	268	59.56	17.90	7.28	19.09	27.59	24.04	31.42	38.97	33.72	25.19	25.00	39.34	26.73	20.20

Data shown includes only one to four-family and manufactured housing (property type of 1 or 2).

* Based on 2011 Peer Mortgage Data (USPR).

** Home improvement loans originated and purchased in the MA/AA as a percentage of all home improvement loans originated and purchased in the rated area.

*** Percentage of Families is based on the 2000 Census information.

**** As a percentage of loans with borrower income information available. No information was available for 3.8% of loans originated and purchased by the bank.

Table 10. Borrower Distribution of Home Mortgage Refinance Loans

Borrower Distribution: HOME MORTGAGE REFINANCE			Geography: IDAHO				Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011									
MA/Assessment Area:	Total Home Mortgage Refinance Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Market Share*					
	#	% of Total **	% Families ***	% USB Loans ****	% Families ***	% USB Loans ****	% Families ***	% USB Loans ****	% Families ***	% USB Loans ****	Over-all	Low	Mod	Mid	Upp	
Full-Review:																
Boise City-Nampa	2,701	36.84	17.83	10.69	19.15	19.80	23.65	24.40	39.38	45.10	7.81	8.89	8.36	8.14	7.23	
Limited-Review:																
Coeur d'Alene	953	13.00	17.20	8.71	19.03	23.26	25.04	24.25	38.73	43.78	10.20	14.20	14.85	9.19	8.56	
Idaho Falls	503	6.86	18.07	6.37	18.91	17.23	23.84	30.71	39.18	45.69	3.81	3.47	3.38	5.52	3.06	
Pocatello	239	3.26	19.76	10.07	18.53	24.83	22.10	29.53	39.62	35.57	4.04	6.36	5.92	4.42	2.88	
ID nonMSA	2,935	40.04	17.90	6.88	19.09	16.30	24.04	26.74	38.97	50.07	11.48	13.86	14.32	13.94	9.73	

Data shown includes only one to four-family and manufactured housing (property type 1 or 2).

* Based on 2011 Peer Mortgage Data (USPR).

** Home refinance loans originated and purchased in the MA/AA as a percentage of all home refinance loans originated and purchased in the rated area.

*** Percentage of Families is based on the 2000 Census information.

**** As a percentage of loans with borrower income information available. No information was available for 28.1% of loans originated and purchased by the bank.

Table 11. Borrower Distribution of Small Loans to Businesses

Borrower Distribution: SMALL LOANS TO BUSINESSES					Geography: IDAHO			Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011	
MA/Assessment Area:	Total Small Loans to Businesses		Businesses With Revenues of \$1 million or less		Loans by Original Amount Regardless of Business Size			Market Share*	
	#	% of Total**	% of Businesses ***	% USB Loans****	\$100,000 or less	>\$100,000 to \$250,000	>\$250,000 to \$1,000,000	All	Rev \$1 Million or Less
Full-Review:									
Boise City-Nampa	6,232	48.04	72.52	50.18	89.41	3.90	6.69	17.44	17.11
Limited-Review:									
Coeur d'Alene	1,090	8.40	73.57	63.67	91.74	3.39	4.86	11.40	12.85
Idaho Falls	747	5.76	71.62	48.59	95.98	2.14	1.87	9.11	7.62
Pocatello	466	3.59	69.75	48.93	93.35	2.79	3.86	11.52	11.58
ID nonMSA	4,437	34.20	71.74	61.73	93.98	2.88	3.13	16.96	18.42

* Based on 2011 Peer Small Business Data – US and PR.

** Small loans to businesses originated and purchased in the MA/AA as a percentage of all small loans to businesses originated and purchased in the rated area.

*** Businesses with revenues of \$1 million or less as a percentage of all businesses (Source Dun and Bradstreet - 2011).

**** Small loans to businesses with revenues of \$1 million or less as a percentage of all loans reported as small loans to businesses. No information was available for 31.0% of small loans to businesses originated and purchased by the bank.

Table 12. Borrower Distribution of Small Loans to Farms

Borrower Distribution: SMALL LOANS TO FARMS					Geography: IDAHO			Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011		
MA/Assessment Area:	Total Small Loans to Farms		Farms With Revenues of \$1 million or less		Loans by Original Amount Regardless of Farm Size			Market Share*		
	#	% of Total**	% of Farms***	% USB Loans****	\$100,000 or less	>\$100,000 to \$250,000	>\$250,000 to \$500,000	All	Rev \$1 Million or Less	
Full-Review:										
Boise City-Nampa	176	22.86	96.50	81.25	50.00	21.02	28.98	14.00	13.98	
Limited-Review:										
Coeur d'Alene	7	0.91	97.98	42.86	100.0	0.00	0.00	5.41	3.85	
Idaho Falls	60	7.79	95.22	85.00	80.00	5.00	15.00	3.53	3.59	
Pocatello	36	4.68	95.82	61.11	27.78	36.11	36.11	13.33	10.81	
ID nonMSA	491	63.77	95.66	83.30	65.78	18.74	15.48	9.48	9.83	

* Based on 2011 Peer Small Business Data – US and PR.

** Small loans to farms originated and purchased in the MA/AA as a percentage of all small loans to farms originated and purchased in the rated area.

*** Farms with revenues of \$1 million or less as a percentage of all farms (Source Dun and Bradstreet - 2011).

**** Small loans to farms with revenues of \$1 million or less as a percentage of all loans reported as small loans to farms. No information was available for 6.2% of small loans to farms originated and purchased by the bank.

Table 14. Qualified Investments

QUALIFIED INVESTMENTS		Geography: IDAHO				Evaluation Period: JANUARY 1, 2009 To MARCH 31, 2012				
MA/Assessment Area:	Prior Period Investments*		Current Period Investments**		Total Investments			Unfunded Commitments***		
	#	\$(000's)	#	\$(000's)	#	\$(000's)	% of Total	#	\$(000's)	
Full-Review:										
Boise City-Nampa	59	6,693	93	9,451	152	16,143	55.64%	1	6,365	
Limited-Review:										
Coeur d'Alene	16	776	21	1,175	37	1,951	6.72%	0	0	
Idaho Falls	8	734	14	632	22	1,365	4.71%	0	0	
Pocatello	9	202	13	423	22	625	2.15%	0	0	
ID nonMSA	64	3,348	73	4,603	137	7,951	27.40%	0	0	
ID Statewide	4	875	20	103	24	978	3.37%	0	0	

* 'Prior Period Investments' means investments made in a previous evaluation period that are outstanding as of the examination date.

** The evaluation period for current period investments is January 1, 2009 to March 31, 2012.

*** 'Unfunded Commitments' means legally binding investment commitments that are tracked and recorded by the institution's financial reporting system.

Table 15. Distribution of Branch Delivery System and Branch Openings/Closings

DISTRIBUTION OF BRANCH DELIVERY SYSTEM/BRANCH OPENINGS/CLOSINGS																		Geography: IDAHO		Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011			
MA/Assessment Area:	Deposits	Branches						Branch Openings/Closings				Population											
	% of Rated Area Deposits in AA	# of USB Branches	% of Rated Area Branches in AA	Location of Branches by Income of Geographies (%)				# of Branch Openings	# of Branch Closings	Net change in Location of Branches (+ or -)				% of Population within Each Geography									
				Low	Mod	Mid	Upp			Low	Mod	Mid	Upp	Low	Mod	Mid	Upp						
Full-Review:																							
Boise City-Nampa	52.24%	37	40.22	0.00	35.14	29.73	35.14	2	0	0	0	1	1	1.58	21.28	46.43	30.71						
Limited-Review:																							
Coeur d'Alene	6.86%	5	5.43	NA	20.00	80.00	0.00	0	0	NA	0	0	0	NA	7.82	76.03	16.15						
Idaho Falls	4.97%	4	4.35	NA	50.00	25.00	25.00	0	0	NA	0	0	0	NA	13.54	66.55	19.91						
Pocatello	2.06%	3	3.26	NA	66.67	33.33	0.00	0	0	NA	0	0	0	NA	21.77	51.13	27.10						
ID nonMSA	33.88%	43	46.74	NA	4.65	76.74	18.60	0	0	NA	0	0	0	NA	7.72	80.39	11.89						

Table 1. Lending Volume

LENDING VOLUME												
Geography: ILLINOIS												
Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011												
MA/Assessment Area:	% of Rated Area Loans (#) in MA/AA*	Home Mortgage		Small Loans to Businesses		Small Loans to Farms		Community Development Loans**		Total Reported Loans		% of Rated Area Deposits in MA/AA***
		#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	#	\$(000's)	
Full-Review:												
Springfield	19.72	1,665	212,907	1,168	70,113	125	14,898	6	4,779	2,964	302,697	24.46
Limited-Review:												
Bloomington-Normal	11.58	1,139	207,735	581	20,838	21	2,795	0	0	1,741	231,368	3.47
Rockford	15.22	1,006	111,728	1,273	25,679	4	291	4	16,100	2,287	153,798	15.61
IL nonMSA	53.44	4,517	447,901	2,810	128,696	704	75,328	1	52	8,032	651,977	56.45
IL Statewide	0.03	0	0	0	0	0	0	5	3,600	5	3,600	NA

* Loan Data as of December 31, 2011. Rated area refers to either the state or multistate MA rating area.

** The evaluation period for Community Development Loans is from January 1, 2009 to March 31, 2012.

*** Deposit Data as of June 30, 2011. Rated Area refers to the state, multistate MA, or institution, as appropriate.

Table 2. Geographic Distribution of Home Purchase Loans

Geographic Distribution: HOME PURCHASE		Geography: ILLINOIS								Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011					
MA/Assessment Area:	Total Home Purchase Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total**	% Owner Occ Units***	% USB Loans	% Owner Occ Units***	% USB Loans	% Owner Occ Units***	% USB Loans	% Owner Occ Units***	% USB Loans	Overall	Low	Mod	Mid	Upp
Full-Review:															
Springfield	814	25.98	2.60	1.72	20.47	19.66	40.90	43.73	36.04	34.89	10.30	14.71	14.79	11.19	7.87
Limited-Review:															
Bloomington-Normal	326	10.41	0.00	0.31	21.24	21.78	55.27	46.93	23.49	30.98	4.55	33.33	4.74	5.04	3.72
Rockford	336	10.72	1.61	0.00	17.05	7.74	56.27	62.50	25.07	29.76	5.49	0.00	4.21	6.18	4.66
IL nonMSA	1,657	52.89	NA	NA	14.92	15.15	73.14	73.51	11.95	11.35	14.57	NA	16.91	14.34	14.06

Data shown includes only one to four-family and manufactured housing (property type 1 or 2).

* Based on 2011 Peer Mortgage Data (USPR).

** Home purchase loans originated and purchased in the MA/AA as a percentage of all home purchase loans originated and purchased in the rated area.

*** Percentage of Owner-Occupied Units is the number of owner-occupied housing units in a particular geography divided by the number of owner-occupied housing units in the area based on 2000 Census information.

Table 3. Geographic Distribution of Home Improvement Loans

Geographic Distribution: HOME IMPROVEMENT		Geography: ILLINOIS						Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011							
MA/Assessment Area:	Total Home Improvement Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total**	% Owner Occ Units***	% USB Loans	% Owner Occ Units***	% USB Loans	% Owner Occ Units***	% USB Loans	% Owner Occ Units***	% USB Loans	Overall	Low	Mod	Mid	Upp
Full-Review:															
Springfield	32	11.76	2.60	6.25	20.47	46.88	40.90	15.63	36.04	31.25	2.06	0.00	8.16	0.46	2.28
Limited-Review:															
Bloomington-Normal	12	4.41	0.00	0.00	21.24	8.33	55.27	41.67	23.49	50.00	2.87	0.00	0.00	2.40	4.35
Rockford	30	11.03	1.61	0.00	17.05	23.33	56.27	40.00	25.07	36.67	4.53	0.00	5.56	3.70	5.68
IL nonMSA	198	72.79	NA	NA	14.92	11.11	73.14	74.75	11.95	14.14	15.80	NA	17.98	15.21	17.28

Data shown includes only one to four-family and manufactured housing (property type 1 or 2).

* Based on 2011 Peer Mortgage Data (USPR).

** Home improvement loans originated and purchased in the MA/AA as a percentage of all home improvement loans originated and purchased in the rated area.

*** Percentage of Owner-Occupied Units is the number of owner-occupied housing units in a particular geography divided by number of owner-occupied housing units in the area based on 2000 Census information.

Table 4. Geographic Distribution of Home Mortgage Refinance Loans

Geographic Distribution: HOME MORTGAGE REFINANCE			Geography: ILLINOIS				Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011					Market Share (%) by Geography*				
MA/Assessment Area:	Total Home Mortgage Refinance Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Overall	Low	Mod	Mid	Upp	
	#	% of Total**	% Owner Occ Units***	% USB Loans	% Owner Occ Units***	% USB Loans	% Owner Occ Units***	% USB Loans	% Owner Occ Units***	% USB Loans						
Full-Review:																
Springfield	812	16.59	2.60	0.99	20.47	11.70	40.90	33.74	36.04	53.57	3.48	3.13	6.58	3.68	2.89	
Limited-Review:																
Bloomington-Normal	791	16.16	0.00	0.00	21.24	15.04	55.27	39.19	23.49	45.76	4.01	0.00	4.34	3.79	4.12	
Rockford	637	13.01	1.61	0.63	17.05	5.97	56.27	56.67	25.07	36.73	3.47	9.09	3.13	3.97	2.82	
IL nonMSA	2,655	54.24	NA	NA	14.92	8.85	73.14	76.65	11.95	14.50	13.63	NA	18.86	13.43	12.44	

Data shown includes only one to four-family and manufactured housing (property type 1 or 2).

* Based on 2011 Peer Mortgage Data (USPR).

** Home mortgage refinance loans originated and purchased in the MA/AA as a percentage of all home mortgage refinance loans originated and purchased in the rated area.

*** Percentage of Owner-Occupied Units is the number of owner-occupied housing units in a particular geography divided by number of owner-occupied housing units in the area based on 2000 Census information.

Table 5. Geographic Distribution of Multifamily Loans

Geographic Distribution: MULTIFAMILY		Geography: ILLINOIS								Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011					
MA/Assessment Area:	Total Multifamily Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total**	% of MF Units***	% USB Loans	% MF Units***	% USB Loans	% MF Units***	% USB Loans	% MF Units***	% USB Loans	Overall	Low	Mod	Mid	Upp
Full-Review:															
Springfield	7	25.93	12.05	0.00	41.81	42.86	22.14	28.57	24.00	28.57	11.76	0.00	14.29	12.50	12.50
Limited-Review:															
Bloomington-Normal	10	37.04	2.12	0.00	36.51	20.00	54.30	70.00	7.07	10.00	12.70	0.00	11.76	17.14	0.00
Rockford	3	11.11	10.79	33.33	27.95	0.00	49.69	66.67	11.57	0.00	0.00	0.00	0.00	0.00	0.00
IL nonMSA	7	25.93	NA	NA	21.76	28.57	66.52	71.43	11.72	0.00	3.85	NA	0.00	5.00	0.00

Multifamily loan distribution includes Home Purchases, Home Improvement and Refinances.

* Based on 2011 Peer Mortgage Data (USPR).

** Multifamily loans originated and purchased in the MA/AA as a percentage of all multifamily loans originated and purchased in the rated area.

*** Percentage of multifamily units is the number of multifamily housing units in a particular geography divided by number of multifamily housing units in the area based on 2000 Census information.

Table 6. Geographic Distribution of Small Loans to Businesses

Geographic Distribution: SMALL LOANS TO BUSINESSES		Geography: ILLINOIS								Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011					
MA/Assessment Area:	Total Small Business Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total **	% of Businesses ***	% USB Loans	% of Businesses ***	% USB Loans	% of Businesses ***	% USB Loans	% of Businesses ***	% USB Loans	Overall	Low	Mod	Mid	Upp
Full-Review:															
Springfield	1,168	20.03	7.28	6.42	22.63	24.83	32.04	29.45	38.05	39.30	19.47	25.20	17.66	20.92	17.98
Limited-Review:															
Bloomington-Normal	581	9.96	0.37	0.17	21.51	26.33	56.85	53.36	21.27	20.14	11.21	0.00	11.69	11.42	9.19
Rockford	1,273	21.83	3.75	4.01	16.00	12.73	51.67	57.34	28.58	25.92	17.10	18.68	13.55	19.30	14.12
IL nonMSA	2,810	48.18	NA	NA	18.02	15.48	71.26	73.74	10.71	10.78	20.94	NA	18.27	21.15	20.63

* Based on 2011 Peer Small Business Data – US and PR.

** Small loans to businesses originated and purchased in the MA/AA as a percentage of all small loans to businesses originated and purchased in the rated area.

*** Source Data - Dun and Bradstreet (2011).

Table 7. Geographic Distribution of Small Loans to Farms

Geographic Distribution: SMALL LOANS TO FARMS				Geography: ILLINOIS				Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011							
MA/Assessment Area:	Total Small Farm Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total**	% of Farms***	% USB Loans	% of Farms***	% USB Loans	% of Farms***	% USB Loans	% of Farms***	% USB Loans	Overall	Low	Mod	Mid	Upp
Full-Review:															
Springfield	125	14.64	1.30	0.00	8.67	2.40	53.41	56.80	36.62	40.80	43.00	0.00	50.00	34.85	59.38
Limited-Review:															
Bloomington-Normal	21	2.46	0.00	0.00	6.69	4.76	70.55	71.43	22.76	23.81	1.00	0.00	0.00	1.01	1.18
Rockford	4	0.47	0.26	0.00	9.44	25.00	52.93	50.00	37.37	25.00	0.00	0.00	0.00	0.00	0.00
IL nonMSA	704	82.44	NA	NA	4.84	2.56	78.76	89.06	16.40	8.38	25.23	NA	19.23	25.54	26.74

* Based on 2011 Peer Small Business Data – US and PR.

** Small loans to farms originated and purchased in the MA/AA as a percentage of all small loans to farms originated and purchased in the rated area.

*** Source Data - Dun and Bradstreet (2011).

Table 8. Borrower Distribution of Home Purchase Loans

Borrower Distribution: HOME PURCHASE		Geography: ILLINOIS						Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011							
MA/Assessment Area:	Total Home Purchase Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Market Share*				
	#	% of Total **	% Families ***	% USB Loans ****	% Families ***	% USB Loans ****	% Families ***	% USB Loans ****	% Families ***	% USB Loans ****	Over-all	Low	Mod	Mid	Upp
Full-Review:															
Springfield	814	25.98	18.59	19.55	18.94	24.77	23.76	27.27	38.71	28.41	5.11	4.57	4.75	6.70	4.52
Limited-Review:															
Bloomington-Normal	326	10.41	17.41	14.97	18.87	27.27	26.57	33.69	37.15	24.06	2.51	1.88	2.18	2.88	2.80
Rockford	336	10.72	19.09	18.82	19.24	38.17	24.25	24.19	37.43	18.82	2.27	2.08	2.86	2.10	1.88
IL nonMSA	1,657	52.89	17.88	14.91	19.13	26.42	24.56	28.41	38.43	30.26	15.07	12.01	16.13	15.96	14.61

Data shown includes only one to four-family and manufactured housing (property type 1 or 2).

* Based on 2011 Peer Mortgage Data (USPR).

** Home purchase loans originated and purchased in the MA/AA as a percentage of all home purchase loans originated and purchased in the rated area.

*** Percentage of Families is based on the 2000 Census information.

**** As a percentage of loans with borrower income information available. No information was available for 24.2% of loans originated and purchased by the bank.

Table 9. Borrower Distribution of Home Improvement Loans

Borrower Distribution: HOME IMPROVEMENT			Geography: ILLINOIS				Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011					Market Share*				
MA/Assessment Area:	Total Home Improvement Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Over-all	Low	Mod	Mid	Upp	
	#	% of Total **	% Families ***	% USB Loans ****	% Families ***	% USB Loans ****	% Families ***	% USB Loans ****	% Families ***	% USB Loans ****						
Full-Review:																
Springfield	32	11.76	18.59	19.23	18.94	26.92	23.76	7.69	38.71	46.15	1.55	5.00	2.13	0.00	1.63	
Limited-Review:																
Bloomington-Normal	12	4.41	17.41	25.00	18.87	0.00	26.57	62.50	37.15	12.50	3.03	6.25	0.00	8.33	0.92	
Rockford	30	11.03	19.09	26.67	19.24	36.67	24.25	20.00	37.43	16.67	4.71	8.82	4.69	4.65	3.26	
IL nonMSA	198	72.79	17.88	12.24	19.13	28.57	24.56	26.53	38.43	32.65	17.27	19.74	25.64	16.36	13.62	

Data shown includes only one to four-family and manufactured housing (property type of 1 or 2).

* Based on 2011 Peer Mortgage Data (USPR).

** Home improvement loans originated and purchased in the MA/AA as a percentage of all home improvement loans originated and purchased in the rated area.

*** Percentage of Families is based on the 2000 Census information.

**** As a percentage of loans with borrower income information available. No information was available for 4.4% of loans originated and purchased by the bank.

Table 10. Borrower Distribution of Home Mortgage Refinance Loans

Borrower Distribution: HOME MORTGAGE REFINANCE			Geography: ILLINOIS				Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011					Market Share*				
MA/Assessment Area:	Total Home Mortgage Refinance Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Over-all	Low	Mod	Mid	Upp	
	#	% of Total **	% Families ***	% USB Loans ****	% Families ***	% USB Loans ****	% Families ***	% USB Loans ****	% Families ***	% USB Loans ****						
Full-Review:																
Springfield	812	16.59	18.59	7.41	18.94	18.76	23.76	26.78	38.71	47.05	3.09	3.99	4.27	3.68	2.31	
Limited-Review:																
Bloomington-Normal	791	16.16	17.41	9.63	18.87	21.48	26.57	34.57	37.15	34.32	2.57	5.33	3.36	2.84	1.61	
Rockford	637	13.01	19.09	7.99	19.24	23.41	24.25	28.86	37.43	39.75	3.61	1.84	4.09	3.81	3.63	
IL nonMSA	2,655	54.24	17.88	5.89	19.13	18.90	24.56	26.92	38.43	48.28	14.57	17.31	16.98	15.28	13.08	

Data shown includes only one to four-family and manufactured housing (property type 1 or 2).

* Based on 2011 Peer Mortgage Data (USPR).

** Home refinance loans originated and purchased in the MA/AA as a percentage of all home refinance loans originated and purchased in the rated area.

*** Percentage of Families is based on the 2000 Census information.

**** As a percentage of loans with borrower income information available. No information was available for 17.0% of loans originated and purchased by the bank.

Table 11. Borrower Distribution of Small Loans to Businesses

Borrower Distribution: SMALL LOANS TO BUSINESSES					Geography: ILLINOIS			Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011		
MA/Assessment Area:	Total Small Loans to Businesses		Businesses With Revenues of \$1 million or less		Loans by Original Amount Regardless of Business Size			Market Share*		
	#	% of Total**	% of Businesses ***	% USB Loans****	\$100,000 or less	>\$100,000 to \$250,000	>\$250,000 to \$1,000,000	All	Rev \$1 Million or Less	
Full-Review:										
Springfield	1,168	20.03	63.89	62.24	85.87	9.25	4.88	19.47	26.43	
Limited-Review:										
Bloomington-Normal	581	9.96	66.06	55.42	94.15	2.24	3.61	11.21	13.29	
Rockford	1,273	21.83	67.94	47.05	96.47	2.28	1.26	17.10	20.12	
IL nonMSA	2,810	48.18	69.55	62.53	91.21	4.48	4.31	20.94	27.55	

* Based on 2011 Peer Small Business Data – US and PR.

** Small loans to businesses originated and purchased in the MA/AA as a percentage of all small loans to businesses originated and purchased in the rated area.

*** Businesses with revenues of \$1 million or less as a percentage of all businesses (Source Dun and Bradstreet - 2011).

**** Small loans to businesses with revenues of \$1 million or less as a percentage of all loans reported as small loans to businesses. No information was available for 26.0% of small loans to businesses originated and purchased by the bank.

Table 12. Borrower Distribution of Small Loans to Farms

Borrower Distribution: SMALL LOANS TO FARMS		Geography: ILLINOIS			Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011				
MA/Assessment Area:	Total Small Loans to Farms		Farms With Revenues of \$1 million or less		Loans by Original Amount Regardless of Farm Size			Market Share*	
	#	% of Total**	% of Farms***	% USB Loans****	\$100,000 or less	>\$100,000 to \$250,000	>\$250,000 to \$500,000	All	Rev \$1 Million or Less
Full-Review:									
Springfield	125	14.64	98.05	86.40	65.60	19.20	15.20	43.00	48.00
Limited-Review:									
Bloomington-Normal	21	2.46	97.95	42.86	38.10	47.62	14.29	1.00	1.22
Rockford	4	0.47	97.45	100.00	50.00	50.00	0.00	0.00	0.00
IL nonMSA	704	82.44	98.96	92.05	67.05	22.30	10.65	25.23	27.20

* Based on 2011 Peer Small Business Data – US and PR.

** Small loans to farms originated and purchased in the MA/AA as a percentage of all small loans to farms originated and purchased in the rated area.

*** Farms with revenues of \$1 million or less as a percentage of all farms (Source Dun and Bradstreet - 2011).

**** Small loans to farms with revenues of \$1 million or less as a percentage of all loans reported as small loans to farms. No information was available for 5.0% of small loans to farms originated and purchased by the bank.

Table 14. Qualified Investments

QUALIFIED INVESTMENTS		Geography: ILLINOIS				Evaluation Period: JANUARY 1, 2009 To MARCH 31, 2012			
MA/Assessment Area:	Prior Period Investments*		Current Period Investments**		Total Investments			Unfunded Commitments***	
	#	\$(000's)	#	\$(000's)	#	\$(000's)	% of Total	#	\$(000's)
Full-Review:									
Springfield	16	470	21	2,293	37	2,763	0.94%	0	0
Limited-Review:									
Bloomington-Normal	4	166	5	144	9	310	0.11%	0	0
Rockford	25	1,224	84	1,606	109	2,830	0.96%	2	489
IL nonMSA	34	3,265	118	9,743	152	13,009	4.43%	0	0
IL Statewide	1	30	14	55,007	15	55,037	18.75%	0	0

* 'Prior Period Investments' means investments made in a previous evaluation period that are outstanding as of the examination date.

** The evaluation period for current period investments is January 1, 2009 to March 31, 2012.

*** 'Unfunded Commitments' means legally binding investment commitments that are tracked and recorded by the institution's financial reporting system.

Table 15. Distribution of Branch Delivery System and Branch Openings/Closings

DISTRIBUTION OF BRANCH DELIVERY SYSTEM/BRANCH OPENINGS/CLOSINGS																		Geography: ILLINOIS		Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011			
MA/Assessment Area:	Deposits	Branches						Branch Openings/Closings				Population											
	% of Rated Area Deposits in AA	# of USB Branches	% of Rated Area Branches in AA	Location of Branches by Income of Geographies (%)				# of Branch Openings	# of Branch Closings	Net change in Location of Branches (+ or -)				% of Population within Each Geography									
				Low	Mod	Mid	Upp			Low	Mod	Mid	Upp	Low	Mod	Mid	Upp						
Full-Review:																							
Springfield	24.46	6	16.22	33.33	16.67	0.00	50.00	0	0	0	0	0	0	5.38	23.74	38.50	32.38						
Limited-Review:																							
Bloomington-Normal	3.47	2	5.41	0.00	0.00	100.00	0.00	0	0	0	0	0	0	5.16	22.68	53.48	18.67						
Rockford	15.61	8	21.62	12.50	25.00	25.00	37.50	0	0	0	0	0	0	4.28	22.43	51.50	21.79						
IL nonMSA	56.45	21	56.76	NA	19.05	71.43	9.52	0	1	NA	0	-1	0	NA	16.27	72.74	10.99						

Table 1. Lending Volume

LENDING VOLUME		Geography: INDIANA						Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011				
MA/Assessment Area:	% of Rated Area Loans (#) in MA/AA*	Home Mortgage		Small Loans to Businesses		Small Loans to Farms		Community Development Loans**		Total Reported Loans		% of Rated Area Deposits in MA/AA***
		#	\$(000's)	#	\$(000's)	#	\$(000's)	#	\$(000's)	#	\$(000's)	
Full-Review:												
IN nonMSA	100.00	922	78,620	850	20,550	79	8,314	0	0	1,851	107,484	100.00
Limited Review:												
IN Statewide	0.00	0	0	0	0	0	0	0	0	0	0	NA

* Loan Data as of December 31, 2011. Rated area refers to either the state or multistate MA rating area.

** The evaluation period for Community Development Loans is from January 1, 2009 to March 31, 2012.

*** Deposit Data as of June 30, 2011. Rated Area refers to the state, multistate MA, or institution, as appropriate.

Table 2. Geographic Distribution of Home Purchase Loans

Geographic Distribution: HOME PURCHASE		Geography: INDIANA						Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011							
MA/Assessment Area:	Total Home Purchase Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total**	% Owner Occ Units***	% USB Loans	% Owner Occ Units***	% USB Loans	% Owner Occ Units***	% USB Loans	% Owner Occ Units***	% USB Loans	Overall	Low	Mod	Mid	Upp
Full-Review:															
IN nonMSA	229	100.00	1.66	1.31	14.76	12.23	74.94	68.56	8.63	17.90	9.32	0.00	12.38	8.38	12.90

Data shown includes only one to four-family and manufactured housing (property type 1 or 2).

* Based on 2011 Peer Mortgage Data (USPR).

** Home purchase loans originated and purchased in the MA/AA as a percentage of all home purchase loans originated and purchased in the rated area.

*** Percentage of Owner-Occupied Units is the number of owner-occupied housing units in a particular geography divided by the number of owner-occupied housing units in the area based on 2000 Census information.

Table 3. Geographic Distribution of Home Improvement Loans

Geographic Distribution: HOME IMPROVEMENT				Geography: INDIANA				Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011							
MA/Assessment Area:	Total Home Improvement Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total**	% Owner Occ Units***	% USB Loans	% Owner Occ Units***	% USB Loans	% Owner Occ Units***	% USB Loans	% Owner Occ Units***	% USB Loans	Overall	Low	Mod	Mid	Upp
Full-Review:															
IN nonMSA	49	100.00	1.66	0.00	14.76	16.33	74.94	81.63	8.63	2.04	18.25	0.00	8.00	22.34	0.00

Data shown includes only one to four-family and manufactured housing (property type 1 or 2).

* Based on 2011 Peer Mortgage Data (USPR).

** Home improvement loans originated and purchased in the MA/AA as a percentage of all home improvement loans originated and purchased in the rated area.

*** Percentage of Owner-Occupied Units is the number of owner-occupied housing units in a particular geography divided by number of owner-occupied housing units in the area based on 2000 Census information.

Table 4. Geographic Distribution of Home Mortgage Refinance Loans

Geographic Distribution: HOME MORTGAGE REFINANCE				Geography: INDIANA				Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011							
MA/Assessment Area:	Total Home Mortgage Refinance Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total**	% Owner Occ Units***	% USB Loans	% Owner Occ Units***	% USB Loans	% Owner Occ Units***	% USB Loans	% Owner Occ Units***	% USB Loans	Overall	Low	Mod	Mid	Upp
Full-Review:															
IN nonMSA	644	100.00	1.66	1.55	14.76	7.14	74.94	76.24	8.63	15.06	15.96	50.00	12.12	16.14	15.52

Data shown includes only one to four-family and manufactured housing (property type 1 or 2).

* Based on 2011 Peer Mortgage Data (USPR).

** Home mortgage refinance loans originated and purchased in the MA/AA as a percentage of all home mortgage refinance loans originated and purchased in the rated area.

*** Percentage of Owner-Occupied Units is the number of owner-occupied housing units in a particular geography divided by number of owner-occupied housing units in the area based on 2000 Census information.

Table 5. Geographic Distribution of Multifamily Loans

Geographic Distribution: MULTIFAMILY			Geography: INDIANA				Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011								
MA/Assessment Area:	Total Multifamily Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total**	% of MF Units***	% USB Loans	% MF Units***	% USB Loans	% MF Units***	% USB Loans	% MF Units***	% USB Loans	Overall	Low	Mod	Mid	Upp
Full-Review:															
IN nonMSA	0	0.00	13.54	0.00	20.56	0.00	48.16	0.00	17.74	0.00	0.00	0.00	0.00	0.00	0.00

Multifamily loan distribution includes Home Purchases, Home Improvement and Refinances.

* Based on 2011 Peer Mortgage Data (USPR).

** Multifamily loans originated and purchased in the MA/AA as a percentage of all multifamily loans originated and purchased in the rated area.

*** Percentage of multifamily units is the number of multifamily housing units in a particular geography divided by number of multifamily housing units in the area based on 2000 Census information.

Table 6. Geographic Distribution of Small Loans to Businesses

Geographic Distribution: SMALL LOANS TO BUSINESSES			Geography: INDIANA				Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011								
MA/Assessment Area:	Total Small Business Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total**	% of Businesses***	% USB Loans	% of Businesses***	% USB Loans	% of Businesses***	% USB Loans	% of Businesses***	% USB Loans	Overall	Low	Mod	Mid	Upp
Full-Review:															
IN nonMSA	850	100.00	6.65	5.29	14.38	16.24	68.34	69.06	10.63	9.41	25.46	27.59	25.12	26.25	20.00

* Based on 2011 Peer Small Business Data – US and PR.

** Small loans to businesses originated and purchased in the MA/AA as a percentage of all small loans to businesses originated and purchased in the rated area.

*** Source Data - Dun and Bradstreet (2011).

Table 7. Geographic Distribution of Small Loans to Farms

Geographic Distribution: SMALL LOANS TO FARMS			Geography: INDIANA				Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011								
MA/Assessment Area:	Total Small Farm Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total**	% of Farms***	% USB Loans	% of Farms***	% USB Loans	% of Farms***	% USB Loans	% of Farms***	% USB Loans	Overall	Low	Mod	Mid	Upp
Full-Review:															
IN nonMSA	79	100.00	0.35	0.00	4.24	7.59	90.24	91.14	5.18	1.27	6.32	0.00	25.00	5.84	0.00

* Based on 2011 Peer Small Business Data – US and PR.

** Small loans to farms originated and purchased in the MA/AA as a percentage of all small loans to farms originated and purchased in the rated area.

*** Source Data - Dun and Bradstreet (2011).

Table 8. Borrower Distribution of Home Purchase Loans

Borrower Distribution: HOME PURCHASE			Geography: INDIANA				Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011								
MA/Assessment Area:	Total Home Purchase Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Market Share*				
	#	% of Total**	% Families***	% USB Loans****	% Families***	% USB Loans****	% Families***	% USB Loans****	% Families***	% USB Loans****	Over-all	Low	Mod	Mid	Upp
Full-Review:															
IN nonMSA	229	100.00	19.85	17.65	21.13	29.90	24.54	20.10	34.49	32.35	9.78	9.03	7.79	9.36	13.77

Data shown includes only one to four-family and manufactured housing (property type 1 or 2).

* Based on 2011 Peer Mortgage Data (USPR).

** Home purchase loans originated and purchased in the MA/AA as a percentage of all home purchase loans originated and purchased in the rated area.

*** Percentage of Families is based on the 2000 Census information.

**** As a percentage of loans with borrower income information available. No information was available for 10.9% of loans originated and purchased by the bank.

Table 9. Borrower Distribution of Home Improvement Loans

Borrower Distribution: HOME IMPROVEMENT			Geography: INDIANA				Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011								
MA/Assessment Area:	Total Home Improvement Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Market Share*				
	#	% of Total **	% Families ***	% USB Loans ****	% Families ***	% USB Loans ****	% Families ***	% USB Loans ****	% Families ***	% USB Loans ****	Over-all	Low	Mod	Mid	Upp
Full-Review:															
IN nonMSA	49	100.00	19.85	38.78	21.13	20.41	24.54	18.37	34.49	22.45	19.01	27.59	17.86	20.00	11.76

Data shown includes only one to four-family and manufactured housing (property type of 1 or 2).

* Based on 2011 Peer Mortgage Data (USPR).

** Home improvement loans originated and purchased in the MA/AA as a percentage of all home improvement loans originated and purchased in the rated area.

*** Percentage of Families is based on the 2000 Census information.

**** As a percentage of loans with borrower income information available. No information was available for 0.0% of loans originated and purchased by the bank.

Table 10. Borrower Distribution of Home Mortgage Refinance Loans

Borrower Distribution: HOME MORTGAGE REFINANCE			Geography: INDIANA				Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011								
MA/Assessment Area:	Total Home Mortgage Refinance Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Market Share*				
	#	% of Total **	% Families ***	% USB Loans ****	% Families ***	% USB Loans ****	% Families ***	% USB Loans ****	% Families ***	% USB Loans ****	Over-all	Low	Mod	Mid	Upp
Full-Review:															
IN nonMSA	644	100.00	19.85	13.43	21.13	27.96	24.54	27.80	34.49	30.81	18.36	13.51	22.49	20.92	15.58

Data shown includes only one to four-family and manufactured housing (property type 1 or 2).

* Based on 2011 Peer Mortgage Data (USPR).

** Home refinance loans originated and purchased in the MA/AA as a percentage of all home refinance loans originated and purchased in the rated area.

*** Percentage of Families is based on the 2000 Census information.

**** As a percentage of loans with borrower income information available. No information was available for 1.7% of loans originated and purchased by the bank.

Table 11. Borrower Distribution of Small Loans to Businesses

Borrower Distribution: SMALL LOANS TO BUSINESSES					Geography: INDIANA			Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011	
MA/Assessment Area:	Total Small Loans to Businesses		Businesses With Revenues of \$1 million or less		Loans by Original Amount Regardless of Business Size			Market Share*	
	#	% of Total**	% of Businesses***	% USB Loans****	\$100,000 or less	>\$100,000 to \$250,000	>\$250,000 to \$1,000,000	All	Rev \$1 Million or Less
Full-Review:									
IN nonMSA	850	100.00	68.05	70.47	96.71	1.18	2.12	25.46	31.16

* Based on 2011 Peer Small Business Data – US and PR.

** Small loans to businesses originated and purchased in the MA/AA as a percentage of all small loans to businesses originated and purchased in the rated area.

*** Businesses with revenues of \$1 million or less as a percentage of all businesses (Source Dun and Bradstreet - 2011).

**** Small loans to businesses with revenues of \$1 million or less as a percentage of all loans reported as small loans to businesses. No information was available for 19.8% of small loans to businesses originated and purchased by the bank.

Table 12. Borrower Distribution of Small Loans to Farms

Borrower Distribution: SMALL LOANS TO FARMS					Geography: INDIANA			Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011	
MA/Assessment Area:	Total Small Loans to Farms		Farms With Revenues of \$1 million or less		Loans by Original Amount Regardless of Farm Size			Market Share*	
	#	% of Total**	% of Farms***	% USB Loans****	\$100,000 or less	>\$100,000 to \$250,000	>\$250,000 to \$500,000	All	Rev \$1 Million or Less
Full-Review:									
IN nonMSA	79	100.00	98.82	88.61	69.62	18.99	11.39	6.32	6.05

* Based on 2011 Peer Small Business Data – US and PR.

** Small loans to farms originated and purchased in the MA/AA as a percentage of all small loans to farms originated and purchased in the rated area.

*** Farms with revenues of \$1 million or less as a percentage of all farms (Source Dun and Bradstreet - 2011).

**** Small loans to farms with revenues of \$1 million or less as a percentage of all loans reported as small loans to farms. No information was available for 6.3% of small loans to farms originated and purchased by the bank.

Table 14. Qualified Investments

QUALIFIED INVESTMENTS		Geography: INDIANA				Evaluation Period: JANUARY 1, 2009 To MARCH 31, 2012			
MA/Assessment Area:	Prior Period Investments*		Current Period Investments**		Total Investments			Unfunded Commitments***	
	#	\$(000's)	#	\$(000's)	#	\$(000's)	% of Total	#	\$(000's)
Full-Review:									
IN nonMSA	26	2,169	34	2,704	60	4,873	100.00%	0	0
Limited Review:									
IN Statewide	0	0	0	0	0	0	0.00	0	0

* 'Prior Period Investments' means investments made in a previous evaluation period that are outstanding as of the examination date.

** The evaluation period for current period investments is January 1, 2009 to March 31, 2012.

*** 'Unfunded Commitments' means legally binding investment commitments that are tracked and recorded by the institution's financial reporting system.

Table 15. Distribution of Branch Delivery System and Branch Openings/Closings

DISTRIBUTION OF BRANCH DELIVERY SYSTEM/BRANCH OPENINGS/CLOSINGS		Geography: INDIANA				Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011											
MA/Assessment Area:	Deposits	Branches				Branch Openings/Closings				Population							
	% of Rated Area Deposits in AA	# of USB Branches	% of Rated Area Branches in AA	Location of Branches by Income of Geographies (%)				# of Branch Openings	# of Branch Closings	Net change in Location of Branches (+ or -)				% of Population within Each Geography			
				Low	Mod	Mid	Upp			Low	Mod	Mid	Upp	Low	Mod	Mid	Upp
Full-Review:																	
IN nonMSA	100.00	12	100.00	16.67	8.33	66.67	8.33	0	1	0	0	0	-1	3.64	15.95	72.51	7.90

Table 1. Lending Volume

LENDING VOLUME												
Geography: IOWA												
Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011												
MA/Assessment Area:	% of Rated Area Loans (#) in MA/AA*	Home Mortgage		Small Loans to Businesses		Small Loans to Farms		Community Development Loans**		Total Reported Loans		% of Rated Area Deposits in MA/AA***
		#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	#	\$(000's)	
Full-Review:												
Des Moines-West Des Moines	26.46	7,124	1,126,463	2,775	144,324	91	10,292	4	127,700	9,994	1,408,779	19.78
Limited-Review:												
Ames	3.59	728	117,154	489	18,198	139	20,970	0	0	1,356	156,322	5.02
Cedar Rapids	13.27	3,033	427,487	1,523	102,184	450	50,651	7	46,875	5,013	627,197	18.41
Dubuque	3.67	741	88,854	570	27,649	76	6,751	1	9,798	1,388	133,052	8.09
Iowa City	6.35	1,310	249,010	806	48,981	276	24,418	5	5,162	2,397	327,571	6.72
Sioux City	4.40	875	88,480	696	25,223	89	12,329	0	0	1,660	126,032	3.95
Waterloo-Cedar Falls	7.99	1,629	214,163	1,202	110,917	183	25,196	4	2,868	3,018	353,144	8.17
IA nonMSA	34.25	5,289	540,565	4,112	174,747	3,524	394,797	13	26,192	12,938	1,136,301	29.87
IA Statewide	0.02	0	0	0	0	0	0	6	2,600	6	2,600	NA

* Loan Data as of December 31, 2011. Rated area refers to either the state or multistate MA rating area.

** The evaluation period for Community Development Loans is from January 1, 2009 to March 31, 2012.

*** Deposit Data as of June 30, 2011. Rated Area refers to the state, multistate MA, or institution, as appropriate.

Table 2. Geographic Distribution of Home Purchase Loans

Geographic Distribution: HOME PURCHASE			Geography: IOWA						Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011						
MA/Assessment Area:	Total Home Purchase Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total**	% Owner Occ Units***	% USB Loans	% Owner Occ Units***	% USB Loans	% Owner Occ Units***	% USB Loans	% Owner Occ Units***	% USB Loans	Overall	Low	Mod	Mid	Upp
Full-Review:															
Des Moines-West Des Moines	2,457	31.40	1.78	0.90	17.64	7.33	54.64	47.54	25.94	44.24	9.63	2.94	7.94	9.52	10.27
Limited-Review:															
Ames	274	3.50	4.12	1.82	NA	NA	74.25	82.85	21.63	15.33	8.36	10.00	NA	9.54	5.00
Cedar Rapids	1,151	14.71	0.47	0.61	9.14	8.43	66.14	60.64	24.25	30.32	6.45	7.69	7.82	6.66	5.78
Dubuque	292	3.73	NA	NA	4.59	6.85	91.12	90.41	4.29	2.74	8.74	NA	14.29	8.65	6.35
Iowa City	415	5.30	0.00	0.24	17.87	11.08	49.67	62.17	32.46	26.51	4.29	16.67	3.23	4.39	4.46
Sioux City	442	5.65	0.00	0.00	12.81	9.95	54.83	53.62	32.35	36.43	12.55	0.00	11.25	13.80	11.35
Waterloo-Cedar Falls	741	9.47	1.04	0.94	25.33	20.38	49.34	52.23	24.29	26.45	12.37	2.78	14.58	13.22	9.79
IA nonMSA	2,053	26.24	NA	NA	6.19	4.68	82.39	83.00	11.42	12.32	15.06	NA	13.79	15.96	11.43

Data shown includes only one to four-family and manufactured housing (property type 1 or 2).

* Based on 2011 Peer Mortgage Data (USPR).

** Home purchase loans originated and purchased in the MA/AA as a percentage of all home purchase loans originated and purchased in the rated area.

*** Percentage of Owner-Occupied Units is the number of owner-occupied housing units in a particular geography divided by the number of owner-occupied housing units in the area based on 2000 Census information.

Table 3. Geographic Distribution of Home Improvement Loans

Geographic Distribution: HOME IMPROVEMENT				Geography: IOWA				Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011							
MA/Assessment Area:	Total Home Improvement Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total**	% Owner Occ Units***	% USB Loans	% Owner Occ Units***	% USB Loans	% Owner Occ Units***	% USB Loans	% Owner Occ Units***	% USB Loans	Overall	Low	Mod	Mid	Upp
Full-Review:															
Des Moines-West Des Moines	146	19.31	1.78	4.11	17.64	8.90	54.64	48.63	25.94	38.36	6.90	28.57	4.10	5.85	8.65
Limited-Review:															
Ames	24	3.17	4.12	0.00	NA	NA	74.25	70.83	21.63	29.17	2.13	0.00	NA	1.45	4.17
Cedar Rapids	86	11.38	0.47	0.00	9.14	15.12	66.14	44.19	24.25	40.70	7.05	0.00	10.53	4.35	12.65
Dubuque	10	1.32	NA	NA	4.59	0.00	91.12	90.00	4.29	10.00	4.17	NA	0.00	4.67	0.00
Iowa City	48	6.35	0.00	0.00	17.87	12.50	49.67	62.50	32.46	25.00	7.07	0.00	5.08	8.53	5.36
Sioux City	34	4.50	0.00	0.00	12.81	0.00	54.83	70.59	32.35	29.41	4.23	0.00	0.00	5.92	2.33
Waterloo-Cedar Falls	76	10.05	1.04	0.00	25.33	21.05	49.34	40.79	24.29	38.16	16.67	0.00	15.91	11.54	28.95
IA nonMSA	332	43.92	NA	NA	6.19	8.13	82.39	78.92	11.42	12.95	17.24	NA	22.73	16.50	19.51

Data shown includes only one to four-family and manufactured housing (property type 1 or 2).

* Based on 2011 Peer Mortgage Data (USPR).

** Home improvement loans originated and purchased in the MA/AA as a percentage of all home improvement loans originated and purchased in the rated area.

*** Percentage of Owner-Occupied Units is the number of owner-occupied housing units in a particular geography divided by number of owner-occupied housing units in the area based on 2000 Census information.

Table 4. Geographic Distribution of Home Mortgage Refinance Loans

Geographic Distribution: HOME MORTGAGE REFINANCE			Geography: IOWA				Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011					Market Share (%) by Geography*				
MA/Assessment Area:	Total Home Mortgage Refinance Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Overall	Low	Mod	Mid	Upp	
	#	% of Total**	% Owner Occ Units***	% USB Loans	% Owner Occ Units***	% USB Loans	% Owner Occ Units***	% USB Loans	% Owner Occ Units***	% USB Loans						
Full-Review:																
Des Moines-West Des Moines	4,503	37.36	1.78	0.78	17.64	5.02	54.64	45.26	25.94	48.95	9.91	13.57	9.09	9.03	10.86	
Limited-Review:																
Ames	425	3.53	4.12	1.41	NA	NA	74.25	63.06	21.63	35.53	8.15	14.81	NA	7.57	9.06	
Cedar Rapids	1,782	14.78	0.47	0.34	9.14	6.79	66.14	53.20	24.25	39.67	6.79	5.26	12.50	6.46	6.69	
Dubuque	438	3.63	NA	NA	4.59	1.83	91.12	89.27	4.29	8.90	6.74	NA	6.25	6.49	11.31	
Iowa City	829	6.88	0.00	0.00	17.87	9.17	49.67	50.30	32.46	40.53	6.65	0.00	7.26	6.55	6.63	
Sioux City	396	3.29	0.00	0.00	12.81	3.03	54.83	44.95	32.35	52.02	9.13	0.00	6.38	9.60	8.95	
Waterloo-Cedar Falls	797	6.61	1.04	0.13	25.33	8.91	49.34	50.56	24.29	40.40	9.89	0.00	9.09	9.94	10.44	
IA nonMSA	2,884	23.93	NA	NA	6.19	4.92	82.39	75.73	11.42	19.35	11.33	NA	22.71	11.19	10.18	

Data shown includes only one to four-family and manufactured housing (property type 1 or 2).

* Based on 2011 Peer Mortgage Data (USPR).

** Home mortgage refinance loans originated and purchased in the MA/AA as a percentage of all home mortgage refinance loans originated and purchased in the rated area.

*** Percentage of Owner-Occupied Units is the number of owner-occupied housing units in a particular geography divided by number of owner-occupied housing units in the area based on 2000 Census information.

Table 5. Geographic Distribution of Multifamily Loans

Geographic Distribution: MULTIFAMILY		Geography: IOWA						Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011							
MA/Assessment Area:	Total Multifamily Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total**	% of MF Units***	% USB Loans	% MF Units***	% USB Loans	% MF Units***	% USB Loans	% MF Units***	% USB Loans	Overall	Low	Mod	Mid	Upp
Full-Review:															
Des Moines-West Des Moines	18	19.15	13.42	27.78	15.25	16.67	47.89	38.89	23.44	16.67	11.65	11.76	6.25	11.54	16.67
Limited-Review:															
Ames	5	5.32	18.70	20.00	NA	NA	62.64	60.00	18.44	20.00	5.00	0.00	NA	8.00	0.00
Cedar Rapids	14	14.89	3.39	0.00	16.23	7.14	64.38	92.86	16.00	0.00	20.00	0.00	0.00	29.63	0.00
Dubuque	1	1.06	NA	NA	25.04	0.00	72.85	100.00	2.12	0.00	0.00	NA	0.00	0.00	0.00
Iowa City	18	19.15	4.22	22.22	45.39	38.89	30.77	22.22	19.62	16.67	6.56	0.00	3.03	10.00	14.29
Sioux City	3	3.19	0.07	0.00	28.29	33.33	47.97	33.33	23.67	33.33	10.53	0.00	14.29	10.00	0.00
Waterloo-Cedar Falls	15	15.96	12.44	6.67	13.68	0.00	43.93	46.67	29.95	46.67	12.20	25.00	0.00	15.79	6.67
IA nonMSA	20	21.28	NA	NA	10.11	5.00	76.02	95.00	13.87	0.00	24.00	NA	20.00	27.50	0.00

Multifamily loan distribution includes Home Purchases, Home Improvement and Refinances.

* Based on 2011 Peer Mortgage Data (USPR).

** Multifamily loans originated and purchased in the MA/AA as a percentage of all multifamily loans originated and purchased in the rated area.

*** Percentage of multifamily units is the number of multifamily housing units in a particular geography divided by number of multifamily housing units in the area based on 2000 Census information.

Table 6. Geographic Distribution of Small Loans to Businesses

Geographic Distribution: SMALL LOANS TO BUSINESSES				Geography: IOWA				Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011							
MA/Assessment Area:	Total Small Business Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total **	% of Businesses ***	% USB Loans	% of Businesses ***	% USB Loans	% of Businesses ***	% USB Loans	% of Businesses ***	% USB Loans	Overall	Low	Mod	Mid	Upp
Full-Review:															
Des Moines-West Des Moines	2,775	22.80	8.93	10.85	9.24	8.86	48.64	47.71	33.19	32.58	11.39	14.47	13.04	12.44	9.71
Limited-Review:															
Ames	489	4.02	9.63	9.41	NA	NA	59.44	56.85	28.81	32.52	18.61	17.05	NA	18.15	18.80
Cedar Rapids	1,523	12.51	2.37	3.74	11.61	22.72	60.59	49.70	25.44	23.83	16.68	18.56	29.64	15.01	13.94
Dubuque	570	4.68	NA	NA	14.74	15.44	80.34	78.60	4.93	5.96	22.34	NA	26.80	21.82	20.27
Iowa City	806	6.62	4.53	1.86	20.11	22.08	49.17	45.29	26.19	30.77	10.81	2.80	11.44	10.21	13.19
Sioux City	696	5.72	2.16	2.59	23.87	26.58	41.97	34.48	32.00	36.35	20.54	13.33	20.33	21.07	20.96
Waterloo-Cedar Falls	1,202	9.87	10.27	12.23	18.04	16.22	47.56	42.10	24.14	29.45	28.71	20.38	29.34	26.56	33.41
IA nonMSA	4,112	33.78	NA	NA	6.28	8.22	82.64	80.59	11.08	11.19	22.66	NA	29.83	22.33	21.11

* Based on 2011 Peer Small Business Data – US and PR.

** Small loans to businesses originated and purchased in the MA/AA as a percentage of all small loans to businesses originated and purchased in the rated area.

*** Source Data - Dun and Bradstreet (2011).

Table 7. Geographic Distribution of Small Loans to Farms

Geographic Distribution: SMALL LOANS TO FARMS			Geography: IOWA				Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011					Market Share (%) by Geography*				
MA/Assessment Area:	Total Small Farm Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Overall	Low	Mod	Mid	Upp	
	#	% of Total**	% of Farms***	% USB Loans	% of Farms***	% USB Loans	% of Farms***	% USB Loans	% of Farms***	% USB Loans						
Full-Review:																
Des Moines-West Des Moines	91	1.88	1.12	1.10	5.08	0.00	66.70	60.44	27.11	38.46	13.06	0.00	0.00	11.04	23.40	
Limited-Review:																
Ames	139	2.88	3.12	0.00	NA	NA	69.74	58.99	26.49	41.01	42.86	0.00	NA	37.29	51.11	
Cedar Rapids	450	9.32	0.44	0.00	3.55	10.89	80.24	87.33	15.77	1.78	36.60	0.00	88.24	35.51	11.11	
Dubuque	76	1.57	NA	NA	2.10	0.00	96.80	100.00	1.10	0.00	8.21	NA	0.00	8.29	0.00	
Iowa City	276	5.72	0.36	0.00	24.16	13.77	58.43	61.96	17.05	24.28	9.02	0.00	9.62	7.54	20.00	
Sioux City	89	1.84	0.13	0.00	3.94	1.12	75.72	77.53	20.21	21.35	41.94	0.00	100.00	47.62	23.53	
Waterloo-Cedar Falls	183	3.79	1.55	0.00	6.33	1.64	62.14	66.12	29.97	32.24	39.57	0.00	33.33	42.71	33.33	
IA nonMSA	3,524	72.99	NA	NA	2.76	6.02	89.82	88.25	7.41	5.73	37.86	NA	59.81	37.08	35.87	

* Based on 2011 Peer Small Business Data – US and PR.

** Small loans to farms originated and purchased in the MA/AA as a percentage of all small loans to farms originated and purchased in the rated area.

*** Source Data - Dun and Bradstreet (2011).

Table 8. Borrower Distribution of Home Purchase Loans

Borrower Distribution: HOME PURCHASE		Geography: IOWA						Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011							
MA/Assessment Area:	Total Home Purchase Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Market Share*				
	#	% of Total **	% Families ***	% USB Loans ****	% Families ***	% USB Loans ****	% Families ***	% USB Loans ****	% Families ***	% USB Loans ****	Over-all	Low	Mod	Mid	Upp
Full-Review:															
Des Moines-West Des Moines	2,457	31.40	17.25	13.65	18.76	33.49	25.35	25.88	38.64	26.98	6.40	6.21	6.06	7.14	6.19
Limited-Review:															
Ames	274	3.50	18.30	15.86	18.69	35.17	24.96	31.03	38.05	17.93	5.30	6.59	7.89	5.86	1.74
Cedar Rapids	1,151	14.71	15.32	18.68	19.40	28.89	26.55	28.02	38.73	24.41	4.57	4.52	5.19	4.86	3.72
Dubuque	292	3.73	15.16	15.75	20.52	26.03	27.05	33.56	37.28	24.66	4.58	4.17	3.82	5.95	4.20
Iowa City	415	5.30	17.81	11.46	19.50	23.72	24.19	26.48	38.50	38.34	2.88	1.50	2.62	2.36	4.18
Sioux City	442	5.65	17.63	27.04	19.20	35.18	24.42	18.24	38.75	19.54	9.37	12.10	11.57	6.73	7.72
Waterloo-Cedar Falls	741	9.47	17.68	19.12	20.72	26.68	23.35	26.68	38.26	27.52	7.36	8.76	6.71	6.58	7.87
IA nonMSA	2,053	26.24	15.80	19.03	18.60	31.24	26.07	24.15	39.53	25.58	9.32	11.14	10.11	8.79	8.14

Data shown includes only one to four-family and manufactured housing (property type 1 or 2).

* Based on 2011 Peer Mortgage Data (USPR).

** Home purchase loans originated and purchased in the MA/AA as a percentage of all home purchase loans originated and purchased in the rated area.

*** Percentage of Families is based on the 2000 Census information.

**** As a percentage of loans with borrower income information available. No information was available for 38.9% of loans originated and purchased by the bank.

Table 9. Borrower Distribution of Home Improvement Loans

Borrower Distribution: HOME IMPROVEMENT		Geography: IOWA					Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011									
MA/Assessment Area:	Total Home Improvement Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Market Share*					
	#	% of Total **	% Families ***	% USB Loans ****	% Families ***	% USB Loans ****	% Families ***	% USB Loans ****	% Families ***	% USB Loans ****	Over-all	Low	Mod	Mid	Upp	
Full-Review:																
Des Moines-West Des Moines	146	19.31	17.25	17.46	18.76	23.81	25.35	21.43	38.64	37.30	6.09	8.90	5.35	5.42	5.88	
Limited-Review:																
Ames	24	3.17	18.30	14.29	18.69	33.33	24.96	23.81	38.05	28.57	2.22	0.00	4.00	2.22	1.83	
Cedar Rapids	86	11.38	15.32	20.25	19.40	16.46	26.55	21.52	38.73	41.77	7.01	7.04	2.70	5.81	10.05	
Dubuque	10	1.32	15.16	20.00	20.52	20.00	27.05	20.00	37.28	40.00	5.00	6.67	8.00	4.76	2.56	
Iowa City	48	6.35	17.81	15.22	19.50	23.91	24.19	23.91	38.50	36.96	7.62	8.70	6.67	4.65	9.92	
Sioux City	34	4.50	17.63	9.09	19.20	12.12	24.42	45.45	38.75	33.33	4.58	2.63	4.00	7.84	3.96	
Waterloo-Cedar Falls	76	10.05	17.68	17.11	20.72	21.05	23.35	23.68	38.26	38.16	18.37	20.00	18.60	16.28	19.57	
IA nonMSA	332	43.92	15.80	14.20	18.60	21.30	26.07	29.01	39.53	35.49	17.71	21.78	15.52	20.10	16.18	

Data shown includes only one to four-family and manufactured housing (property type of 1 or 2).

* Based on 2011 Peer Mortgage Data (USPR).

** Home improvement loans originated and purchased in the MA/AA as a percentage of all home improvement loans originated and purchased in the rated area.

*** Percentage of Families is based on the 2000 Census information.

**** As a percentage of loans with borrower income information available. No information was available for 5.4% of loans originated and purchased by the bank.

Table 10. Borrower Distribution of Home Mortgage Refinance Loans

Borrower Distribution: HOME MORTGAGE REFINANCE		Geography: IOWA				Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011									
MA/Assessment Area:	Total Home Mortgage Refinance Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Market Share*				
	#	% of Total **	% Families ***	% USB Loans ****	% Families ***	% USB Loans ****	% Families ***	% USB Loans ****	% Families ***	% USB Loans ****	Over-all	Low	Mod	Mid	Upp
Full-Review:															
Des Moines-West Des Moines	4,503	37.36	17.25	8.34	18.76	19.26	25.35	26.24	38.64	46.15	8.35	10.36	8.83	8.27	7.89
Limited-Review:															
Ames	425	3.53	18.30	7.98	18.69	26.62	24.96	27.76	38.05	37.64	5.52	7.97	8.92	5.52	3.23
Cedar Rapids	1,782	14.78	15.32	8.49	19.40	19.24	26.55	21.43	38.73	50.83	6.21	7.06	6.79	5.76	6.05
Dubuque	438	3.63	15.16	10.12	20.52	22.96	27.05	26.17	37.28	40.74	7.22	7.69	8.52	6.87	6.67
Iowa City	829	6.88	17.81	5.61	19.50	17.58	24.19	21.52	38.50	55.30	5.68	4.87	6.78	4.47	5.99
Sioux City	396	3.29	17.63	10.76	19.20	19.94	24.42	25.00	38.75	44.30	9.08	9.17	9.94	9.84	8.30
Waterloo-Cedar Falls	797	6.61	17.68	8.02	20.72	16.33	23.35	24.49	38.26	51.17	9.94	11.32	7.59	10.93	10.03
IA nonMSA	2,884	23.93	15.80	7.35	18.60	19.35	26.07	27.18	39.53	46.13	11.37	13.88	11.19	11.87	10.77

Data shown includes only one to four-family and manufactured housing (property type 1 or 2).

* Based on 2011 Peer Mortgage Data (USPR).

** Home refinance loans originated and purchased in the MA/AA as a percentage of all home refinance loans originated and purchased in the rated area.

*** Percentage of Families is based on the 2000 Census information.

**** As a percentage of loans with borrower income information available. No information was available for 20.8% of loans originated and purchased by the bank.

Table 11. Borrower Distribution of Small Loans to Businesses

Borrower Distribution: SMALL LOANS TO BUSINESSES			Geography: IOWA		Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011				
MA/Assessment Area:	Total Small Loans to Businesses		Businesses With Revenues of \$1 million or less		Loans by Original Amount Regardless of Business Size			Market Share*	
	#	% of Total**	% of Businesses ***	% USB Loans****	\$100,000 or less	>\$100,000 to \$250,000	>\$250,000 to \$1,000,000	All	Rev \$1 Million or Less
Full-Review:									
Des Moines-West Des Moines	2,775	22.80	66.44	55.75	89.19	6.05	4.76	11.39	10.75
Limited-Review:									
Ames	489	4.02	65.80	62.99	94.07	2.45	3.48	18.61	23.44
Cedar Rapids	1,523	12.51	67.30	56.20	86.15	5.91	7.94	16.68	16.03
Dubuque	570	4.68	67.31	47.02	91.05	3.33	5.61	22.34	19.71
Iowa City	806	6.62	68.57	59.31	87.34	5.09	7.57	10.81	10.30
Sioux City	696	5.72	66.93	59.77	93.82	3.59	2.59	20.54	23.90
Waterloo-Cedar Falls	1,202	9.87	66.47	55.57	79.28	9.57	11.15	28.71	28.86
IA nonMSA	4,112	33.78	71.02	59.31	91.39	4.72	3.89	22.66	24.05

* Based on 2011 Peer Small Business Data – US and PR.

** Small loans to businesses originated and purchased in the MA/AA as a percentage of all small loans to businesses originated and purchased in the rated area.

*** Businesses with revenues of \$1 million or less as a percentage of all businesses (Source Dun and Bradstreet - 2011).

**** Small loans to businesses with revenues of \$1 million or less as a percentage of all loans reported as small loans to businesses. No information was available for 26.1% of small loans to businesses originated and purchased by the bank.

Table 12. Borrower Distribution of Small Loans to Farms

Borrower Distribution: SMALL LOANS TO FARMS		Geography: IOWA			Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011				
MA/Assessment Area:	Total Small Loans to Farms		Farms With Revenues of \$1 million or less		Loans by Original Amount Regardless of Farm Size			Market Share*	
	#	% of Total**	% of Farms***	% USB Loans****	\$100,000 or less	>\$100,000 to \$250,000	>\$250,000 to \$500,000	All	Rev \$1 Million or Less
Full-Review:									
Des Moines-West Des Moines	91	1.88	97.59	83.52	61.54	29.67	8.79	13.06	15.29
Limited-Review:									
Ames	139	2.88	97.92	78.42	46.76	35.25	17.99	42.86	47.89
Cedar Rapids	450	9.32	98.88	94.67	63.78	24.44	11.78	36.60	41.59
Dubuque	76	1.57	98.80	97.37	69.74	27.63	2.63	8.21	9.40
Iowa City	276	5.72	97.90	89.86	69.93	25.72	4.35	9.02	12.77
Sioux City	89	1.84	98.29	91.01	52.81	30.34	16.85	41.94	58.97
Waterloo-Cedar Falls	183	3.79	98.06	95.63	54.10	27.87	18.03	39.57	47.12
IA nonMSA	3,524	72.99	98.89	88.51	64.81	25.20	9.99	37.86	39.99

* Based on 2011 Peer Small Business Data – US and PR.

** Small loans to farms originated and purchased in the MA/AA as a percentage of all small loans to farms originated and purchased in the rated area.

*** Farms with revenues of \$1 million or less as a percentage of all farms (Source Dun and Bradstreet - 2011).

**** Small loans to farms with revenues of \$1 million or less as a percentage of all loans reported as small loans to farms. No information was available for 4.8% of small loans to farms originated and purchased by the bank.

Table 14. Qualified Investments

QUALIFIED INVESTMENTS		Geography: IOWA				Evaluation Period: JANUARY 1, 2009 To MARCH 31, 2012			
MA/Assessment Area:	Prior Period Investments*		Current Period Investments		Total Investments**			Unfunded Commitments***	
	#	\$(000's)	#	\$(000's)	#	\$(000's)	% of Total	#	\$(000's)
Full-Review:									
Des Moines-West Des Moines	11	17,732	91	11,659	102	29,391	21.30	7	10,131
Limited-Review:									
Ames	11	464	15	1,016	26	1,481	1.07	0	0
Cedar Rapids	22	5,150	73	25,310	95	30,460	22.07	1	649
Dubuque	15	2,175	24	33,417	39	35,593	25.79	2	8
Iowa City	11	1,235	32	1,282	43	2,516	1.82	0	0
Sioux City	6	864	25	825	31	1,688	1.22	2	978
Waterloo-Cedar Falls	23	1,732	59	1,795	82	3,527	2.56	0	0
IA nonMSA	61	11,275	127	21,316	188	32,591	23.62	2	511
IA Statewide	1	697	18	59	19	755	0.55	0	0

* 'Prior Period Investments' means investments made in a previous evaluation period that are outstanding as of the examination date.

** The evaluation period for current period investments is January 1, 2009 to March 31, 2012.

*** 'Unfunded Commitments' means legally binding investment commitments that are tracked and recorded by the institution's financial reporting system.

Table 15. Distribution of Branch Delivery System and Branch Openings/Closings

DISTRIBUTION OF BRANCH DELIVERY SYSTEM/BRANCH OPENINGS/CLOSINGS								Geography: IOWA		Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011							
MA/Assessment Area:	Deposits	Branches						Branch Openings/Closings				Population					
	% of Rated Area Deposits in AA	# of USB Branches	% of Rated Area Branches in AA	Location of Branches by Income of Geographies (%)				# of Branch Openings	# of Branch Closings	Net change in Location of Branches (+ or -)				% of Population within Each Geography			
				Low	Mod	Mid	Upp			Low	Mod	Mid	Upp	Low	Mod	Mid	Upp
Full-Review:																	
Des Moines-West Des Moines	19.78	15	17.44	13.33	20.00	60.00	6.67	0	0	0	0	0	0	4.47	19.02	52.29	24.21
Limited-Review:																	
Ames	5.02	4	4.65	0.00	NA	75.00	25.00	0	0	0	NA	0	0	7.09	NA	64.15	22.80
Cedar Rapids	18.41	10	11.63	0.00	30.00	50.00	20.00	1	0	0	0	1	0	0.85	11.31	65.17	22.67
Dubuque	8.09	5	5.81	NA	40.00	60.00	0.00	0	0	NA	0	0	0	NA	7.77	88.54	3.69
Iowa City	6.72	6	6.98	16.67	16.67	50.00	16.67	0	0	0	0	0	0	2.75	24.53	43.36	29.35
Sioux City	3.95	3	3.49	0.00	33.33	33.33	33.33	0	0	0	0	0	0	0.05	19.36	52.57	28.01
Waterloo-Cedar Falls	8.17	5	5.81	20.00	0.00	40.00	40.00	0	0	0	0	0	0	2.96	25.75	49.38	21.91
IA nonMSA	29.87	38	44.19	NA	7.89	78.95	13.16	0	2	NA	-1	-1	0	NA	6.87	82.32	10.81

Table 1. Lending Volume

LENDING VOLUME		Geography: KANSAS						Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011				
MA/Assessment Area:	% of Rated Area Loans (#) in MA/AA*	Home Mortgage		Small Loans to Businesses		Small Loans to Farms		Community Development Loans**		Total Reported Loans		% of Rated Area Deposits in MA/AA***
		#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	#	\$(000's)	
Full-Review:												
Lawrence	43.70	824	132,618	730	31,387	7	629	3	2,408	1,564	167,042	63.28
Limited-Review:												
Topeka	49.79	1,164	145,414	606	26,372	8	761	4	4,807	1,782	177,354	32.72
KS nonMSA	6.43	130	11,670	95	5,878	5	450	0	0	230	17,998	3.99
KS Statewide	0.08	0	0	0	0	0	0	3	4,000	3	4,000	NA

* Loan Data as of December 31, 2011. Rated area refers to either the state or multistate MA rating area.

** The evaluation period for Community Development Loans is from January 1, 2009 to March 31, 2012.

*** Deposit Data as of June 30, 2011. Rated Area refers to the state, multistate MA, or institution, as appropriate.

Table 2. Geographic Distribution of Home Purchase Loans

Geographic Distribution: HOME PURCHASE		Geography: KANSAS						Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011							
MA/Assessment Area:	Total Home Purchase Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total**	% Owner Occ Units***	% USB Loans	% Owner Occ Units***	% USB Loans	% Owner Occ Units***	% USB Loans	% Owner Occ Units***	% USB Loans	Overall	Low	Mod	Mid	Upp
Full-Review:															
Lawrence	232	26.30	0.11	0.00	19.97	20.69	49.84	44.40	30.08	34.91	5.86	0.00	4.58	6.67	5.61
Limited-Review:															
Topeka	607	68.82	0.65	0.16	21.77	13.51	41.36	46.95	36.23	39.37	8.58	0.00	10.98	9.05	7.50
KS nonMSA	43	4.88	NA	NA	9.69	13.95	77.61	69.77	12.70	16.28	4.34	NA	6.00	3.67	5.41

Data shown includes only one to four-family and manufactured housing (property type 1 or 2).

* Based on 2011 Peer Mortgage Data (USPR).

** Home purchase loans originated and purchased in the MA/AA as a percentage of all home purchase loans originated and purchased in the rated area.

*** Percentage of Owner-Occupied Units is the number of owner-occupied housing units in a particular geography divided by the number of owner-occupied housing units in the area based on 2000 Census information.

Table 3. Geographic Distribution of Home Improvement Loans

Geographic Distribution: HOME IMPROVEMENT		Geography: KANSAS						Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011							
MA/Assessment Area:	Total Home Improvement Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total**	% Owner Occ Units***	% USB Loans	% Owner Occ Units***	% USB Loans	% Owner Occ Units***	% USB Loans	% Owner Occ Units***	% USB Loans	Overall	Low	Mod	Mid	Upp
Full-Review:															
Lawrence	16	29.63	0.11	0.00	19.97	12.50	49.84	43.75	30.08	43.75	3.81	0.00	0.00	4.26	5.00
Limited-Review:															
Topeka	25	46.30	0.65	0.00	21.77	12.00	41.36	36.00	36.23	52.00	4.46	0.00	0.00	2.83	8.18
KS nonMSA	13	24.07	NA	NA	9.69	7.69	77.61	61.54	12.70	30.77	6.12	NA	0.00	7.69	0.00

Data shown includes only one to four-family and manufactured housing (property type 1 or 2).

* Based on 2011 Peer Mortgage Data (USPR).

** Home improvement loans originated and purchased in the MA/AA as a percentage of all home improvement loans originated and purchased in the rated area.

*** Percentage of Owner-Occupied Units is the number of owner-occupied housing units in a particular geography divided by number of owner-occupied housing units in the area based on 2000 Census information.

Table 4. Geographic Distribution of Home Mortgage Refinance Loans

Geographic Distribution: HOME MORTGAGE REFINANCE				Geography: KANSAS				Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011							
MA/Assessment Area:	Total Home Mortgage Refinance Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total**	% Owner Occ Units***	% USB Loans	% Owner Occ Units***	% USB Loans	% Owner Occ Units***	% USB Loans	% Owner Occ Units***	% USB Loans	Overall	Low	Mod	Mid	Upp
Full-Review:															
Lawrence	573	48.64	0.11	0.00	19.97	13.96	49.84	45.38	30.08	40.66	8.18	0.00	8.40	8.61	7.60
Limited-Review:															
Topeka	531	45.08	0.65	0.00	21.77	11.30	41.36	45.76	36.23	42.94	6.72	0.00	7.32	9.29	4.83
KS nonMSA	74	6.28	NA	NA	9.69	13.51	77.61	62.16	12.70	24.32	5.34	NA	2.33	4.36	9.62

Data shown includes only one to four-family and manufactured housing (property type 1 or 2).

* Based on 2011 Peer Mortgage Data (USPR).

** Home mortgage refinance loans originated and purchased in the MA/AA as a percentage of all home mortgage refinance loans originated and purchased in the rated area.

*** Percentage of Owner-Occupied Units is the number of owner-occupied housing units in a particular geography divided by number of owner-occupied housing units in the area based on 2000 Census information.

Table 5. Geographic Distribution of Multifamily Loans

Geographic Distribution: MULTIFAMILY			Geography: KANSAS				Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011								
MA/Assessment Area:	Total Multifamily Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total**	% of MF Units***	% USB Loans	% MF Units***	% USB Loans	% MF Units***	% USB Loans	% MF Units***	% USB Loans	Over-all	Low	Mod	Mid	Upp
Full-Review:															
Lawrence	3	75.00	10.24	0.00	34.66	66.67	37.90	33.33	17.20	0.00	3.70	0.00	0.00	11.11	0.00
Limited-Review:															
Topeka	1	25.00	5.50	0.00	22.25	0.00	52.47	100.00	19.77	0.00	4.76	0.00	0.00	10.00	0.00
KS nonMSA	0	0.00	NA	NA	43.04	0.00	33.81	0.00	23.15	0.00	0.00	NA	0.00	0.00	0.00

Multifamily loan distribution includes Home Purchases, Home Improvement and Refinances.

* Based on 2011 Peer Mortgage Data (USPR).

** Multifamily loans originated and purchased in the MA/AA as a percentage of all multifamily loans originated and purchased in the rated area.

*** Percentage of multifamily units is the number of multifamily housing units in a particular geography divided by number of multifamily housing units in the area based on 2000 Census information.

Table 6. Geographic Distribution of Small Loans to Businesses

Geographic Distribution: SMALL LOANS TO BUSINESSES			Geography: KANSAS				Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011								
MA/Assessment Area:	Total Small Business Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total**	% of Businesses***	% USB Loans	% of Businesses***	% USB Loans	% of Businesses***	% USB Loans	% of Businesses***	% USB Loans	Overall	Low	Mod	Mid	Upp
Full-Review:															
Lawrence	730	51.01	2.14	0.00	24.42	31.78	43.29	39.45	30.15	28.77	16.63	0.00	21.66	15.46	15.69
Limited-Review:															
Topeka	606	42.35	11.01	8.58	16.69	14.69	38.93	45.38	33.36	31.35	12.36	12.36	8.96	14.56	11.18
KS nonMSA	95	6.64	NA	NA	18.60	23.16	66.30	56.84	15.10	20.00	10.54	NA	14.06	8.52	15.94

* Based on 2011 Peer Small Business Data – US and PR.

** Small loans to businesses originated and purchased in the MA/AA as a percentage of all small loans to businesses originated and purchased in the rated area.

*** Source Data - Dun and Bradstreet (2011).

Table 7. Geographic Distribution of Small Loans to Farms

Geographic Distribution: SMALL LOANS TO FARMS				Geography: KANSAS				Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011							
MA/Assessment Area:	Total Small Farm Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total**	% of Farms***	% USB Loans	% of Farms***	% USB Loans	% of Farms***	% USB Loans	% of Farms***	% USB Loans	Over-all	Low	Mod	Mid	Upp
Full-Review:															
Lawrence	7	35.00	0.28	0.00	13.93	0.00	52.65	57.14	33.15	42.86	6.25	0.00	0.00	8.33	7.69
Limited-Review:															
Topeka	8	40.00	2.68	0.00	7.04	0.00	49.92	50.00	40.37	50.00	8.33	0.00	0.00	0.00	25.00
KS nonMSA	5	25.00	NA	NA	4.85	0.00	85.90	80.00	9.25	20.00	8.33	NA	0.00	4.76	100.00

* Based on 2011 Peer Small Business Data – US and PR.

** Small loans to farms originated and purchased in the MA/AA as a percentage of all small loans to farms originated and purchased in the rated area.

*** Source Data - Dun and Bradstreet (2011).

Table 8. Borrower Distribution of Home Purchase Loans

Borrower Distribution: HOME PURCHASE				Geography: KANSAS				Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011							
MA/Assessment Area:	Total Home Purchase Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Market Share*				
	#	% of Total**	% Families***	% USB Loans****	% Families***	% USB Loans****	% Families***	% USB Loans****	% Families***	% USB Loans****	Over-all	Low	Mod	Mid	Upp
Full-Review:															
Lawrence	232	26.30	18.17	13.82	18.89	25.66	24.70	24.34	38.24	36.18	4.47	3.82	6.51	3.35	4.10
Limited-Review:															
Topeka	607	68.82	13.32	17.09	15.07	29.65	21.62	27.64	49.99	25.63	4.39	4.74	5.53	5.87	2.40
KS nonMSA	43	4.88	20.88	9.52	20.19	23.81	23.71	23.81	35.22	42.86	2.32	2.44	2.70	1.19	2.91

Data shown includes only one to four-family and manufactured housing (property type 1 or 2).

* Based on 2011 Peer Mortgage Data (USPR).

** Home purchase loans originated and purchased in the MA/AA as a percentage of all home purchase loans originated and purchased in the rated area.

*** Percentage of Families is based on the 2000 Census information.

**** As a percentage of loans with borrower income information available. No information was available for 57.8% of loans originated and purchased by the bank.

Table 9. Borrower Distribution of Home Improvement Loans

Borrower Distribution: HOME IMPROVEMENT			Geography: KANSAS				Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011								
MA/Assessment Area:	Total Home Improvement Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Market Share*				
	#	% of Total **	% Families ***	% USB Loans ****	% Families ***	% USB Loans ****	% Families ***	% USB Loans ****	% Families ***	% USB Loans ****	Over-all	Low	Mod	Mid	Upp
Full-Review:															
Lawrence	16	29.63	18.17	18.75	18.89	31.25	24.70	6.25	38.24	43.75	4.04	0.00	5.88	5.00	3.51
Limited-Review:															
Topeka	25	46.30	13.32	4.55	15.07	36.36	21.62	18.18	49.99	40.91	3.98	0.00	7.14	3.17	3.74
KS nonMSA	13	24.07	20.88	7.69	20.19	38.46	23.71	30.77	35.22	23.08	8.33	0.00	12.50	18.18	0.00

Data shown includes only one to four-family and manufactured housing (property type of 1 or 2).

* Based on 2011 Peer Mortgage Data (USPR).

** Home improvement loans originated and purchased in the MA/AA as a percentage of all home improvement loans originated and purchased in the rated area.

*** Percentage of Families is based on the 2000 Census information.

**** As a percentage of loans with borrower income information available. No information was available for 5.6% of loans originated and purchased by the bank.

Table 10. Borrower Distribution of Home Mortgage Refinance Loans

Borrower Distribution: HOME MORTGAGE REFINANCE			Geography: KANSAS				Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011								
MA/Assessment Area:	Total Home Mortgage Refinance Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Market Share*				
	#	% of Total **	% Families ***	% USB Loans ****	% Families ***	% USB Loans ****	% Families ***	% USB Loans ****	% Families ***	% USB Loans ****	Over-all	Low	Mod	Mid	Upp
Full-Review:															
Lawrence	573	48.64	18.17	8.06	18.89	23.93	24.70	26.30	38.24	41.71	8.21	8.76	10.11	9.37	6.87
Limited-Review:															
Topeka	531	45.08	13.32	5.43	15.07	26.61	21.62	29.97	49.99	37.98	6.48	5.13	10.15	8.35	4.23
KS nonMSA	74	6.28	20.88	10.77	20.19	21.54	23.71	29.23	35.22	38.46	6.01	0.00	7.27	10.68	4.04

Data shown includes only one to four-family and manufactured housing (property type 1 or 2).

* Based on 2011 Peer Mortgage Data (USPR).

** Home refinance loans originated and purchased in the MA/AA as a percentage of all home refinance loans originated and purchased in the rated area.

*** Percentage of Families is based on the 2000 Census information.

**** As a percentage of loans with borrower income information available. No information was available for 25.8% of loans originated and purchased by the bank.

Table 11. Borrower Distribution of Small Loans to Businesses

Borrower Distribution: SMALL LOANS TO BUSINESSES			Geography: KANSAS		Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011				
MA/Assessment Area:	Total Small Loans to Businesses		Businesses With Revenues of \$1 million or less		Loans by Original Amount Regardless of Business Size			Market Share*	
	#	% of Total**	% of Businesses***	% USB Loans****	\$100,000 or less	>\$100,000 to \$250,000	>\$250,000 to \$1,000,000	All	Rev \$1 Million or Less
Full-Review:									
Lawrence	730	51.01	68.75	65.75	90.27	4.38	5.34	16.63	20.74
Limited-Review:									
Topeka	606	42.35	64.92	67.16	91.09	4.62	4.29	12.36	20.50
KS nonMSA	95	6.64	70.48	53.68	89.47	2.11	8.42	10.54	15.65

* Based on 2011 Peer Small Business Data – US and PR.

** Small loans to businesses originated and purchased in the MA/AA as a percentage of all small loans to businesses originated and purchased in the rated area.

*** Businesses with revenues of \$1 million or less as a percentage of all businesses (Source Dun and Bradstreet - 2011).

**** Small loans to businesses with revenues of \$1 million or less as a percentage of all loans reported as small loans to businesses. No information was available for 22.1% of small loans to businesses originated and purchased by the bank.

Table 12. Borrower Distribution of Small Loans to Farms

Borrower Distribution: SMALL LOANS TO FARMS			Geography: KANSAS		Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011				
MA/Assessment Area:	Total Small Loans to Farms		Farms With Revenues of \$1 million or less		Loans by Original Amount Regardless of Farm Size			Market Share*	
	#	% of Total**	% of Farms***	% USB Loans****	\$100,000 or less	>\$100,000 to \$250,000	>\$250,000 to \$500,000	All	Rev \$1 Million or Less
Full-Review:									
Lawrence	7	35.00	98.33	100.00	57.14	42.86	0.00	6.25	11.76
Limited-Review:									
Topeka	8	40.00	98.66	100.00	37.50	62.50	0.00	8.33	20.00
KS nonMSA	5	25.00	98.68	80.00	80.00	20.00	0.00	8.33	6.67

* Based on 2011 Peer Small Business Data – US and PR.

** Small loans to farms originated and purchased in the MA/AA as a percentage of all small loans to farms originated and purchased in the rated area.

*** Farms with revenues of \$1 million or less as a percentage of all farms (Source Dun and Bradstreet - 2011).

**** Small loans to farms with revenues of \$1 million or less as a percentage of all loans reported as small loans to farms. No information was available for 5.0% of small loans to farms originated and purchased by the bank.

Table 14. Qualified Investments

QUALIFIED INVESTMENTS		Geography: KANSAS				Evaluation Period: JANUARY 1, 2009 To MARCH 31, 2012			
MA/Assessment Area:	Prior Period Investments*		Current Period Investments**		Total Investments			Unfunded Commitments***	
	#	\$(000's)	#	\$(000's)	#	\$(000's)	% of Total	#	\$(000's)
Full-Review:									
Lawrence	23	1,137	21	3,490	44	4,626	55.21	0	0
Limited-Review:									
Topeka	11	380	15	696	26	1,076	12.84	0	0
KS nonMSA	3	2,481	2	186	5	2,667	31.83	0	0
KS Statewide	0	0	1	10	1	10	0.12	0	0

* 'Prior Period Investments' means investments made in a previous evaluation period that are outstanding as of the examination date.

** The evaluation period for current period investments is January 1, 2009 to March 31, 2012.

*** 'Unfunded Commitments' means legally binding investment commitments that are tracked and recorded by the institution's financial reporting system.

Table 15. Distribution of Branch Delivery System and Branch Openings/Closings

DISTRIBUTION OF BRANCH DELIVERY SYSTEM/BRANCH OPENINGS/CLOSINGS				Geography: KANSAS				Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011									
MA/ Assessment Area:	Deposits	Branches				Branch Openings/Closings				Population							
	% of Rated Area Deposits in AA	# of USB Branches	% of Rated Area Branches in AA	Location of Branches by Income of Geographies (%)				# of Branch Openings	# of Branch Closings	Net change in Location of Branches (+ or -)				% of Population within Each Geography			
				Low	Mod	Mid	Upp			Low	Mod	Mid	Upp	Low	Mod	Mid	Upp
Full-Review:																	
Lawrence	63.28	5	33.33	0.00	40.00	40.00	20.00	0	0	0	0	0	0	5.95	25.54	46.20	22.31
Limited-Review:																	
Topeka	32.72	9	60.00	22.22	11.11	55.56	11.11	0	0	0	0	0	0	1.72	26.54	40.50	31.24
KS nonMSA	3.99	1	6.67	NA	100.00	0.00	0.00	0	0	NA	0	0	0	NA	14.19	68.33	17.48

Table 1. Lending Volume

LENDING VOLUME												
Geography: KENTUCKY												
Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011												
MA/Assessment Area:	% of Rated Area Loans (#) in MA/AA*	Home Mortgage		Small Loans to Businesses		Small Loans to Farms		Community Development Loans**		Total Reported Loans		% of Rated Area Deposits in MA/AA***
		#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	#	\$(000's)	
Full-Review:												
Owensboro	10.25	1,293	138,639	548	29,589	3	30	2	3,838	1,846	172,096	21.14
Limited-Review:												
Bowling Green	16.09	1,875	279,005	977	99,021	43	5,567	2	4,650	2,897	388,243	12.47
Evansville	0.73	63	6,750	68	1,004	0	0	1	1,116	132	8,870	0.47
Lexington-Fayette	10.93	1,069	190,258	889	31,856	10	1,883	0	0	1,968	223,997	5.50
KY nonMSA	61.98	5,892	615,159	4,858	203,171	402	22,489	6	4,050	11,158	844,869	60.43
KY Statewide	0.01	0	0	0	0	0	0	1	23	1	23	NA

* Loan Data as of December 31, 2011. Rated area refers to either the state or multistate MA rating area.

** The evaluation period for Community Development Loans is from January 1, 2009 to March 31, 2012.

*** Deposit Data as of June 30, 2011. Rated Area refers to the state, multistate MA, or institution, as appropriate.

Table 2. Geographic Distribution of Home Purchase Loans

Geographic Distribution: HOME PURCHASE		Geography: KENTUCKY								Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011					
MA/Assessment Area:	Total Home Purchase Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total**	% Owner Occ Units***	% USB Loans	% Owner Occ Units***	% USB Loans	% Owner Occ Units***	% USB Loans	% Owner Occ Units***	% USB Loans	Overall	Low	Mod	Mid	Upp
Full-Review:															
Owensboro	578	20.27	NA	NA	16.32	10.55	62.69	60.90	20.99	28.55	15.91	NA	10.44	18.19	13.66
Limited-Review:															
Bowling Green	604	21.19	NA	NA	9.66	8.77	54.60	44.70	35.74	46.52	11.80	NA	12.00	11.16	12.46
Evansville	29	1.02	NA	NA	27.84	17.24	72.16	82.76	NA	NA	2.22	NA	1.22	2.66	NA
Lexington-Fayette	385	13.50	4.47	2.08	13.97	7.53	42.17	35.58	39.39	54.81	2.90	1.25	3.40	2.83	3.00
KY nonMSA	1,255	44.02	0.01	0.00	11.43	4.70	45.21	41.20	43.35	54.10	8.33	0.00	4.79	8.94	8.25

Data shown includes only one to four-family and manufactured housing (property type 1 or 2).

* Based on 2011 Peer Mortgage Data (USPR).

** Home purchase loans originated and purchased in the MA/AA as a percentage of all home purchase loans originated and purchased in the rated area.

*** Percentage of Owner-Occupied Units is the number of owner-occupied housing units in a particular geography divided by the number of owner-occupied housing units in the area based on 2000 Census information.

Table 3. Geographic Distribution of Home Improvement Loans

Geographic Distribution: HOME IMPROVEMENT		Geography: KENTUCKY						Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011							
MA/Assessment Area:	Total Home Improvement Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total**	% Owner Occ Units***	% USB Loans	% Owner Occ Units***	% USB Loans	% Owner Occ Units***	% USB Loans	% Owner Occ Units***	% USB Loans	Overall	Low	Mod	Mid	Upp
Full-Review:															
Owensboro	52	8.71	NA	NA	16.32	5.77	62.69	73.08	20.99	21.15	10.50	NA	5.13	13.10	7.41
Limited-Review:															
Bowling Green	52	8.71	NA	NA	9.66	3.85	54.60	57.69	35.74	38.46	13.29	NA	22.22	10.11	16.00
Evansville	2	0.34	NA	NA	27.84	50.00	72.16	50.00	NA	NA	1.18	NA	5.56	0.00	NA
Lexington-Fayette	19	3.18	4.47	5.26	13.97	10.53	42.17	47.37	39.39	36.84	1.05	0.00	0.00	1.83	0.74
KY nonMSA	472	79.06	0.01	0.00	11.43	15.04	45.21	51.06	43.35	33.90	11.71	0.00	11.76	11.07	12.43

Data shown includes only one to four-family and manufactured housing (property type 1 or 2).

* Based on 2011 Peer Mortgage Data (USPR).

** Home improvement loans originated and purchased in the MA/AA as a percentage of all home improvement loans originated and purchased in the rated area.

*** Percentage of Owner-Occupied Units is the number of owner-occupied housing units in a particular geography divided by number of owner-occupied housing units in the area based on 2000 Census information.

Table 4. Geographic Distribution of Home Mortgage Refinance Loans

Geographic Distribution: HOME MORTGAGE REFINANCE			Geography: KENTUCKY				Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011					Market Share (%) by Geography*				
MA/Assessment Area:	Total Home Mortgage Refinance Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Overall	Low	Mod	Mid	Upp	
	#	% of Total**	% Owner Occ Units***	% USB Loans	% Owner Occ Units***	% USB Loans	% Owner Occ Units***	% USB Loans	% Owner Occ Units***	% USB Loans						
Full-Review:																
Owensboro	663	9.87	NA	NA	16.32	7.54	62.69	59.58	20.99	32.88	12.96	NA	10.45	13.76	12.31	
Limited-Review:																
Bowling Green	1,215	18.08	NA	NA	9.66	4.69	54.60	41.73	35.74	53.58	14.28	NA	11.17	13.25	15.71	
Evansville	31	0.46	NA	NA	27.84	16.13	72.16	83.87	NA	NA	0.93	NA	1.10	0.89	NA	
Lexington-Fayette	654	9.73	4.47	2.45	13.97	6.42	42.17	34.25	39.39	56.88	3.15	1.99	2.85	3.86	2.88	
KY nonMSA	4,157	61.86	0.01	0.00	11.43	6.23	45.21	43.20	43.35	50.57	17.43	0.00	25.73	19.86	15.31	

Data shown includes only one to four-family and manufactured housing (property type 1 or 2).

* Based on 2011 Peer Mortgage Data (USPR).

** Home mortgage refinance loans originated and purchased in the MA/AA as a percentage of all home mortgage refinance loans originated and purchased in the rated area.

*** Percentage of Owner-Occupied Units is the number of owner-occupied housing units in a particular geography divided by number of owner-occupied housing units in the area based on 2000 Census information.

Table 5. Geographic Distribution of Multifamily Loans

Geographic Distribution: MULTIFAMILY			Geography: KENTUCKY						Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011						
MA/Assessment Area:	Total Multifamily Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total**	% of MF Units***	% USB Loans	% MF Units***	% USB Loans	% MF Units***	% USB Loans	% MF Units***	% USB Loans	Overall	Low	Mod	Mid	Upp
Full-Review:															
Owensboro	0	0.00	NA	NA	25.00	0.00	69.55	0.00	5.45	0.00	0.00	NA	0.00	0.00	0.00
Limited-Review:															
Bowling Green	4	16.67	NA	NA	41.81	25.00	47.25	75.00	10.94	0.00	7.41	NA	5.56	14.29	0.00
Evansville	1	4.17	NA	NA	40.17	100.00	59.83	0.00	NA	NA	12.50	NA	25.00	0.00	NA
Lexington-Fayette	11	45.83	18.78	45.45	21.51	0.00	40.87	27.27	18.84	27.27	9.80	16.67	0.00	9.09	10.00
KY nonMSA	8	33.33	0.97	0.00	17.60	25.00	48.11	75.00	33.31	0.00	8.82	0.00	0.00	14.29	0.00

Multifamily loan distribution includes Home Purchases, Home Improvement and Refinances.

* Based on 2011 Peer Mortgage Data (USPR).

** Multifamily loans originated and purchased in the MA/AA as a percentage of all multifamily loans originated and purchased in the rated area.

*** Percentage of multifamily units is the number of multifamily housing units in a particular geography divided by number of multifamily housing units in the area based on 2000 Census information.

Table 6. Geographic Distribution of Small Loans to Businesses

Geographic Distribution: SMALL LOANS TO BUSINESSES		Geography: KENTUCKY								Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011					
MA/Assessment Area:	Total Small Business Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total **	% of Businesses ***	% USB Loans	% of Businesses ***	% USB Loans	% of Businesses ***	% USB Loans	% of Businesses ***	% USB Loans	Overall	Low	Mod	Mid	Upp
Full-Review:															
Owensboro	548	7.47	NA	NA	22.29	19.53	58.09	66.24	19.62	14.23	16.05	NA	16.18	19.94	7.72
Limited-Review:															
Bowling Green	977	13.31	NA	NA	18.17	19.04	51.36	46.06	30.47	34.90	26.51	NA	34.04	25.15	24.81
Evansville	68	0.93	NA	NA	39.94	54.41	60.06	45.59	NA	NA	6.44	NA	10.34	3.40	NA
Lexington-Fayette	889	12.11	12.94	15.19	12.08	16.31	33.51	28.23	41.18	39.93	7.16	8.10	9.40	5.84	7.15
KY nonMSA	4,858	66.19	0.06	0.04	10.69	12.87	44.15	44.92	45.09	42.18	24.80	28.57	30.13	26.27	22.43

* Based on 2011 Peer Small Business Data – US and PR.

** Small loans to businesses originated and purchased in the MA/AA as a percentage of all small loans to businesses originated and purchased in the rated area.

*** Source Data - Dun and Bradstreet (2011).

Table 7. Geographic Distribution of Small Loans to Farms

Geographic Distribution: SMALL LOANS TO FARMS				Geography: KENTUCKY				Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011							
MA/Assessment Area:	Total Small Farm Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total**	% of Farms***	% USB Loans	% of Farms***	% USB Loans	% of Farms***	% USB Loans	% of Farms***	% USB Loans	Overall	Low	Mod	Mid	Upp
Full-Review:															
Owensboro	3	0.66	NA	NA	15.18	0.00	69.48	100.00	15.34	0.00	0.00	NA	0.00	0.00	0.00
Limited-Review:															
Bowling Green	43	9.39	NA	NA	5.04	0.00	53.43	65.12	41.53	34.88	25.00	NA	0.00	23.08	30.77
Evansville	0	0.00	NA	NA	12.45	0.00	87.55	0.00	NA	NA	0.00	NA	0.00	0.00	NA
Lexington-Fayette	10	2.18	6.90	0.00	8.27	10.00	35.24	0.00	49.59	90.00	3.03	0.00	0.00	0.00	5.13
KY nonMSA	402	87.77	0.00	0.00	3.36	4.48	42.36	59.95	54.28	35.57	18.83	0.00	33.33	20.93	16.06

* Based on 2011 Peer Small Business Data – US and PR.

** Small loans to farms originated and purchased in the MA/AA as a percentage of all small loans to farms originated and purchased in the rated area.

*** Source Data - Dun and Bradstreet (2011).

Table 8. Borrower Distribution of Home Purchase Loans

Borrower Distribution: HOME PURCHASE		Geography: KENTUCKY						Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011							
MA/Assessment Area:	Total Home Purchase Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Market Share*				
	#	% of Total **	% Families ***	% USB Loans ****	% Families ***	% USB Loans ****	% Families ***	% USB Loans ****	% Families ***	% USB Loans ****	Over-all	Low	Mod	Mid	Upp
Full-Review:															
Owensboro	578	20.27	19.92	17.01	17.72	30.06	23.36	24.95	39.00	27.98	16.59	17.11	17.45	17.03	15.29
Limited-Review:															
Bowling Green	604	21.19	19.59	9.07	16.71	27.42	20.88	22.38	42.83	41.13	11.71	14.66	10.75	10.48	12.45
Evansville	29	1.02	24.22	18.52	17.91	37.04	23.57	29.63	34.30	14.81	2.76	1.67	5.45	4.20	0.00
Lexington-Fayette	385	13.50	20.53	10.07	16.68	23.74	21.17	28.78	41.62	37.41	1.36	0.41	0.63	1.99	1.77
KY nonMSA	1,255	44.02	19.39	5.16	15.27	16.19	19.07	26.51	46.28	52.14	8.38	5.35	6.37	7.16	10.10

Data shown includes only one to four-family and manufactured housing (property type 1 or 2).

* Based on 2011 Peer Mortgage Data (USPR).

** Home purchase loans originated and purchased in the MA/AA as a percentage of all home purchase loans originated and purchased in the rated area.

*** Percentage of Families is based on the 2000 Census information.

**** As a percentage of loans with borrower income information available. No information was available for 18.8% of loans originated and purchased by the bank.

Table 9. Borrower Distribution of Home Improvement Loans

Borrower Distribution: HOME IMPROVEMENT		Geography: KENTUCKY						Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011							
MA/Assessment Area:	Total Home Improvement Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Market Share*				
	#	% of Total **	% Families ***	% USB Loans ****	% Families ***	% USB Loans ****	% Families ***	% USB Loans ****	% Families ***	% USB Loans ****	Over-all	Low	Mod	Mid	Upp
Full-Review:															
Owensboro	52	8.71	19.92	9.80	17.72	31.37	23.36	25.49	39.00	33.33	10.48	8.57	15.91	5.45	11.58
Limited-Review:															
Bowling Green	52	8.71	19.59	17.31	16.71	25.00	20.88	28.85	42.83	28.85	14.65	10.53	20.59	13.95	13.11
Evansville	2	0.34	24.22	0.00	17.91	0.00	23.57	50.00	34.30	50.00	1.45	0.00	0.00	3.33	0.00
Lexington-Fayette	19	3.18	20.53	11.11	16.68	11.11	21.17	11.11	41.62	66.67	1.16	2.78	0.00	1.56	0.93
KY nonMSA	472	79.06	19.39	8.96	15.27	17.27	19.07	25.16	46.28	48.61	12.25	8.33	11.61	12.41	13.32

Data shown includes only one to four-family and manufactured housing (property type of 1 or 2).

* Based on 2011 Peer Mortgage Data (USPR).

** Home improvement loans originated and purchased in the MA/AA as a percentage of all home improvement loans originated and purchased in the rated area.

*** Percentage of Families is based on the 2000 Census information.

**** As a percentage of loans with borrower income information available. No information was available for 0.8% of loans originated and purchased by the bank.

Table 10. Borrower Distribution of Home Mortgage Refinance Loans

Borrower Distribution: HOME MORTGAGE REFINANCE		Geography: KENTUCKY					Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011									
MA/Assessment Area:	Total Home Mortgage Refinance Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Market Share*					
	#	% of Total **	% Families ***	% USB Loans ****	% Families ***	% USB Loans ****	% Families ***	% USB Loans ****	% Families ***	% USB Loans ****	Over-all	Low	Mod	Mid	Upp	
Full-Review:																
Owensboro	663	9.87	19.92	8.86	17.72	20.27	23.36	29.47	39.00	41.40	13.52	11.88	15.38	17.54	10.75	
Limited-Review:																
Bowling Green	1,215	18.08	19.59	7.73	16.71	19.89	20.88	24.43	42.83	47.95	14.39	13.11	19.52	12.80	13.59	
Evansville	31	0.46	24.22	10.34	17.91	17.24	23.57	44.83	34.30	27.59	0.97	1.32	0.64	1.55	0.68	
Lexington-Fayette	654	9.73	20.53	12.90	16.68	18.86	21.17	20.60	41.62	47.64	2.23	4.10	2.28	1.87	2.08	
KY nonMSA	4,157	61.86	19.39	3.21	15.27	12.26	19.07	24.43	46.28	60.10	19.54	16.80	21.39	23.59	18.02	

Data shown includes only one to four-family and manufactured housing (property type 1 or 2).

* Based on 2011 Peer Mortgage Data (USPR).

** Home refinance loans originated and purchased in the MA/AA as a percentage of all home refinance loans originated and purchased in the rated area.

*** Percentage of Families is based on the 2000 Census information.

**** As a percentage of loans with borrower income information available. No information was available for 13.4% of loans originated and purchased by the bank.

Table 11. Borrower Distribution of Small Loans to Businesses

Borrower Distribution: SMALL LOANS TO BUSINESSES					Geography: KENTUCKY			Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011	
MA/Assessment Area:	Total Small Loans to Businesses		Businesses With Revenues of \$1 million or less		Loans by Original Amount Regardless of Business Size			Market Share*	
	#	% of Total**	% of Businesses ***	% USB Loans****	\$100,000 or less	>\$100,000 to \$250,000	>\$250,000 to \$1,000,000	All	Rev \$1 Million or Less
Full-Review:									
Owensboro	548	7.47	67.56	72.63	91.06	2.37	6.57	16.05	22.76
Limited-Review:									
Bowling Green	977	13.31	68.65	65.40	80.04	6.86	13.10	26.51	31.90
Evansville	68	0.93	70.01	70.59	98.53	1.47	0.00	6.44	6.98
Lexington-Fayette	889	12.11	65.66	58.27	92.69	3.71	3.60	7.16	8.40
KY nonMSA	4,858	66.19	70.49	66.92	91.46	4.65	3.89	24.80	32.49

* Based on 2011 Peer Small Business Data – US and PR.

** Small loans to businesses originated and purchased in the MA/AA as a percentage of all small loans to businesses originated and purchased in the rated area.

*** Businesses with revenues of \$1 million or less as a percentage of all businesses (Source Dun and Bradstreet - 2011).

**** Small loans to businesses with revenues of \$1 million or less as a percentage of all loans reported as small loans to businesses. No information was available for 19.4% of small loans to businesses originated and purchased by the bank.

Table 12. Borrower Distribution of Small Loans to Farms

Borrower Distribution: SMALL LOANS TO FARMS					Geography: KENTUCKY			Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011	
MA/Assessment Area:	Total Small Loans to Farms		Farms With Revenues of \$1 million or less		Loans by Original Amount Regardless of Farm Size			Market Share*	
	#	% of Total**	% of Farms***	% USB Loans****	\$100,000 or less	>\$100,000 to \$250,000	>\$250,000 to \$500,000	All	Rev \$1 Million or Less
Full-Review:									
Owensboro	3	0.66	99.37	100.00	100.00	0.00	0.00	0.00	0.00
Limited-Review:									
Bowling Green	43	9.39	98.99	83.72	60.47	20.93	18.60	25.00	28.57
Evansville	0	0.00	98.71	0.00	0.00	0.00	0.00	0.00	0.00
Lexington-Fayette	10	2.18	95.73	90.00	40.00	20.00	40.00	3.03	4.00
KY nonMSA	402	87.77	99.27	93.78	83.58	13.68	2.74	18.83	20.00

* Based on 2011 Peer Small Business Data – US and PR.

** Small loans to farms originated and purchased in the MA/AA as a percentage of all small loans to farms originated and purchased in the rated area.

*** Farms with revenues of \$1 million or less as a percentage of all farms (Source Dun and Bradstreet - 2011).

**** Small loans to farms with revenues of \$1 million or less as a percentage of all loans reported as small loans to farms. No information was available for 2.6% of small loans to farms originated and purchased by the bank.

Table 14. Qualified Investments

QUALIFIED INVESTMENTS		Geography: KENTUCKY				Evaluation Period: JANUARY 1, 2009 To MARCH 31, 2012			
MA/Assessment Area:	Prior Period Investments*		Current Period Investments**		Total Investments			Unfunded Commitments***	
	#	\$(000's)	#	\$(000's)	#	\$(000's)	% of Total	#	\$(000's)
Full-Review:									
Owensboro	15	2,045	29	2,667	44	4,712	6.96	0	0
Limited-Review:									
Bowling Green	13	1,463	17	22,606	30	24,069	35.53	0	0
Evansville	2	37	5	161	7	198	0.29	0	0
Lexington-Fayette	14	468	44	2,092	58	2,560	3.78	0	0
KY nonMSA	55	8,516	86	27,073	141	35,589	52.54	0	0
KY Statewide	2	277	7	335	9	612	0.90	0	0

* 'Prior Period Investments' means investments made in a previous evaluation period that are outstanding as of the examination date.

** The evaluation period for current period investments is January 1, 2009 to March 31, 2012.

*** 'Unfunded Commitments' means legally binding investment commitments that are tracked and recorded by the institution's financial reporting system.

Table 15. Distribution of Branch Delivery System and Branch Openings/Closings

DISTRIBUTION OF BRANCH DELIVERY SYSTEM/BRANCH OPENINGS/CLOSINGS																Geography: KENTUCKY				Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011			
MA/Assessment Area:	Deposits	Branches						Branch Openings/Closings						Population									
	% of Rated Area Deposits in AA	# of USB Branches	% of Rated Area Branches in AA	Location of Branches by Income of Geographies (%)				# of Branch Openings	# of Branch Closings	Net change in Location of Branches (+ or -)				% of Population within Each Geography									
				Low	Mod	Mid	Upp			Low	Mod	Mid	Upp	Low	Mod	Mid	Upp						
Full-Review:																							
Owensboro	21.14	9	12.33	NA	11.11	77.78	11.11	0	0	NA	0	0	0	NA	19.40	61.61	18.99						
Limited-Review:																							
Bowling Green	12.47	6	8.22	NA	16.67	66.67	16.67	0	0	NA	0	0	0	NA	18.05	54.35	27.60						
Evansville	0.47	1	1.37	NA	0.00	100.00	NA	0	0	NA	0	0	NA	NA	33.51	66.49	NA						
Lexington-Fayette	5.50	6	8.22	0.00	33.33	33.33	33.33	0	0	0	0	0	0	11.25	17.22	39.42	31.95						
KY nonMSA	60.43	51	69.86	0.00	21.57	41.18	37.25	1	0	0	0	0	1	0.67	12.05	46.01	41.27						

Table 1. Lending Volume

LENDING VOLUME		Geography: MINNESOTA						Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011				
MA/Assessment Area:	% of Rated Area Loans (#) in MA/AA*	Home Mortgage		Small Loans to Businesses		Small Loans to Farms		Community Development Loans**		Total Reported Loans		% of Rated Area Deposits in MA/AA***
		#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	#	\$(000's)	
Full-Review:												
Duluth	22.38	3,259	442,490	2,073	46,312	3	67	4	6,407	5,339	495,276	27.45
Limited-Review:												
Mankato-North Mankato	6.00	584	97,069	833	60,529	10	1,943	5	16,064	1,432	175,605	9.46
Rochester	11.22	1,674	298,971	997	55,480	5	623	1	25	2,677	355,099	19.76
St. Cloud	15.60	1,813	276,188	1,898	73,914	11	132	1	1,009	3,723	351,243	12.56
MN nonMSA	44.77	6,225	993,036	4,254	110,918	194	30,787	8	5,174	10,681	1,139,915	30.78
MN Statewide	0.03	0	0	0	0	0	0	8	13,272	8	13,272	NA

* Loan Data as of December 31, 2011. Rated area refers to either the state or multistate MA rating area.

** The evaluation period for Community Development Loans is from January 1, 2009 to March 31, 2012.

*** Deposit Data as of June 30, 2011. Rated Area refers to the state, multistate MA, or institution, as appropriate.

Table 2. Geographic Distribution of Home Purchase Loans

Geographic Distribution: HOME PURCHASE			Geography: MINNESOTA								Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011				
MA/Assessment Area:	Total Home Purchase Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total**	% Owner Occ Units***	% USB Loans	% Owner Occ Units***	% USB Loans	% Owner Occ Units***	% USB Loans	% Owner Occ Units***	% USB Loans	Overall	Low	Mod	Mid	Upp
Full-Review:															
Duluth	857	23.89	0.86	0.82	12.81	15.29	65.96	58.69	20.38	25.20	12.87	0.00	17.09	12.82	11.69
Limited-Review:															
Mankato-North Mankato	188	5.24	NA	NA	15.00	22.34	83.05	72.87	1.95	4.79	9.73	NA	12.06	9.45	3.45
Rochester	675	18.82	NA	NA	10.87	13.04	61.08	48.74	28.04	38.22	10.21	NA	14.08	10.12	9.44
St. Cloud	468	13.05	0.00	0.00	7.89	6.62	73.68	63.89	18.43	29.49	7.82	0.00	8.28	7.30	9.23
MN nonMSA	1,399	39.00	NA	NA	6.41	4.72	86.43	88.06	7.15	7.22	10.40	NA	6.81	10.86	7.87

Data shown includes only one to four-family and manufactured housing (property type 1 or 2).

* Based on 2011 Peer Mortgage Data (USPR).

** Home purchase loans originated and purchased in the MA/AA as a percentage of all home purchase loans originated and purchased in the rated area.

*** Percentage of Owner-Occupied Units is the number of owner-occupied housing units in a particular geography divided by the number of owner-occupied housing units in the area based on 2000 Census information.

Table 3. Geographic Distribution of Home Improvement Loans

Geographic Distribution: HOME IMPROVEMENT				Geography: MINNESOTA				Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011							
MA/Assessment Area:	Total Home Improvement Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total**	% Owner Occ Units***	% USB Loans	% Owner Occ Units***	% USB Loans	% Owner Occ Units***	% USB Loans	% Owner Occ Units***	% USB Loans	Overall	Low	Mod	Mid	Upp
Full-Review:															
Duluth	177	41.26	0.86	0.00	12.81	10.73	65.96	66.10	20.38	23.16	12.27	0.00	5.13	14.29	10.00
Limited-Review:															
Mankato-North Mankato	20	4.66	NA	NA	15.00	15.00	83.05	85.00	1.95	0.00	13.89	NA	6.25	16.07	0.00
Rochester	24	5.59	NA	NA	10.87	0.00	61.08	58.33	28.04	41.67	2.76	NA	0.00	2.74	3.45
St. Cloud	25	5.83	0.00	0.00	7.89	4.00	73.68	68.00	18.43	28.00	3.96	0.00	4.76	3.09	6.82
MN nonMSA	183	42.66	NA	NA	6.41	8.20	86.43	81.97	7.15	9.84	11.73	NA	8.51	12.03	11.11

Data shown includes only one to four-family and manufactured housing (property type 1 or 2).

* Based on 2011 Peer Mortgage Data (USPR).

** Home improvement loans originated and purchased in the MA/AA as a percentage of all home improvement loans originated and purchased in the rated area.

*** Percentage of Owner-Occupied Units is the number of owner-occupied housing units in a particular geography divided by number of owner-occupied housing units in the area based on 2000 Census information.

Table 4. Geographic Distribution of Home Mortgage Refinance Loans

Geographic Distribution: HOME MORTGAGE REFINANCE			Geography: MINNESOTA				Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011					Market Share (%) by Geography*				
MA/Assessment Area:	Total Home Mortgage Refinance Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Overall	Low	Mod	Mid	Upp	
	#	% of Total**	% Owner Occ Units***	% USB Loans	% Owner Occ Units***	% USB Loans	% Owner Occ Units***	% USB Loans	% Owner Occ Units***	% USB Loans						
Full-Review:																
Duluth	2,222	23.33	0.86	0.68	12.81	8.33	65.96	61.43	20.38	29.57	13.86	10.20	12.34	13.97	14.17	
Limited-Review:																
Mankato-North Mankato	373	3.92	NA	NA	15.00	15.01	83.05	80.43	1.95	4.56	8.72	NA	10.94	8.26	9.72	
Rochester	973	10.22	NA	NA	10.87	5.45	61.08	51.08	28.04	43.47	7.06	NA	7.61	6.88	7.22	
St. Cloud	1,320	13.86	0.00	0.15	7.89	3.26	73.68	66.44	18.43	30.15	11.97	16.67	10.19	11.31	13.81	
MN nonMSA	4,636	48.68	NA	NA	6.41	5.26	86.43	89.30	7.15	5.44	15.16	NA	17.88	15.42	10.68	

Data shown includes only one to four-family and manufactured housing (property type 1 or 2).

* Based on 2011 Peer Mortgage Data (USPR).

** Home mortgage refinance loans originated and purchased in the MA/AA as a percentage of all home mortgage refinance loans originated and purchased in the rated area.

*** Percentage of Owner-Occupied Units is the number of owner-occupied housing units in a particular geography divided by number of owner-occupied housing units in the area based on 2000 Census information.

Table 5. Geographic Distribution of Multifamily Loans

Geographic Distribution: MULTIFAMILY			Geography: MINNESOTA						Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011						
MA/Assessment Area:	Total Multifamily Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total**	% of MF Units***	% USB Loans	% MF Units***	% USB Loans	% MF Units***	% USB Loans	% MF Units***	% USB Loans	Overall	Low	Mod	Mid	Upp
Full-Review:															
Duluth	3	20.00	24.32	66.67	25.27	0.00	40.24	0.00	10.17	33.33	7.14	28.57	0.00	0.00	0.00
Limited-Review:															
Mankato-North Mankato	3	20.00	NA	NA	31.71	0.00	65.67	100.00	2.63	0.00	0.00	NA	0.00	0.00	0.00
Rochester	2	13.33	NA	NA	34.28	100.00	54.30	0.00	11.42	0.00	8.33	NA	20.00	0.00	0.00
St. Cloud	0	0.00	1.91	0.00	17.24	0.00	66.46	0.00	14.39	0.00	0.00	0.00	0.00	0.00	0.00
MN nonMSA	7	46.67	NA	NA	10.03	0.00	83.06	85.71	6.91	14.29	3.70	NA	0.00	0.00	100.00

Multifamily loan distribution includes Home Purchases, Home Improvement and Refinances.

* Based on 2011 Peer Mortgage Data (USPR).

** Multifamily loans originated and purchased in the MA/AA as a percentage of all multifamily loans originated and purchased in the rated area.

*** Percentage of multifamily units is the number of multifamily housing units in a particular geography divided by number of multifamily housing units in the area based on 2000 Census information.

Table 6. Geographic Distribution of Small Loans to Businesses

Geographic Distribution: SMALL LOANS TO BUSINESSES				Geography: MINNESOTA				Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011							
MA/Assessment Area:	Total Small Business Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total **	% of Businesses ***	% USB Loans	% of Businesses ***	% USB Loans	% of Businesses ***	% USB Loans	% of Businesses ***	% USB Loans	Overall	Low	Mod	Mid	Upp
Full-Review:															
Duluth	2,073	20.62	8.64	15.58	12.24	13.22	60.77	49.64	18.35	21.56	22.45	27.48	22.47	20.00	23.72
Limited-Review:															
Mankato-North Mankato	833	8.28	NA	NA	17.57	27.85	80.47	71.07	1.96	1.08	28.41	NA	36.84	26.70	12.50
Rochester	997	9.92	NA	NA	14.77	21.16	56.07	45.24	28.96	33.60	16.59	NA	18.69	15.38	17.40
St. Cloud	1,898	18.88	2.63	4.06	8.90	9.17	69.74	64.38	18.73	22.39	23.38	23.14	25.11	21.71	23.58
MN nonMSA	4,254	42.31	NA	NA	7.04	6.32	88.00	85.92	4.96	7.76	21.95	NA	21.91	21.66	22.57

* Based on 2011 Peer Small Business Data – US and PR.

** Small loans to businesses originated and purchased in the MA/AA as a percentage of all small loans to businesses originated and purchased in the rated area.

*** Source Data - Dun and Bradstreet (2011).

Table 7. Geographic Distribution of Small Loans to Farms

Geographic Distribution: SMALL LOANS TO FARMS															
Geography: MINNESOTA															
E valuation Period: JANUARY 1, 2009 To DECEMBER 31, 2011															
MA/Assessment Area:	Total Small Farm Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total**	% of Farms***	% USB Loans	% of Farms***	% USB Loans	% of Farms***	% USB Loans	% of Farms***	% USB Loans	Overall	Low	Mod	Mid	Upp
Full-Review:															
Duluth	3	1.35	3.44	0.00	5.08	0.00	72.46	33.33	19.02	66.67	3.45	0.00	0.00	0.00	16.67
Limited-Review:															
Mankato-North Mankato	10	4.48	NA	NA	5.23	50.00	94.40	50.00	0.36	0.00	7.14	NA	50.00	4.84	0.00
Rochester	5	2.24	NA	NA	3.03	0.00	80.18	60.00	16.79	40.00	4.76	NA	0.00	3.33	8.33
St. Cloud	11	4.93	0.17	0.00	11.33	9.09	81.40	90.91	7.11	0.00	0.00	0.00	0.00	0.00	0.00
MN nonMSA	194	87.00	NA	NA	1.52	0.00	93.18	81.44	5.31	18.56	5.13	NA	0.00	4.65	11.49

* Based on 2011 Peer Small Business Data – US and PR.

** Small loans to farms originated and purchased in the MA/AA as a percentage of all small loans to farms originated and purchased in the rated area.

*** Source Data - Dun and Bradstreet (2011).

Table 8. Borrower Distribution of Home Purchase Loans

Borrower Distribution: HOME PURCHASE		Geography: MINNESOTA								Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011					
MA/Assessment Area:	Total Home Purchase Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Market Share*				
	#	% of Total **	% Families ***	% USB Loans ****	% Families ***	% USB Loans ****	% Families ***	% USB Loans ****	% Families ***	% USB Loans ****	Over-all	Low	Mod	Mid	Upp
Full-Review:															
Duluth	857	23.89	18.14	20.58	18.58	30.79	23.82	20.86	39.46	27.77	11.94	20.34	14.07	10.74	8.10
Limited-Review:															
Mankato-North Mankato	188	5.24	14.87	14.62	16.73	29.23	25.66	25.38	42.74	30.77	9.48	6.25	9.68	7.24	13.91
Rochester	675	18.82	14.78	23.59	18.03	34.20	26.74	18.83	40.45	23.38	7.56	8.79	7.93	8.23	5.66
St. Cloud	468	13.05	16.15	20.63	19.14	26.01	27.52	26.01	37.19	27.35	3.26	3.96	2.42	2.77	4.19
MN nonMSA	1,399	39.00	17.79	14.89	19.62	23.63	25.35	19.13	37.23	42.35	5.28	4.12	4.60	4.76	6.54

Data shown includes only one to four-family and manufactured housing (property type 1 or 2).

* Based on 2011 Peer Mortgage Data (USPR).

** Home purchase loans originated and purchased in the MA/AA as a percentage of all home purchase loans originated and purchased in the rated area.

*** Percentage of Families is based on the 2000 Census information.

**** As a percentage of loans with borrower income information available. No information was available for 37.5% of loans originated and purchased by the bank.

Table 9. Borrower Distribution of Home Improvement Loans

Borrower Distribution: HOME IMPROVEMENT		Geography: MINNESOTA						Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011							
MA/Assessment Area:	Total Home Improvement Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Market Share*				
	#	% of Total **	% Families ***	% USB Loans ****	% Families ***	% USB Loans ****	% Families ***	% USB Loans ****	% Families ***	% USB Loans ****	Over-all	Low	Mod	Mid	Upp
Full-Review:															
Duluth	177	41.26	18.14	13.64	18.58	17.61	23.82	28.98	39.46	39.77	12.77	11.43	7.61	19.23	11.96
Limited-Review:															
Mankato-North Mankato	20	4.66	14.87	25.00	16.73	35.00	25.66	35.00	42.74	5.00	14.93	27.27	23.53	14.29	0.00
Rochester	24	5.59	14.78	16.67	18.03	20.83	26.74	12.50	40.45	50.00	2.80	2.56	3.70	1.67	3.09
St. Cloud	25	5.83	16.15	28.00	19.14	12.00	27.52	28.00	37.19	32.00	4.19	9.38	1.82	1.52	6.45
MN nonMSA	183	42.66	17.79	13.87	19.62	22.54	25.35	27.17	37.23	36.42	12.08	20.31	10.67	13.58	10.14

Data shown includes only one to four-family and manufactured housing (property type of 1 or 2).

* Based on 2011 Peer Mortgage Data (USPR).

** Home improvement loans originated and purchased in the MA/AA as a percentage of all home improvement loans originated and purchased in the rated area.

*** Percentage of Families is based on the 2000 Census information.

**** As a percentage of loans with borrower income information available. No information was available for 2.6% of loans originated and purchased by the bank.

Table 10. Borrower Distribution of Home Mortgage Refinance Loans

Borrower Distribution: HOME MORTGAGE REFINANCE		Geography: MINNESOTA								Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011					
MA/Assessment Area:	Total Home Mortgage Refinance Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Market Share*				
	#	% of Total **	% Families ***	% USB Loans ****	% Families ***	% USB Loans ****	% Families ***	% USB Loans ****	% Families ***	% USB Loans ****	Over-all	Low	Mod	Mid	Upp
Full-Review:															
Duluth	2,222	23.33	18.14	7.88	18.58	20.28	23.82	25.97	39.46	45.87	15.15	17.78	18.33	13.74	14.29
Limited-Review:															
Mankato-North Mankato	373	3.92	14.87	10.80	16.73	20.56	25.66	25.09	42.74	43.55	9.04	10.68	8.18	9.28	8.91
Rochester	973	10.22	14.78	11.60	18.03	23.43	26.74	24.97	40.45	40.00	7.06	6.90	8.74	7.57	6.08
St. Cloud	1,320	13.86	16.15	9.16	19.14	21.62	27.52	31.95	37.19	37.27	9.59	9.71	9.84	10.07	9.00
MN nonMSA	4,636	48.68	17.79	7.03	19.62	19.18	25.35	25.60	37.23	48.20	13.51	16.73	15.05	14.29	12.25

Data shown includes only one to four-family and manufactured housing (property type 1 or 2).

* Based on 2011 Peer Mortgage Data (USPR).

** Home refinance loans originated and purchased in the MA/AA as a percentage of all home refinance loans originated and purchased in the rated area.

*** Percentage of Families is based on the 2000 Census information.

**** As a percentage of loans with borrower income information available. No information was available for 18.6% of loans originated and purchased by the bank.

Table 11. Borrower Distribution of Small Loans to Businesses

Borrower Distribution: SMALL LOANS TO BUSINESSES		Geography: MINNESOTA			Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011				
MA/Assessment Area:	Total Small Loans to Businesses		Businesses With Revenues of \$1 million or less		Loans by Original Amount Regardless of Business Size			Market Share*	
	#	% of Total**	% of Businesses ***	% USB Loans****	\$100,000 or less	>\$100,000 to \$250,000	>\$250,000 to \$1,000,000	All	Rev \$1 Million or Less
Full-Review:									
Duluth	2,073	20.62	70.38	50.84	96.24	2.12	1.64	22.45	18.28
Limited-Review:									
Mankato-North Mankato	833	8.28	67.92	42.02	85.11	5.76	9.12	28.41	23.78
Rochester	997	9.92	70.62	48.85	89.47	4.51	6.02	16.59	12.88
St. Cloud	1,898	18.88	71.23	40.41	92.73	2.95	4.32	23.38	17.62
MN nonMSA	4,254	42.31	73.18	51.43	95.32	2.42	2.26	21.95	19.27

* Based on 2011 Peer Small Business Data – US and PR.

** Small loans to businesses originated and purchased in the MA/AA as a percentage of all small loans to businesses originated and purchased in the rated area.

*** Businesses with revenues of \$1 million or less as a percentage of all businesses (Source Dun and Bradstreet - 2011).

**** Small loans to businesses with revenues of \$1 million or less as a percentage of all loans reported as small loans to businesses. No information was available for 33.2% of small loans to businesses originated and purchased by the bank.

Table 12. Borrower Distribution of Small Loans to Farms

Borrower Distribution: SMALL LOANS TO FARMS		Geography: MINNESOTA			Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011				
MA/Assessment Area:	Total Small Loans to Farms		Farms With Revenues of \$1 million or less		Loans by Original Amount Regardless of Farm Size			Market Share*	
	#	% of Total**	% of Farms***	% USB Loans****	\$100,000 or less	>\$100,000 to \$250,000	>\$250,000 to \$500,000	All	Rev \$1 Million or Less
Full-Review:									
Duluth	3	1.35	99.02	100.00	100.00	0.00	0.00	3.45	4.17
Limited-Review:									
Mankato-North	10	4.48	98.19	90.00	30.00	40.00	30.00	7.14	11.76
Rochester	5	2.24	97.85	100.00	20.00	80.00	0.00	4.76	7.14
St. Cloud	11	4.93	98.45	27.27	100.00	0.00	0.00	0.00	0.00
MN nonMSA	194	87.00	98.53	71.65	45.36	35.57	19.07	5.13	5.89

* Based on 2011 Peer Small Business Data – US and PR.

** Small loans to farms originated and purchased in the MA/AA as a percentage of all small loans to farms originated and purchased in the rated area.

*** Farms with revenues of \$1 million or less as a percentage of all farms (Source Dun and Bradstreet - 2011).

**** Small loans to farms with revenues of \$1 million or less as a percentage of all loans reported as small loans to farms. No information was available for 4.0% of small loans to farms originated and purchased by the bank.

Table 14. Qualified Investments

QUALIFIED INVESTMENTS		Geography: MINNESOTA				Evaluation Period: JANUARY 1, 2009 To MARCH 31, 2012			
MA/Assessment Area:	Prior Period Investments*		Current Period Investments**		Total Investments			Unfunded Commitments***	
	#	\$(000's)	#	\$(000's)	#	\$(000's)	% of Total	#	\$(000's)
Full-Review:									
Duluth	13	4,793	70	12,515	83	17,308	40.76	3	6,567
Limited-Review:									
Mankato-North Mankato	2	147	13	1,618	15	1,765	4.16	0	0
Rochester	13	1,377	28	1,697	41	3,075	7.24	0	0
St. Cloud	12	855	44	864	56	1,719	4.05	0	0
MN nonMSA	30	7,566	89	6,616	119	14,182	33.40	5	1,556
MN Statewide	8	4,288	22	122	30	4,410	10.39	0	0

* 'Prior Period Investments' means investments made in a previous evaluation period that are outstanding as of the examination date.

** The evaluation period for current period investments is January 1, 2009 to March 31, 2012.

*** 'Unfunded Commitments' means legally binding investment commitments that are tracked and recorded by the institution's financial reporting system.

Table 15. Distribution of Branch Delivery System and Branch Openings/Closings

DISTRIBUTION OF BRANCH DELIVERY SYSTEM/BRANCH OPENINGS/CLOSINGS																Geography: MINNESOTA				Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011			
MA/Assessment Area:	Deposits	Branches						Branch Openings/Closings				Population											
	% of Rated Area Deposits in AA	# of USB Branches	% of Rated Area Branches in AA	Location of Branches by Income of Geographies (%)				# of Branch Openings	# of Branch Closings	Net change in Location of Branches (+ or -)				% of Population within Each Geography									
				Low	Mod	Mid	Upp			Low	Mod	Mid	Upp	Low	Mod	Mid	Upp						
Full-Review:																							
Duluth	27.45	10	25.64	20.00	20.00	40.00	20.00	0	0	0	0	0	0	3.40	15.13	61.82	19.66						
Limited-Review:																							
Mankato-North Mankato	9.46	3	7.69	NA	0.00	100.0	0.00	0	0	NA	0	0	0	NA	19.00	76.72	4.28						
Rochester	19.76	4	10.26	NA	50.00	25.00	25.00	0	0	NA	0	0	0	NA	15.00	58.83	25.96						
St. Cloud	12.56	5	12.82	20.00	20.00	40.00	20.00	0	0	0	0	0	0	0.66	9.93	71.05	18.36						
MN nonMSA	30.78	17	43.59	NA	23.53	76.47	0.00	0	0	NA	0	0	0	NA	7.09	85.77	7.14						

Table 1. Lending Volume

LENDING VOLUME												
Geography: MISSOURI												
Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011												
MA/Assessment Area:	% of Rated Area Loans (#) in MA/AA*	Home Mortgage		Small Loans to Businesses		Small Loans to Farms		Community Development Loans**		Total Reported Loans		% of Rated Area Deposits in MA/AA***
		#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	#	\$(000's)	
Full-Review:												
Joplin	8.07	1,225	124,597	1,049	60,683	85	8,887	8	9,759	2,367	203,926	14.65
Limited-Review												
Cape Girardeau-Jackson	5.91	1,026	131,062	667	50,098	42	6,297	0	0	1,735	187,457	6.71
Columbia	4.84	970	163,647	425	26,148	21	4,036	3	16,275	1,419	210,106	3.48
Fayetteville-Springdale-Rogers	0.57	66	6,158	78	2,329	23	1,828	0	0	167	10,315	1.11
Jefferson City	1.10	259	31,159	62	2,315	1	18	2	3,040	324	36,532	0.75
Springfield	18.36	3,690	457,482	1,642	50,068	52	4,659	2	5,240	5,386	517,449	10.17
St. Joseph	5.54	766	86,161	791	32,332	67	6,625	0	0	1,624	125,118	7.64
MO nonMSA	55.60	8,498	989,430	5,746	262,923	2,055	219,352	10	25,570	16,309	1,497,275	55.49
MO Statewide	0.01	0	0	0	0	0	0	4	183,998	4	183,998	NA

* Loan Data as of December 31, 2011. Rated area refers to either the state or multistate MA rating area.

** The evaluation period for Community Development Loans is from January 1, 2009 to March 31, 2012.

*** Deposit Data as of June 30, 2011. Rated Area refers to the state, multistate MA, or institution, as appropriate.

Table 2. Geographic Distribution of Home Purchase Loans

Geographic Distribution: HOME PURCHASE			Geography: MISSOURI				Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011					Market Share (%) by Geography*				
MA/Assessment Area:	Total Home Purchase Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Overall	Low	Mod	Mid	Upp	
	#	% of Total**	% Owner Occ Units***	% USB Loans	% Owner Occ Units***	% USB Loans	% Owner Occ Units***	% USB Loans	% Owner Occ Units***	% USB Loans						
Full-Review:																
Joplin	519	8.51	NA	NA	8.10	11.95	84.22	77.65	7.68	10.40	6.75	NA	7.98	6.53	8.06	
Limited-Review																
Cape Girardeau-Jackson	414	6.79	NA	NA	10.92	6.04	74.50	76.33	14.58	17.63	14.59	NA	12.99	14.37	16.56	
Columbia	411	6.74	1.83	2.92	10.60	11.92	59.18	63.26	28.39	21.90	5.27	0.00	5.02	5.97	4.03	
Fayetteville-Springdale-Rogers	19	0.31	NA	NA	70.73	63.16	29.27	36.84	NA	NA	7.26	NA	4.85	19.05	NA	
Jefferson City	144	2.36	1.13	0.69	7.40	9.72	62.91	70.14	28.55	19.44	5.91	0.00	10.67	6.33	3.87	
Springfield	1,706	27.99	0.04	0.00	16.16	18.05	56.80	57.62	27.01	24.33	8.19	0.00	12.99	7.57	7.94	
St. Joseph	247	4.05	NA	NA	8.35	5.26	61.89	56.28	29.76	38.46	6.03	NA	4.44	5.11	7.67	
MO nonMSA	2,636	43.24	0.00	0.00	5.56	5.73	79.08	71.66	15.36	22.61	8.51	0.00	11.56	8.46	8.17	

Data shown includes only one to four-family and manufactured housing (property type 1 or 2).

* Based on 2011 Peer Mortgage Data (USPR).

** Home purchase loans originated and purchased in the MA/AA as a percentage of all home purchase loans originated and purchased in the rated area.

*** Percentage of Owner-Occupied Units is the number of owner-occupied housing units in a particular geography divided by the number of owner-occupied housing units in the area based on 2000 Census information.

Table 3. Geographic Distribution of Home Improvement Loans

Geographic Distribution: HOME IMPROVEMENT		Geography: MISSOURI						Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011							
MA/Assessment Area:	Total Home Improvement Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total**	% Owner Occ Units***	% USB Loans	% Owner Occ Units***	% USB Loans	% Owner Occ Units***	% USB Loans	% Owner Occ Units***	% USB Loans	Overall	Low	Mod	Mid	Upp
Full-Review:															
Joplin	55	10.30	NA	NA	8.10	16.36	84.22	72.73	7.68	10.91	9.17	NA	0.00	9.20	19.05
Limited-Review															
Cape Girardeau-Jackson	29	5.43	NA	NA	10.92	10.34	74.50	86.21	14.58	3.45	10.13	NA	11.11	10.66	5.56
Columbia	12	2.25	1.83	8.33	10.60	0.00	59.18	66.67	28.39	25.00	4.24	50.00	0.00	3.23	5.66
Fayetteville-Springdale-Rogers	8	1.50	NA	NA	70.73	87.50	29.27	12.50	NA	NA	14.29	NA	18.18	0.00	NA
Jefferson City	2	0.37	1.13	0.00	7.40	0.00	62.91	50.00	28.55	50.00	0.80	0.00	0.00	0.66	1.28
Springfield	51	9.55	0.04	0.00	16.16	17.65	56.80	64.71	27.01	17.65	3.82	0.00	5.66	4.27	1.92
St. Joseph	45	8.43	NA	NA	8.35	11.11	61.89	60.00	29.76	28.89	9.50	NA	11.11	9.80	8.47
MO nonMSA	332	62.17	0.00	0.00	5.56	8.13	79.08	73.80	15.36	18.07	11.25	0.00	23.81	10.31	11.81

Data shown includes only one to four-family and manufactured housing (property type 1 or 2).

* Based on 2011 Peer Mortgage Data (USPR).

** Home improvement loans originated and purchased in the MA/AA as a percentage of all home improvement loans originated and purchased in the rated area.

*** Percentage of Owner-Occupied Units is the number of owner-occupied housing units in a particular geography divided by number of owner-occupied housing units in the area based on 2000 Census information.

Table 4. Geographic Distribution of Home Mortgage Refinance Loans

Geographic Distribution: HOME MORTGAGE REFINANCE			Geography: MISSOURI				Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011					Market Share (%) by Geography*				
MA/Assessment Area:	Total Home Mortgage Refinance Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Overall	Low	Mod	Mid	Upp	
	#	% of Total**	% Owner Occ Units***	% USB Loans	% Owner Occ Units***	% USB Loans	% Owner Occ Units***	% USB Loans	% Owner Occ Units***	% USB Loans						
Full-Review:																
Joplin	647	6.57	NA	NA	8.10	5.10	84.22	85.01	7.68	9.89	7.63	NA	13.95	7.15	10.28	
Limited-Review																
Cape Girardeau-Jackson	579	5.88	NA	NA	10.92	4.66	74.50	78.24	14.58	17.10	10.25	NA	13.58	10.04	10.32	
Columbia	545	5.54	1.83	1.65	10.60	7.16	59.18	67.34	28.39	23.85	3.68	8.00	0.75	4.02	3.61	
Fayetteville-Springdale-Rogers	39	0.40	NA	NA	70.73	69.23	29.27	30.77	NA	NA	7.84	NA	6.76	10.71	NA	
Jefferson City	113	1.15	1.13	0.88	7.40	2.65	62.91	71.68	28.55	24.78	1.38	0.00	0.00	1.53	1.26	
Springfield	1,929	19.60	0.04	0.16	16.16	9.43	56.80	53.14	27.01	37.27	5.96	25.00	6.50	5.81	6.01	
St. Joseph	472	4.80	NA	NA	8.35	3.81	61.89	52.54	29.76	43.64	8.04	NA	6.85	7.94	8.29	
MO nonMSA	5,517	56.06	0.00	0.00	5.56	2.97	79.08	73.77	15.36	23.26	11.99	0.00	10.83	12.19	11.57	

Data shown includes only one to four-family and manufactured housing (property type 1 or 2).

* Based on 2011 Peer Mortgage Data (USPR).

** Home mortgage refinance loans originated and purchased in the MA/AA as a percentage of all home mortgage refinance loans originated and purchased in the rated area.

*** Percentage of Owner-Occupied Units is the number of owner-occupied housing units in a particular geography divided by number of owner-occupied housing units in the area based on 2000 Census information.

Table 5. Geographic Distribution of Multifamily Loans

Geographic Distribution: MULTIFAMILY		Geography: MISSOURI								Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011					
MA/Assessment Area:	Total Multifamily Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total**	% of MF Units***	% USB Loans	% MF Units***	% USB Loans	% MF Units***	% USB Loans	% MF Units***	% USB Loans	Over-all	Low	Mod	Mid	Upp
Full-Review:															
Joplin	4	13.79	NA	NA	33.32	25.00	59.26	75.00	7.41	0.00	12.00	NA	0.00	15.79	0.00
Limited-Review															
Cape Girardeau-Jackson	4	13.79	NA	NA	20.24	25.00	67.92	75.00	11.85	0.00	4.17	NA	0.00	6.25	0.00
Columbia	2	6.90	26.68	50.00	30.14	0.00	16.38	0.00	26.79	50.00	2.94	16.67	0.00	0.00	0.00
Fayetteville-Springdale-Rogers	0	0.00	NA	NA	100.00	0.00	0.00	0.00	NA	NA	0.00	NA	0.00	0.00	NA
Jefferson City	0	0.00	17.28	0.00	39.17	0.00	26.05	0.00	17.50	0.00	0.00	0.00	0.00	0.00	0.00
Springfield	4	13.79	7.78	25.00	20.58	0.00	53.39	75.00	18.25	0.00	4.35	20.00	0.00	5.26	0.00
St. Joseph	2	6.90	NA	NA	27.60	50.00	32.97	50.00	39.43	0.00	6.67	NA	0.00	20.00	0.00
MO nonMSA	13	44.83	0.34	0.00	8.70	15.38	62.89	38.46	28.07	46.15	6.06	0.00	0.00	4.76	14.29

Multifamily loan distribution includes Home Purchases, Home Improvement and Refinances.

* Based on 2011 Peer Mortgage Data (USPR).

** Multifamily loans originated and purchased in the MA/AA as a percentage of all multifamily loans originated and purchased in the rated area.

*** Percentage of multifamily units is the number of multifamily housing units in a particular geography divided by number of multifamily housing units in the area based on 2000 Census information.

Table 6. Geographic Distribution of Small Loans to Businesses

Geographic Distribution: SMALL LOANS TO BUSINESSES				Geography: MISSOURI				Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011							
MA/Assessment Area:	Total Small Business Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total **	% of Businesses ***	% USB Loans	% of Businesses ***	% USB Loans	% of Businesses ***	% USB Loans	% of Businesses ***	% USB Loans	Over-all	Low	Mod	Mid	Upp
Full-Review:															
Joplin	1,049	10.03	NA	NA	12.44	18.78	79.55	70.54	8.00	10.68	18.82	NA	18.21	18.97	20.30
Limited-Review															
Cape Girardeau-Jackson	667	6.38	NA	NA	9.57	7.80	79.31	78.11	11.12	14.09	20.88	NA	19.66	21.11	22.22
Columbia	425	4.06	14.80	18.59	14.55	14.12	46.90	44.94	23.75	22.35	6.25	8.27	6.31	5.08	7.08
Fayetteville-Springdale-Rogers	78	0.75	NA	NA	73.84	82.05	26.16	17.95	NA	NA	14.96	NA	13.74	14.71	NA
Jefferson City	62	0.59	15.54	19.35	14.52	11.29	49.09	53.23	20.83	16.13	1.41	4.27	1.16	1.13	0.94
Springfield	1,642	15.70	2.06	2.01	14.80	20.46	54.43	47.81	28.71	29.72	12.00	11.56	15.03	11.77	11.10
St. Joseph	791	7.56	NA	NA	11.85	13.27	51.95	39.70	36.20	47.03	23.24	NA	22.50	21.47	25.80
MO nonMSA	5,746	54.93	0.01	0.00	6.25	5.81	78.33	76.70	15.40	17.49	17.38	0.00	14.50	17.61	17.14

* Based on 2011 Peer Small Business Data – US and PR.

** Small loans to businesses originated and purchased in the MA/AA as a percentage of all small loans to businesses originated and purchased in the rated area.

*** Source Data - Dun and Bradstreet (2011).

Table 7. Geographic Distribution of Small Loans to Farms

Geographic Distribution: SMALL LOANS TO FARMS		Geography: MISSOURI					Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011					Market Share (%) by Geography*				
MA/Assessment Area:	Total Small Farm Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Overall	Low	Mod	Mid	Upp	
	#	% of Total**	% of Farms***	% USB Loans	% of Farms***	% USB Loans	% of Farms***	% USB Loans	% of Farms***	% USB Loans						
Full-Review:																
Joplin	85	3.62	NA	NA	3.22	0.00	93.41	100.00	3.37	0.00	14.29	NA	0.00	14.71	0.00	
Limited-Review																
Cape Girardeau-Jackson	42	1.79	NA	NA	2.42	2.38	92.74	97.62	4.84	0.00	18.42	NA	100.00	17.39	0.00	
Columbia	21	0.90	1.52	0.00	7.59	4.76	77.93	85.71	12.97	9.52	5.98	0.00	0.00	7.45	0.00	
Fayetteville-Springdale-Rogers	23	0.98	NA	NA	65.55	60.87	34.45	39.13	NA	NA	19.70	NA	14.00	40.00	NA	
Jefferson City	1	0.04	2.43	0.00	4.51	0.00	62.50	0.00	30.56	100.00	0.00	0.00	0.00	0.00	0.00	
Springfield	52	2.22	0.10	0.00	13.09	28.85	66.73	63.46	20.08	7.69	3.23	0.00	6.25	2.29	4.17	
St. Joseph	67	2.86	NA	NA	1.50	0.00	70.04	59.70	28.46	40.30	10.66	NA	0.00	6.58	18.60	
MO nonMSA	2,055	87.60	0.00	0.00	2.79	1.61	80.57	84.04	16.64	14.36	17.34	0.00	8.60	17.71	11.92	

* Based on 2011 Peer Small Business Data – US and PR.

** Small loans to farms originated and purchased in the MA/AA as a percentage of all small loans to farms originated and purchased in the rated area.

*** Source Data - Dun and Bradstreet (2011).

Table 8. Borrower Distribution of Home Purchase Loans

Borrower Distribution: HOME PURCHASE		Geography: MISSOURI						Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011							
MA/Assessment Area:	Total Home Purchase Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Market Share*				
	#	% of Total **	% Families ***	% USB Loans ****	% Families ***	% USB Loans ****	% Families ***	% USB Loans ****	% Families ***	% USB Loans ****	Over-all	Low	Mod	Mid	Upp
Full-Review:															
Joplin	519	8.51	17.53	12.28	19.46	22.46	24.59	28.07	38.41	37.19	4.93	2.49	4.44	5.74	5.25
Limited-Review															
Cape Girardeau-Jackson	414	6.79	13.49	13.01	14.46	22.96	21.81	30.10	50.24	33.93	16.24	16.13	20.10	17.97	13.30
Columbia	411	6.74	19.11	11.71	17.92	27.48	22.87	23.87	40.10	36.94	2.96	2.46	3.79	1.99	3.19
Fayetteville-Springdale-Rogers	19	0.31	29.84	12.50	24.80	18.75	22.72	25.00	22.63	43.75	7.84	11.76	9.09	0.00	12.12
Jefferson City	144	2.36	15.40	18.87	15.13	28.30	25.63	33.96	43.85	18.87	1.15	0.00	0.96	3.02	0.36
Springfield	1,706	27.99	17.54	17.67	19.69	30.58	24.11	24.56	38.66	27.19	3.88	3.70	4.33	3.63	3.75
St. Joseph	247	4.05	18.18	16.67	18.63	33.33	23.95	25.98	39.24	24.02	5.04	3.74	6.08	5.06	4.49
MO nonMSA	2,636	43.24	18.33	7.59	18.37	23.16	23.26	24.65	40.04	44.60	7.63	8.59	8.46	7.14	7.39

Data shown includes only one to four-family and manufactured housing (property type 1 or 2).

* Based on 2011 Peer Mortgage Data (USPR).

** Home purchase loans originated and purchased in the MA/AA as a percentage of all home purchase loans originated and purchased in the rated area.

*** Percentage of Families is based on the 2000 Census information.

**** As a percentage of loans with borrower income information available. No information was available for 37.0% of loans originated and purchased by the bank.

Table 9. Borrower Distribution of Home Improvement Loans

Borrower Distribution: HOME IMPROVEMENT			Geography: MISSOURI				Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011									
MA/Assessment Area:	Total Home Improvement Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Market Share*					
	#	% of Total **	% Families ***	% USB Loans ****	% Families ***	% USB Loans ****	% Families ***	% USB Loans ****	% Families ***	% USB Loans ****	Over-all	Low	Mod	Mid	Upp	
Full-Review:																
Joplin	55	10.30	17.53	12.96	19.46	22.22	24.59	33.33	38.41	31.48	9.74	3.33	8.57	13.56	9.86	
Limited-Review																
Cape Girardeau-Jackson	29	5.43	13.49	6.90	14.46	17.24	21.81	34.48	50.24	41.38	10.96	10.00	7.89	13.16	11.67	
Columbia	12	2.25	19.11	9.09	17.92	36.36	22.87	18.18	40.10	36.36	3.87	0.00	10.00	5.71	2.30	
Fayetteville-Springdale-Rogers	8	1.50	29.84	42.86	24.80	28.57	22.72	0.00	22.63	28.57	15.38	30.00	12.50	0.00	0.00	
Jefferson City	2	0.37	15.40	0.00	15.13	100.00	25.63	0.00	43.85	0.00	0.85	0.00	4.55	0.00	0.00	
Springfield	51	9.55	17.54	6.12	19.69	22.45	24.11	40.82	38.66	30.61	3.88	0.00	4.35	3.51	5.19	
St. Joseph	45	8.43	18.18	26.67	18.63	20.00	23.95	20.00	39.24	33.33	10.69	12.50	14.29	9.38	9.21	
MO nonMSA	332	62.17	18.33	9.76	18.37	20.43	23.26	25.61	40.04	44.21	11.87	12.71	12.66	11.69	11.48	

Data shown includes only one to four-family and manufactured housing (property type of 1 or 2).

* Based on 2011 Peer Mortgage Data (USPR).

** Home improvement loans originated and purchased in the MA/AA as a percentage of all home improvement loans originated and purchased in the rated area.

*** Percentage of Families is based on the 2000 Census information.

**** As a percentage of loans with borrower income information available. No information was available for 1.7% of loans originated and purchased by the bank.

Table 10. Borrower Distribution of Home Mortgage Refinance Loans

Borrower Distribution: HOME MORTGAGE REFINANCE			Geography: MISSOURI				Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011									
MA/Assessment Area:	Total Home Mortgage Refinance Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Market Share*					
	#	% of Total **	% Families ***	% USB Loans ****	% Families ***	% USB Loans ****	% Families ***	% USB Loans ****	% Families ***	% USB Loans ****	Over-all	Low	Mod	Mid	Upp	
Full-Review:																
Joplin	647	6.57	17.53	5.50	19.46	16.50	24.59	25.67	38.41	52.33	9.40	8.85	8.93	11.86	8.61	
Limited-Review																
Cape Girardeau-Jackson	579	5.88	13.49	7.09	14.46	16.79	21.81	26.68	50.24	49.44	11.17	18.42	12.75	11.56	9.79	
Columbia	545	5.54	19.11	11.06	17.92	17.44	22.87	25.31	40.10	46.19	3.30	6.48	2.88	2.70	3.29	
Fayetteville-Springdale-Rogers	39	0.40	29.84	8.33	24.80	25.00	22.72	30.56	22.63	36.11	8.70	8.00	7.14	10.00	8.96	
Jefferson City	113	1.15	15.40	8.24	15.13	15.29	25.63	34.12	43.85	42.35	1.15	2.46	1.01	1.16	0.99	
Springfield	1,929	19.60	17.54	7.22	19.69	19.22	24.11	26.04	38.66	47.53	4.67	4.40	5.51	5.49	4.03	
St. Joseph	472	4.80	18.18	8.33	18.63	18.57	23.95	26.67	39.24	46.43	9.01	8.97	9.13	10.82	8.03	
MO nonMSA	5,517	56.06	18.33	5.01	18.37	15.52	23.26	22.96	40.04	56.51	13.56	15.06	17.02	14.39	12.38	

Data shown includes only one to four-family and manufactured housing (property type 1 or 2).

* Based on 2011 Peer Mortgage Data (USPR).

** Home refinance loans originated and purchased in the MA/AA as a percentage of all home refinance loans originated and purchased in the rated area.

*** Percentage of Families is based on the 2000 Census information.

**** As a percentage of loans with borrower income information available. No information was available for 17.8% of loans originated and purchased by the bank.

Table 11. Borrower Distribution of Small Loans to Businesses

Borrower Distribution: SMALL LOANS TO BUSINESSES					Geography: MISSOURI			Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011	
MA/Assessment Area:	Total Small Loans to Businesses		Businesses With Revenues of \$1 million or less		Loans by Original Amount Regardless of Business Size			Market Share*	
	#	% of Total**	% of Businesses ***	% USB Loans****	\$100,000 or less	>\$100,000 to \$250,000	>\$250,000 to \$1,000,000	All	Rev \$1 Million or Less
Full-Review:									
Joplin	1,049	10.03	68.31	69.69	86.84	6.86	6.29	18.82	25.67
Limited-Review									
Cape Girardeau-Jackson	667	6.38	65.19	61.92	83.51	7.35	9.15	20.88	29.77
Columbia	425	4.06	65.83	62.59	84.71	7.06	8.24	6.25	6.47
Fayetteville-Springdale-Rogers	78	0.75	74.20	92.31	94.87	1.28	3.85	14.96	19.74
Jefferson City	62	0.59	63.52	53.23	90.32	4.84	4.84	1.41	0.92
Springfield	1,642	15.70	68.44	62.61	94.88	2.31	2.80	12.00	12.82
St. Joseph	791	7.56	67.59	63.34	91.66	3.54	4.80	23.24	29.74
MO nonMSA	5,746	54.93	69.52	70.24	90.06	5.36	4.58	17.38	21.65

* Based on 2011 Peer Small Business Data – US and PR.

** Small loans to businesses originated and purchased in the MA/AA as a percentage of all small loans to businesses originated and purchased in the rated area.

*** Businesses with revenues of \$1 million or less as a percentage of all businesses (Source Dun and Bradstreet - 2011).

**** Small loans to businesses with revenues of \$1 million or less as a percentage of all loans reported as small loans to businesses. No information was available for 18.4% of small loans to businesses originated and purchased by the bank.

Table 12. Borrower Distribution of Small Loans to Farms

Borrower Distribution: SMALL LOANS TO FARMS		Geography: MISSOURI			Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011				
MA/Assessment Area:	Total Small Loans to Farms		Farms With Revenues of \$1 million or less		Loans by Original Amount Regardless of Farm Size			Market Share*	
	#	% of Total**	% of Farms***	% USB Loans****	\$100,000 or less	>\$100,000 to \$250,000	>\$250,000 to \$500,000	All	Rev \$1 Million or Less
Full-Review:									
Joplin	85	3.62	99.27	96.47	64.71	22.35	12.94	14.29	14.77
Limited-Review									
Cape Girardeau-Jackson	42	1.79	99.60	73.81	61.90	9.52	28.57	18.42	16.00
Columbia	21	0.90	98.62	85.71	38.10	42.86	19.05	5.98	4.30
Fayetteville-Springdale-Rogers	23	0.98	95.80	69.57	73.91	26.09	0.00	19.70	14.75
Jefferson City	1	0.04	98.26	100.00	100.00	0.00	0.00	0.00	0.00
Springfield	52	2.22	98.85	78.85	71.15	21.15	7.69	3.23	2.84
St. Joseph	67	2.86	98.88	79.10	68.66	17.91	13.43	10.66	8.79
MO nonMSA	2,055	87.60	99.15	86.33	65.89	25.11	9.00	17.34	16.75

* Based on 2011 Peer Small Business Data – US and PR.

** Small loans to farms originated and purchased in the MA/AA as a percentage of all small loans to farms originated and purchased in the rated area.

*** Farms with revenues of \$1 million or less as a percentage of all farms (Source Dun and Bradstreet - 2011).

**** Small loans to farms with revenues of \$1 million or less as a percentage of all loans reported as small loans to farms. No information was available for 9.5% of small loans to farms originated and purchased by the bank.

Table 14. Qualified Investments

QUALIFIED INVESTMENTS		Geography: MISSOURI				Evaluation Period: JANUARY 1, 2009 To MARCH 31, 2012			
MA/Assessment Area:	Prior Period Investments*		Current Period Investments**		Total Investments			Unfunded Commitments***	
	#	\$(000's)	#	\$(000's)	#	\$(000's)	% of Total	#	\$(000's)
Full-Review:									
Joplin	17	2,604	70	19,203	87	21,807	16.20	1	20
Limited-Review									
Cape Girardeau-Jackson	3	79	20	835	23	914	0.68	0	0
Columbia	6	1,562	29	1,473	35	3,035	2.26	0	0
Fayetteville-Springdale-Rogers	3	137	1	65	4	202	0.15	0	0
Jefferson City	4	1,326	6	208	10	1,535	1.14	0	0
Springfield	15	2,351	66	1,741	81	4,092	3.04	1	64
St. Joseph	12	1,228	15	2,059	27	3,287	2.44	0	0
MO nonMSA	60	12,469	329	45,478	389	57,946	43.05	7	1,499
MO Statewide	5	15,941	15	25,829	20	41,770	31.04	0	0

* 'Prior Period Investments' means investments made in a previous evaluation period that are outstanding as of the examination date.

** The evaluation period for current period investments is January 1, 2009 to March 31, 2012.

*** 'Unfunded Commitments' means legally binding investment commitments that are tracked and recorded by the institution's financial reporting system.

Table 15. Distribution of Branch Delivery System and Branch Openings/Closings

DISTRIBUTION OF BRANCH DELIVERY SYSTEM/BRANCH OPENINGS/CLOSINGS																		Geography: MISSOURI		Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011			
MA/Assessment Area:	Deposits	Branches						Branch Openings/Closings						Population									
	% of Rated Area Deposits in AA	# of USB Branches	% of Rated Area Branches in AA	Location of Branches by Income of Geographies (%)				# of Branch Openings	# of Branch Closings	Net change in Location of Branches (+ or -)				% of Population within Each Geography									
				Low	Mod	Mid	Upp			Low	Mod	Mid	Upp	Low	Mod	Mid	Upp						
Full-Review:																							
Joplin	14.65	10	9.71	NA	20.00	70.00	10.00	0	0	NA	0	0	0	NA	11.30	81.76	6.94						
Limited-Review																							
Cape Girardeau-Jackson	6.71	4	3.88	NA	0.00	100.0	0.00	0	1	NA	-1	0	0	NA	13.54	73.72	12.75						
Columbia	3.48	5	4.85	60.00	0.00	20.00	20.00	1	0	1	0	0	0	7.49	17.95	50.57	23.99						
Fayetteville-Springdale-Rogers	1.11	1	0.97	NA	100.0	0.00	NA	0	0	NA	0	0	NA	NA	74.84	25.16	NA						
Jefferson City	0.75	1	0.97	100.00	0.00	0.00	0.00	0	0	0	0	0	0	5.62	11.52	56.24	23.97						
Springfield	10.17	13	12.62	7.69	23.08	53.85	15.38	0	0	0	0	0	0	1.64	19.56	55.52	23.28						
St. Joseph	7.64	6	5.83	NA	16.67	50.00	33.33	0	0	NA	0	0	0	NA	11.62	58.75	29.62						
MO nonMSA	55.49	63	61.17	0.00	9.52	77.78	12.70	0	0	0	0	0	0	0.25	6.43	78.29	15.02						

Table 1. Lending Volume

LENDING VOLUME		Geography: MONTANA						Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011				
MA/Assessment Area:	% of Rated Area Loans (#) in MA/AA*	Home Mortgage		Small Loans to Businesses		Small Loans to Farms		Community Development Loans**		Total Reported Loans		% of Rated Area Deposits in MA/AA***
		#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	#	\$(000's)	
Full-Review:												
Billings	22.98	1,806	294,821	1,158	71,508	25	3,764	5	20,216	2,994	390,309	46.00
Limited-Review:												
Great Falls	21.71	1,880	280,405	892	38,688	49	8,043	7	2,531	2,828	329,667	16.79
Missoula	11.86	801	145,167	735	24,864	3	307	6	5,226	1,545	175,564	9.70
MT nonMSA	43.37	3,131	603,814	2,279	80,949	239	25,354	1	15	5,650	710,132	27.51
MT Statewide	0.08	0	0	0	0	0	0	10	4,020	10	4,020	NA

* Loan Data as of December 31, 2011. Rated area refers to either the state or multistate MA rating area.

** The evaluation period for Community Development Loans is from January 1, 2009 to March 31, 2012.

*** Deposit Data as of June 30, 2011. Rated Area refers to the state, multistate MA, or institution, as appropriate.

Table 2. Geographic Distribution of Home Purchase Loans

Geographic Distribution: HOME PURCHASE		Geography: MONTANA						Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011							
MA/Assessment Area:	Total Home Purchase Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total**	% Owner Occ Units***	% USB Loans	% Owner Occ Units***	% USB Loans	% Owner Occ Units***	% USB Loans	% Owner Occ Units***	% USB Loans	Over-all	Low	Mod	Mid	Upp
Full-Review:															
Billings	642	29.82	1.60	1.09	10.16	11.06	68.29	64.33	19.95	23.52	6.27	4.00	6.19	6.08	7.07
Limited-Review:															
Great Falls	557	25.87	0.11	0.00	11.87	12.75	72.01	64.81	16.02	22.44	8.22	0.00	4.79	8.35	10.95
Missoula	185	8.59	NA	NA	13.67	19.46	72.98	68.11	13.35	12.43	5.91	NA	6.80	5.94	4.85
MT nonMSA	769	35.72	0.00	0.00	3.57	3.25	61.47	55.14	34.96	41.61	6.29	0.00	6.90	5.62	7.10

Data shown includes only one to four-family and manufactured housing (property type 1 or 2).

* Based on 2011 Peer Mortgage Data (USPR).

** Home purchase loans originated and purchased in the MA/AA as a percentage of all home purchase loans originated and purchased in the rated area.

*** Percentage of Owner-Occupied Units is the number of owner-occupied housing units in a particular geography divided by the number of owner-occupied housing units in the area based on 2000 Census information.

Table 3. Geographic Distribution of Home Improvement Loans

Geographic Distribution: HOME IMPROVEMENT		Geography: MONTANA						Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011							
MA/Assessment Area:	Total Home Improvement Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total**	% Owner Occ Units***	% USB Loans	% Owner Occ Units***	% USB Loans	% Owner Occ Units***	% USB Loans	% Owner Occ Units***	% USB Loans	Overall	Low	Mod	Mid	Upp
Full-Review:															
Billings	71	18.54	1.60	5.63	10.16	9.86	68.29	64.79	19.95	19.72	5.07	9.09	8.82	5.41	2.27
Limited-Review:															
Great Falls	139	36.29	0.11	0.00	11.87	12.95	72.01	68.35	16.02	18.71	9.93	0.00	13.64	10.34	6.74
Missoula	35	9.14	NA	NA	13.67	8.57	72.98	77.14	13.35	14.29	8.24	NA	5.56	8.28	10.53
MT nonMSA	138	36.03	0.00	0.00	3.57	2.90	61.47	61.59	34.96	35.51	10.94	0.00	28.57	9.17	12.84

Data shown includes only one to four-family and manufactured housing (property type 1 or 2).

* Based on 2011 Peer Mortgage Data (USPR).

** Home improvement loans originated and purchased in the MA/AA as a percentage of all home improvement loans originated and purchased in the rated area.

*** Percentage of Owner-Occupied Units is the number of owner-occupied housing units in a particular geography divided by number of owner-occupied housing units in the area based on 2000 Census information.

Table 4. Geographic Distribution of Home Mortgage Refinance Loans

Geographic Distribution: HOME MORTGAGE REFINANCE			Geography: MONTANA				Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011					Market Share (%) by Geography*				
MA/Assessment Area:	Total Home Mortgage Refinance Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Overall	Low	Mod	Mid	Upp	
	#	% of Total**	% Owner Occ Units***	% USB Loans	% Owner Occ Units***	% USB Loans	% Owner Occ Units***	% USB Loans	% Owner Occ Units***	% USB Loans						
Full-Review:																
Billings	1,090	21.49	1.60	0.83	10.16	7.80	68.29	65.23	19.95	26.15	7.67	11.63	9.96	6.92	9.05	
Limited-Review:																
Great Falls	1,182	23.30	0.11	0.00	11.87	10.15	72.01	68.10	16.02	21.74	14.61	0.00	23.17	13.61	14.75	
Missoula	577	11.37	NA	NA	13.67	8.84	72.98	73.14	13.35	18.02	7.38	NA	5.99	7.46	8.27	
MT nonMSA	2,224	43.84	0.00	0.00	3.57	2.34	61.47	55.80	34.96	41.86	7.89	0.00	11.18	7.29	8.51	

Data shown includes only one to four-family and manufactured housing (property type 1 or 2).

* Based on 2011 Peer Mortgage Data (USPR).

** Home mortgage refinance loans originated and purchased in the MA/AA as a percentage of all home mortgage refinance loans originated and purchased in the rated area.

*** Percentage of Owner-Occupied Units is the number of owner-occupied housing units in a particular geography divided by number of owner-occupied housing units in the area based on 2000 Census information.

Table 5. Geographic Distribution of Multifamily Loans

Geographic Distribution: MULTIFAMILY			Geography: MONTANA						Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011						
MA/Assessment Area:	Total Multifamily Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total**	% of MF Units***	% USB Loans	% MF Units***	% USB Loans	% MF Units***	% USB Loans	% MF Units***	% USB Loans	Overall	Low	Mod	Mid	Upp
Full-Review:															
Billings	3	33.33	5.95	0.00	17.03	33.33	62.43	66.67	14.60	0.00	0.00	0.00	0.00	0.00	0.00
Limited-Review:															
Great Falls	2	22.22	11.78	0.00	31.62	50.00	53.79	0.00	2.81	50.00	0.00	0.00	0.00	0.00	0.00
Missoula	4	44.44	NA	NA	36.83	50.00	50.11	50.00	13.06	0.00	5.00	NA	0.00	8.33	0.00
MT nonMSA	0	0.00	0.00	0.00	16.50	0.00	50.72	0.00	32.78	0.00	0.00	0.00	0.00	0.00	0.00

Multifamily loan distribution includes Home Purchases, Home Improvement and Refinances.

* Based on 2011 Peer Mortgage Data (USPR).

** Multifamily loans originated and purchased in the MA/AA as a percentage of all multifamily loans originated and purchased in the rated area.

*** Percentage of multifamily units is the number of multifamily housing units in a particular geography divided by number of multifamily housing units in the area based on 2000 Census information.

Table 6. Geographic Distribution of Small Loans to Businesses

Geographic Distribution: SMALL LOANS TO BUSINESSES		Geography: MONTANA						Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011							
MA/Assessment Area:	Total Small Business Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total **	% of Businesses ***	% USB Loans	% of Businesses ***	% USB Loans	% of Businesses ***	% USB Loans	% of Businesses ***	% USB Loans	Overall	Low	Mod	Mid	Upp
Full-Review:															
Billings	1,158	22.87	3.09	3.63	10.83	10.28	70.74	70.21	15.34	15.89	12.98	21.15	9.04	13.23	12.71
Limited-Review:															
Great Falls	892	17.61	8.24	8.18	17.25	23.09	61.58	55.49	12.94	13.23	22.79	28.45	24.27	21.30	21.46
Missoula	735	14.51	NA	NA	30.86	35.10	60.64	54.29	8.50	10.61	9.92	NA	9.71	9.34	12.16
MT nonMSA	2,279	45.00	0.00	0.00	4.95	7.81	58.08	54.59	36.97	37.60	9.67	0.00	15.50	8.69	9.75

* Based on 2011 Peer Small Business Data – US and PR.

** Small loans to businesses originated and purchased in the MA/AA as a percentage of all small loans to businesses originated and purchased in the rated area.

*** Source Data - Dun and Bradstreet (2011).

Table 7. Geographic Distribution of Small Loans to Farms

Geographic Distribution: SMALL LOANS TO FARMS				Geography: MONTANA				Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011							
MA/Assessment Area:	Total Small Farm Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total**	% of Farms***	% USB Loans	% of Farms***	% USB Loans	% of Farms***	% USB Loans	% of Farms***	% USB Loans	Overall	Low	Mod	Mid	Upp
Full-Review:															
Billings	25	7.91	3.61	0.00	5.05	0.00	80.95	96.00	10.39	4.00	2.65	0.00	0.00	2.58	4.55
Limited-Review:															
Great Falls	49	15.51	2.79	2.04	5.40	0.00	82.75	77.55	9.06	20.41	12.30	0.00	0.00	11.11	33.33
Missoula	3	0.95	NA	NA	17.76	33.33	72.81	66.67	9.43	0.00	0.00	NA	0.00	0.00	0.00
MT nonMSA	239	75.63	0.03	0.00	3.32	6.28	72.54	89.12	24.10	4.60	5.64	0.00	22.22	5.06	1.32

* Based on 2011 Peer Small Business Data – US and PR.

** Small loans to farms originated and purchased in the MA/AA as a percentage of all small loans to farms originated and purchased in the rated area.

*** Source Data - Dun and Bradstreet (2011).

Table 8. Borrower Distribution of Home Purchase Loans

Borrower Distribution: HOME PURCHASE				Geography: MONTANA				Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011							
MA/Assessment Area:	Total Home Purchase Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Market Share*				
	#	% of Total**	% Families***	% USB Loans****	% Families***	% USB Loans****	% Families***	% USB Loans****	% Families***	% USB Loans****	Over-all	Low	Mod	Mid	Upp
Full-Review:															
Billings	642	29.82	19.07	7.64	17.84	24.59	23.54	27.07	39.55	40.70	4.02	3.56	3.54	2.81	5.52
Limited-Review:															
Great Falls	557	25.87	18.42	7.07	18.98	23.77	24.09	30.45	38.51	38.70	8.15	7.69	7.42	8.56	8.44
Missoula	185	8.59	19.20	3.23	18.95	22.58	22.65	29.03	39.20	45.16	5.90	3.77	6.28	4.98	6.45
MT nonMSA	769	35.72	16.29	5.63	17.14	17.97	23.23	28.86	43.34	47.55	5.38	3.52	5.21	5.45	5.67

Data shown includes only one to four-family and manufactured housing (property type 1 or 2).

* Based on 2011 Peer Mortgage Data (USPR).

** Home purchase loans originated and purchased in the MA/AA as a percentage of all home purchase loans originated and purchased in the rated area.

*** Percentage of Families is based on the 2000 Census information.

**** As a percentage of loans with borrower income information available. No information was available for 21.1% of loans originated and purchased by the bank.

Table 9. Borrower Distribution of Home Improvement Loans

Borrower Distribution: HOME IMPROVEMENT			Geography: MONTANA				Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011					Market Share*				
MA/Assessment Area:	Total Home Improvement Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Over-all	Low	Mod	Mid	Upp	
	#	% of Total **	% Families ***	% USB Loans ****	% Families ***	% USB Loans ****	% Families ***	% USB Loans ****	% Families ***	% USB Loans ****						
Full-Review:																
Billings	71	18.54	19.07	19.72	17.84	26.76	23.54	21.13	39.55	32.39	5.17	11.43	5.75	6.02	2.80	
Limited-Review:																
Great Falls	139	36.29	18.42	9.42	18.98	22.46	24.09	19.57	38.51	48.55	10.09	10.81	12.75	12.15	7.37	
Missoula	35	9.14	19.20	14.29	18.95	25.71	22.65	25.71	39.20	34.29	8.77	14.29	2.63	9.80	10.29	
MT nonMSA	138	36.03	16.29	7.30	17.14	18.25	23.23	22.63	43.34	51.82	11.39	6.25	13.64	11.63	11.36	

Data shown includes only one to four-family and manufactured housing (property type of 1 or 2).

* Based on 2011 Peer Mortgage Data (USPR).

** Home improvement loans originated and purchased in the MA/AA as a percentage of all home improvement loans originated and purchased in the rated area.

*** Percentage of Families is based on the 2000 Census information.

**** As a percentage of loans with borrower income information available. No information was available for 0.5% of loans originated and purchased by the bank.

Table 10. Borrower Distribution of Home Mortgage Refinance Loans

Borrower Distribution: HOME MORTGAGE REFINANCE												Geography: MONTANA					Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011				
MA/Assessment Area:	Total Home Mortgage Refinance Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Market Share*										
	#	% of Total **	% Families ***	% USB Loans ****	% Families ***	% USB Loans ****	% Families ***	% USB Loans ****	% Families ***	% USB Loans ****	Over-all	Low	Mod	Mid	Upp						
Full-Review:																					
Billings	1,090	21.49	19.07	5.81	17.84	17.80	23.54	27.90	39.55	48.48	6.71	6.10	7.60	5.72	7.02						
Limited-Review:																					
Great Falls	1,182	23.30	18.42	5.14	18.98	18.11	24.09	24.01	38.51	52.73	15.21	13.19	20.60	12.33	15.21						
Missoula	577	11.37	19.20	5.98	18.95	16.93	22.65	29.28	39.20	47.81	7.44	13.56	7.24	7.68	6.75						
MT nonMSA	2,224	43.84	16.29	4.90	17.14	13.34	23.23	25.83	43.34	55.93	7.99	8.73	7.50	8.25	7.94						

Data shown includes only one to four-family and manufactured housing (property type 1 or 2).

* Based on 2011 Peer Mortgage Data (USPR).

** Home refinance loans originated and purchased in the MA/AA as a percentage of all home refinance loans originated and purchased in the rated area.

*** Percentage of Families is based on the 2000 Census information.

**** As a percentage of loans with borrower income information available. No information was available for 21.5% of loans originated and purchased by the bank.

Table 11. Borrower Distribution of Small Loans to Businesses

Borrower Distribution: SMALL LOANS TO BUSINESSES		Geography: MONTANA			Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011				
MA/Assessment Area:	Total Small Loans to Businesses		Businesses With Revenues of \$1 million or less		Loans by Original Amount Regardless of Business Size			Market Share*	
	#	% of Total**	% of Businesses ***	% USB Loans****	\$100,000 or less	>\$100,000 to \$250,000	>\$250,000 to \$1,000,000	All	Rev \$1 Million or Less
Full-Review:									
Billings	1,158	22.87	68.33	52.42	85.41	7.77	6.82	12.98	11.63
Limited-Review:									
Great Falls	892	17.61	68.51	55.72	90.92	5.61	3.48	22.79	23.46
Missoula	735	14.51	68.28	59.86	93.74	2.99	3.27	9.92	10.78
MT nonMSA	2,279	45.00	69.98	54.80	93.86	3.38	2.76	9.67	8.96

* Based on 2011 Peer Small Business Data – US and PR.

** Small loans to businesses originated and purchased in the MA/AA as a percentage of all small loans to businesses originated and purchased in the rated area.

*** Businesses with revenues of \$1 million or less as a percentage of all businesses (Source Dun and Bradstreet - 2011).

**** Small loans to businesses with revenues of \$1 million or less as a percentage of all loans reported as small loans to businesses. No information was available for 27.0% of small loans to businesses originated and purchased by the bank.

Table 12. Borrower Distribution of Small Loans to Farms

Borrower Distribution: SMALL LOANS TO FARMS					Geography: MONTANA			Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011		
MA/Assessment Area:	Total Small Loans to Farms		Farms With Revenues of \$1 million or less		Loans by Original Amount Regardless of Farm Size			Market Share*		
	#	% of Total**	% of Farms***	% USB Loans****	\$100,000 or less	>\$100,000 to \$250,000	>\$250,000 to \$500,000	All	Rev \$1 Million or Less	
Full-Review:										
Billings	25	7.91	97.84	92.00	48.00	28.00	24.00	2.65	2.78	
Limited-Review:										
Great Falls	49	15.51	97.56	87.76	48.98	30.61	20.41	12.30	11.22	
Missoula	3	0.95	98.46	100.00	66.67	33.33	0.00	0.00	0.00	
MT nonMSA	239	75.63	98.57	89.96	66.95	22.59	10.46	5.64	5.58	

* Based on 2011 Peer Small Business Data – US and PR.

** Small loans to farms originated and purchased in the MA/AA as a percentage of all small loans to farms originated and purchased in the rated area.

*** Farms with revenues of \$1 million or less as a percentage of all farms (Source Dun and Bradstreet - 2011).

**** Small loans to farms with revenues of \$1 million or less as a percentage of all loans reported as small loans to farms. No information was available for 6.7% of small loans to farms originated and purchased by the bank.

Table 14. Qualified Investments

QUALIFIED INVESTMENTS		Geography: MONTANA				Evaluation Period: JANUARY 1, 2009 To MARCH 31, 2012			
MA/Assessment Area:	Prior Period Investments*		Current Period Investments**		Total Investments			Unfunded Commitments***	
	#	\$(000's)	#	\$(000's)	#	\$(000's)	% of Total	#	\$(000's)
Full-Review:									
Billings	14	2,925	55	5,202	69	8,127	26.01	0	0
Limited-Review:									
Great Falls	9	1,336	24	1,741	33	3,077	9.85	1	4,742
Missoula	11	683	58	15,331	69	16,014	51.24	1	738
MT nonMSA	21	1,727	43	2,284	64	4,011	12.84	0	0
MT Statewide	0	0	8	22	8	22	0.07	0	0

* 'Prior Period Investments' means investments made in a previous evaluation period that are outstanding as of the examination date.

** The evaluation period for current period investments is January 1, 2009 to March 31, 2012.

*** 'Unfunded Commitments' means legally binding investment commitments that are tracked and recorded by the institution's financial reporting system.

Table 15. Distribution of Branch Delivery System and Branch Openings/Closings

DISTRIBUTION OF BRANCH DELIVERY SYSTEM/BRANCH OPENINGS/CLOSINGS		Geography: MONTANA				Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011											
MA/Assessment Area:	Deposits	Branches						Branch Openings/Closings				Population					
	% of Rated Area Deposits in AA	# of USB Branches	% of Rated Area Branches in AA	Location of Branches by Income of Geographies (%)				# of Branch Openings	# of Branch Closings	Net change in Location of Branches (+ or -)				% of Population within Each Geography			
				Low	Mod	Mid	Upp			Low	Mod	Mid	Upp	Low	Mod	Mid	Upp
Full-Review:																	
Billings	46.00	4	16.67	0.00	0.00	75.00	25.00	0	0	0	0	0	0	2.78	12.48	66.17	18.57
Limited-Review:																	
Great Falls	16.79	5	20.83	20.00	20.00	60.00	0.00	0	0	0	0	0	0	0.90	16.06	71.11	11.93
Missoula	9.70	3	12.50	NA	100.00	0.00	0.00	0	0	NA	0	0	0	NA	18.66	69.39	11.95
MT nonMSA	27.51	12	50.00	0.00	16.67	66.67	16.67	0	0	0	0	0	0	0.27	6.12	60.01	33.60

Table 1. Lending Volume

LENDING VOLUME													Geography: NEBRASKA				Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011			
MA/Assessment Area:	% of Rated Area Loans (#) in MA/AA*	Home Mortgage		Small Loans to Businesses		Small Loans to Farms		Community Development Loans**		Total Reported Loans		% of Rated Area Deposits in MA/AA***								
		#	\$(000's)	#	\$(000's)	#	\$(000's)	#	\$(000's)	#	\$(000's)									
Full-Review:																				
Lincoln	50.02	2,669	320,344	2,013	67,914	7	665	11	20,488	4,700	409,411	62.64								
Limited-Review:																				
NE nonMSA	49.98	2,459	247,322	2,015	57,355	219	24,316	4	552	4,697	329,545	37.36								
NE Statewide	0.00	0	0	0	0	0	0	0	0	0	0	NA								

* Loan Data as of December 31, 2011. Rated area refers to either the state or multistate MA rating area.

** The evaluation period for Community Development Loans is from January 1, 2009 to March 31, 2012.

*** Deposit Data as of June 30, 2011. Rated Area refers to the state, multistate MA, or institution, as appropriate.

Table 2. Geographic Distribution of Home Purchase Loans

Geographic Distribution: HOME PURCHASE																Geography: NEBRASKA				Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011						
MA/Assessment Area:	Total Home Purchase Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*															
	#	% of Total**	% Owner Occ Units***	% USB Loans	% Owner Occ Units***	% USB Loans	% Owner Occ Units***	% USB Loans	% Owner Occ Units***	% USB Loans	Over-all	Low	Mod	Mid	Upp											
Full-Review:																										
Lincoln	1,305	50.41	0.63	1.15	13.30	17.01	55.94	62.22	30.13	19.46	9.70	25.00	14.81	12.02	4.80											
Limited-Review:																										
NE nonMSA	1,284	49.59	NA	NA	2.34	2.73	74.45	70.87	23.22	26.40	16.30	NA	25.37	17.13	13.94											

Data shown includes only one to four-family and manufactured housing (property type 1 or 2).

* Based on 2011 Peer Mortgage Data (USPR).

** Home purchase loans originated and purchased in the MA/AA as a percentage of all home purchase loans originated and purchased in the rated area.

*** Percentage of Owner-Occupied Units is the number of owner-occupied housing units in a particular geography divided by the number of owner-occupied housing units in the area based on 2000 Census information.

Table 3. Geographic Distribution of Home Improvement Loans

Geographic Distribution: HOME IMPROVEMENT			Geography: NEBRASKA				Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011								
MA/Assessment Area:	Total Home Improvement Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total**	% Owner Occ Units***	% USB Loans	% Owner Occ Units***	% USB Loans	% Owner Occ Units***	% USB Loans	% Owner Occ Units***	% USB Loans	Overall	Low	Mod	Mid	Upp
Full-Review:															
Lincoln	61	41.22	0.63	0.00	13.30	14.75	55.94	52.46	30.13	32.79	4.03	0.00	6.67	3.75	3.76
Limited-Review:															
NE nonMSA	87	58.78	NA	NA	2.34	5.75	74.45	60.92	23.22	33.33	11.76	NA	37.50	8.20	21.05

Data shown includes only one to four-family and manufactured housing (property type 1 or 2).

* Based on 2011 Peer Mortgage Data (USPR).

** Home improvement loans originated and purchased in the MA/AA as a percentage of all home improvement loans originated and purchased in the rated area.

*** Percentage of Owner-Occupied Units is the number of owner-occupied housing units in a particular geography divided by number of owner-occupied housing units in the area based on 2000 Census information.

Table 4. Geographic Distribution of Home Mortgage Refinance Loans

Geographic Distribution: HOME MORTGAGE REFINANCE			Geography: NEBRASKA				Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011								
MA/Assessment Area:	Total Home Mortgage Refinance Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total**	% Owner Occ Units***	% USB Loans	% Owner Occ Units***	% USB Loans	% Owner Occ Units***	% USB Loans	% Owner Occ Units***	% USB Loans	Overall	Low	Mod	Mid	Upp
Full-Review:															
Lincoln	1,299	54.63	0.63	0.62	13.30	8.31	55.94	51.50	30.13	39.57	5.64	8.00	6.70	5.82	5.23
Limited-Review:															
NE nonMSA	1,079	45.37	NA	NA	2.34	1.39	74.45	67.75	23.22	30.86	8.29	NA	13.56	8.66	7.35

Data shown includes only one to four-family and manufactured housing (property type 1 or 2).

* Based on 2011 Peer Mortgage Data (USPR).

** Home mortgage refinance loans originated and purchased in the MA/AA as a percentage of all home mortgage refinance loans originated and purchased in the rated area.

*** Percentage of Owner-Occupied Units is the number of owner-occupied housing units in a particular geography divided by number of owner-occupied housing units in the area based on 2000 Census information.

Table 5. Geographic Distribution of Multifamily Loans

Geographic Distribution: MULTIFAMILY		Geography: NEBRASKA								Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011					
MA/Assessment Area:	Total Multifamily Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total**	% of MF Units***	% USB Loans	% MF Units***	% USB Loans	% MF Units***	% USB Loans	% MF Units***	% USB Loans	Overall	Low	Mod	Mid	Upp
Full-Review:															
Lincoln	4	30.77	14.41	50.00	32.84	50.00	35.21	0.00	17.38	0.00	0.89	4.17	0.00	0.00	0.00
Limited-Review:															
NE nonMSA	9	69.23	NA	NA	11.89	0.00	57.14	66.67	30.97	33.33	14.71	NA	0.00	14.81	20.00

Multifamily loan distribution includes Home Purchases, Home Improvement and Refinances.

* Based on 2011 Peer Mortgage Data (USPR).

** Multifamily loans originated and purchased in the MA/AA as a percentage of all multifamily loans originated and purchased in the rated area.

*** Percentage of multifamily units is the number of multifamily housing units in a particular geography divided by number of multifamily housing units in the area based on 2000 Census information.

Table 6. Geographic Distribution of Small Loans to Businesses

Geographic Distribution: SMALL LOANS TO BUSINESSES		Geography: NEBRASKA								Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011					
MA/Assessment Area:	Total Small Business Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total**	% of Businesses***	% USB Loans	% of Businesses***	% USB Loans	% of Businesses***	% USB Loans	% of Businesses***	% USB Loans	Overall	Low	Mod	Mid	Upp
Full-Review:															
Lincoln	2,013	49.98	2.05	2.04	23.20	25.43	42.12	41.98	31.65	30.30	17.22	26.15	17.72	16.99	16.92
Limited-Review:															
NE nonMSA	2,015	50.02	NA	NA	3.30	5.41	73.97	70.77	22.73	23.82	14.53	NA	11.51	13.57	16.18

* Based on 2011 Peer Small Business Data – US and PR.

** Small loans to businesses originated and purchased in the MA/AA as a percentage of all small loans to businesses originated and purchased in the rated area.

*** Source Data - Dun and Bradstreet (2011).

Table 7. Geographic Distribution of Small Loans to Farms

Geographic Distribution: SMALL LOANS TO FARMS				Geography: NEBRASKA				Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011							
MA/Assessment Area:	Total Small Farm Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total**	% of Farms***	% USB Loans	% of Farms***	% USB Loans	% of Farms***	% USB Loans	% of Farms***	% USB Loans	Overall	Low	Mod	Mid	Upp
Full-Review:															
Lincoln	7	3.10	0.16	0.00	7.15	28.57	67.56	14.29	25.06	57.14	0.92	0.00	16.67	0.00	1.89
Limited-Review:															
NE nonMSA	219	96.90	NA	NA	0.85	0.00	84.17	86.30	14.98	13.70	3.10	NA	0.00	3.27	2.41

* Based on 2011 Peer Small Business Data – US and PR.

** Small loans to farms originated and purchased in the MA/AA as a percentage of all small loans to farms originated and purchased in the rated area.

*** Source Data - Dun and Bradstreet (2011).

Table 8. Borrower Distribution of Home Purchase Loans

Borrower Distribution: HOME PURCHASE				Geography: NEBRASKA				Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011							
MA/Assessment Area:	Total Home Purchase Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Market Share*				
	#	% of Total**	% Families***	% USB Loans****	% Families***	% USB Loans****	% Families***	% USB Loans****	% Families***	% USB Loans****	Over-all	Low	Mod	Mid	Upp
Full-Review:															
Lincoln	1,305	50.41	17.18	35.23	19.02	33.03	26.09	20.55	37.71	11.19	4.88	10.27	6.02	4.14	1.88
Limited-Review:															
NE nonMSA	1,284	49.59	15.43	14.44	17.71	27.20	24.38	27.20	42.47	31.17	6.47	11.91	6.63	5.25	5.90

Data shown includes only one to four-family and manufactured housing (property type 1 or 2).

* Based on 2011 Peer Mortgage Data (USPR).

** Home purchase loans originated and purchased in the MA/AA as a percentage of all home purchase loans originated and purchased in the rated area.

*** Percentage of Families is based on the 2000 Census information.

**** As a percentage of loans with borrower income information available. No information was available for 60.5% of loans originated and purchased by the bank.

Table 9. Borrower Distribution of Home Improvement Loans

Borrower Distribution: HOME IMPROVEMENT			Geography: NEBRASKA				Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011								
MA/Assessment Area:	Total Home Improvement Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Market Share*				
	#	% of Total **	% Families ***	% USB Loans ****	% Families ***	% USB Loans ****	% Families ***	% USB Loans ****	% Families ***	% USB Loans ****	Over-all	Low	Mod	Mid	Upp
Full-Review:															
Lincoln	61	41.22	17.18	25.00	19.02	26.67	26.09	18.33	37.71	30.00	4.33	6.94	5.56	4.04	3.20
Limited-Review:															
NE nonMSA	87	58.78	15.43	9.20	17.71	27.59	24.38	34.48	42.47	28.74	12.54	11.76	18.64	13.48	9.49

Data shown includes only one to four-family and manufactured housing (property type of 1 or 2).

* Based on 2011 Peer Mortgage Data (USPR).

** Home improvement loans originated and purchased in the MA/AA as a percentage of all home improvement loans originated and purchased in the rated area.

*** Percentage of Families is based on the 2000 Census information.

**** As a percentage of loans with borrower income information available. No information was available for 0.7% of loans originated and purchased by the bank.

Table 10. Borrower Distribution of Home Mortgage Refinance Loans

Borrower Distribution: HOME MORTGAGE REFINANCE			Geography: NEBRASKA				Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011								
MA/Assessment Area:	Total Home Mortgage Refinance Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Market Share*				
	#	% of Total **	% Families ***	% USB Loans ****	% Families ***	% USB Loans ****	% Families ***	% USB Loans ****	% Families ***	% USB Loans ****	Over-all	Low	Mod	Mid	Upp
Full-Review:															
Lincoln	1,299	54.63	17.18	11.41	19.02	28.27	26.09	29.95	37.71	30.37	5.00	8.54	7.77	5.82	2.81
Limited-Review:															
NE nonMSA	1,079	45.37	15.43	6.35	17.71	20.60	24.38	31.53	42.47	41.52	8.72	8.91	12.16	10.48	6.73

Data shown includes only one to four-family and manufactured housing (property type 1 or 2).

* Based on 2011 Peer Mortgage Data (USPR).

** Home refinance loans originated and purchased in the MA/AA as a percentage of all home refinance loans originated and purchased in the rated area.

*** Percentage of Families is based on the 2000 Census information.

**** As a percentage of loans with borrower income information available. No information was available for 19.4% of loans originated and purchased by the bank.

Table 11. Borrower Distribution of Small Loans to Businesses

Borrower Distribution: SMALL LOANS TO BUSINESSES					Geography: NEBRASKA			Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011		
MA/Assessment Area:	Total Small Loans to Businesses		Businesses With Revenues of \$1 million or less		Loans by Original Amount Regardless of Business Size			Market Share*		
	#	% of Total**	% of Businesses***	% USB Loans****	\$100,000 or less	>\$100,000 to \$250,000	>\$250,000 to \$1,000,000	All	Rev \$1 Million or Less	
Full-Review:										
Lincoln	2,013	49.98	66.87	68.80	94.88	2.48	2.63	17.22	20.59	
Limited-Review:										
NE nonMSA	2,015	50.02	69.70	61.99	94.94	3.18	1.89	14.53	17.47	

* Based on 2011 Peer Small Business Data – US and PR.

** Small loans to businesses originated and purchased in the MA/AA as a percentage of all small loans to businesses originated and purchased in the rated area.

*** Businesses with revenues of \$1 million or less as a percentage of all businesses (Source Dun and Bradstreet - 2011).

**** Small loans to businesses with revenues of \$1 million or less as a percentage of all loans reported as small loans to businesses. No information was available for 21.1% of small loans to businesses originated and purchased by the bank.

Table 12. Borrower Distribution of Small Loans to Farms

Borrower Distribution: SMALL LOANS TO FARMS					Geography: NEBRASKA			Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011		
MA/Assessment Area:	Total Small Loans to Farms		Farms With Revenues of \$1 million or less		Loans by Original Amount Regardless of Farm Size			Market Share*		
	#	% of Total**	% of Farms***	% USB Loans****	\$100,000 or less	>\$100,000 to \$250,000	>\$250,000 to \$500,000	All	Rev \$1 Million or Less	
Full-Review:										
Lincoln	7	3.10	98.90	71.43	71.43	14.29	14.29	0.92	0.57	
Limited-Review:										
NE nonMSA	219	96.90	98.11	89.50	67.58	16.89	15.53	3.10	3.68	

* Based on 2011 Peer Small Business Data – US and PR.

** Small loans to farms originated and purchased in the MA/AA as a percentage of all small loans to farms originated and purchased in the rated area.

*** Farms with revenues of \$1 million or less as a percentage of all farms (Source Dun and Bradstreet - 2011).

**** Small loans to farms with revenues of \$1 million or less as a percentage of all loans reported as small loans to farms. No information was available for 8.0% of small loans to farms originated and purchased by the bank.

Table 14. Qualified Investments

QUALIFIED INVESTMENTS		Geography: NEBRASKA				Evaluation Period: JANUARY 1, 2009 To MARCH 31, 2012			
MA/Assessment Area:	Prior Period Investments*		Current Period Investments**		Total Investments			Unfunded Commitments***	
	#	\$(000's)	#	\$(000's)	#	\$(000's)	of Total	#	\$(000's)
Full-Review:									
Lincoln	32	2,487	54	5,888	86	8,374	40.50	0	0
Limited-Review:									
NE nonMSA	29	10,262	119	1,406	148	11,668	56.43	0	0
NE Statewide	3	600	12	33	15	633	3.06	0	0

* 'Prior Period Investments' means investments made in a previous evaluation period that are outstanding as of the examination date.

** The evaluation period for current period investments is January 1, 2009 to March 31, 2012.

*** 'Unfunded Commitments' means legally binding investment commitments that are tracked and recorded by the institution's financial reporting system.

Table 15. Distribution of Branch Delivery System and Branch Openings/Closings

DISTRIBUTION OF BRANCH DELIVERY SYSTEM/BRANCH OPENINGS/CLOSINGS																	Geography: NEBRASKA				Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011			
MA/Assessment Area:	Deposits	Branches						Branch Openings/Closings						Population										
	% of Rated Area Deposits in AA	# of USB Branches	% of Rated Area Branches in AA	Location of Branches by Income of Geographies (%)				# of Branch Openings	# of Branch Closings	Net change in Location of Branches (+ or -)				% of Population within Each Geography										
				Low	Mod	Mid	Upp			Low	Mod	Mid	Upp	Low	Mod	Mid	Upp							
Full-Review:																								
Lincoln	62.64	12	44.44	0.00	25.00	50.00	25.00	0	0	0	0	0	0	0	3.32	21.12	49.31	24.05						
Limited-Review:																								
NE nonMSA	37.36	15	55.56	NA	6.67	80.00	13.33	0	1	NA	0	-1	0	NA	3.73	74.53	21.74							

Table 1. Lending Volume

LENDING VOLUME		Geography: NEVADA						Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011				
MA/Assessment Area:	% of Rated Area Loans (#) in MA/AA*	Home Mortgage		Small Loans to Businesses		Small Loans to Farms		Community Development Loans**		Total Reported Loans		% of Rated Area Deposits in MA/AA***
		#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	#	\$(000's)	
Full-Review:												
Las Vegas-Paradise	63.61	5,745	1,068,001	5,071	143,860	12	523	13	19,647	10,841	1,232,031	64.53
Limited-Review:												
Carson City	3.94	208	33,155	464	13,450	0	0	0	0	672	46,605	5.33
Reno-Sparks	21.02	1,306	278,008	2,274	70,562	1	30	2	300	3,583	348,900	19.88
NV nonMSA	11.43	985	166,568	944	22,067	18	692	1	100	1,948	189,427	10.26
NV Statewide	0.00	0	0	0	0	0	0	0	0	0	0	NA

* Loan Data as of December 31, 2011. Rated area refers to either the state or multistate MA rating area.

** The evaluation period for Community Development Loans is from January 1, 2009 to March 31, 2012.

*** Deposit Data as of June 30, 2011. Rated Area refers to the state, multistate MA, or institution, as appropriate.

Table 2. Geographic Distribution of Home Purchase Loans

Geographic Distribution: HOME PURCHASE		Geography: NEVADA						Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011							
MA/Assessment Area:	Total Home Purchase Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total**	% Owner Occ Units***	% USB Loans	% Owner Occ Units***	% USB Loans	% Owner Occ Units***	% USB Loans	% Owner Occ Units***	% USB Loans	Overall	Low	Mod	Mid	Upp
Full-Review:															
Las Vegas-Paradise	3,673	76.41	0.39	0.30	16.32	3.05	44.57	44.79	38.72	51.86	1.75	0.00	0.66	1.71	1.86
Limited-Review:															
Carson City	110	2.29	NA	NA	6.70	9.09	68.56	68.18	24.74	22.73	7.26	NA	3.92	6.68	10.27
Reno-Sparks	562	11.69	0.99	0.36	16.60	7.47	43.47	35.59	38.95	56.58	2.84	7.69	2.26	2.20	3.52
NV nonMSA	462	9.61	NA	NA	12.55	12.34	66.39	61.90	21.07	25.76	5.22	NA	3.55	5.02	6.48

Data shown includes only one to four-family and manufactured housing (property type 1 or 2).

* Based on 2011 Peer Mortgage Data (USPR).

** Home purchase loans originated and purchased in the MA/AA as a percentage of all home purchase loans originated and purchased in the rated area.

*** Percentage of Owner-Occupied Units is the number of owner-occupied housing units in a particular geography divided by the number of owner-occupied housing units in the area based on 2000 Census information.

Table 3. Geographic Distribution of Home Improvement Loans

Geographic Distribution: HOME IMPROVEMENT		Geography: NEVADA								Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011					
MA/Assessment Area:	Total Home Improvement Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total**	% Owner Occ Units***	% USB Loans	% Owner Occ Units***	% USB Loans	% Owner Occ Units***	% USB Loans	% Owner Occ Units***	% USB Loans	Overall	Low	Mod	Mid	Upp
Full-Review:															
Las Vegas-Paradise	50	40.65	0.39	0.00	16.32	8.00	44.57	40.00	38.72	52.00	6.29	0.00	3.23	6.32	6.73
Limited-Review:															
Carson City	8	6.50	NA	NA	6.70	12.50	68.56	87.50	24.74	0.00	14.29	NA	100.00	0.00	0.00
Reno-Sparks	28	22.76	0.99	0.00	16.60	14.29	43.47	14.29	38.95	71.43	7.33	0.00	9.09	1.96	10.34
NV nonMSA	37	30.08	NA	NA	12.55	0.00	66.39	62.16	21.07	37.84	11.59	NA	0.00	15.28	8.93

Data shown includes only one to four-family and manufactured housing (property type 1 or 2).

* Based on 2011 Peer Mortgage Data (USPR).

** Home improvement loans originated and purchased in the MA/AA as a percentage of all home improvement loans originated and purchased in the rated area.

*** Percentage of Owner-Occupied Units is the number of owner-occupied housing units in a particular geography divided by number of owner-occupied housing units in the area based on 2000 Census information.

Table 4. Geographic Distribution of Home Mortgage Refinance Loans

Geographic Distribution: HOME MORTGAGE REFINANCE				Geography: NEVADA				Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011							
MA/Assessment Area:	Total Home Mortgage Refinance Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total**	% Owner Occ Units***	% USB Loans	% Owner Occ Units***	% USB Loans	% Owner Occ Units***	% USB Loans	% Owner Occ Units***	% USB Loans	Overall	Low	Mod	Mid	Upp
Full-Review:															
Las Vegas-Paradise	2,017	60.95	0.39	0.00	16.32	3.12	44.57	37.28	38.72	59.59	3.41	0.00	1.76	3.28	3.60
Limited-Review:															
Carson City	90	2.72	NA	NA	6.70	4.44	68.56	62.22	24.74	33.33	4.44	NA	0.00	4.41	5.19
Reno-Sparks	716	21.64	0.99	0.00	16.60	4.75	43.47	26.96	38.95	68.30	4.51	0.00	4.04	3.43	5.14
NV nonMSA	486	14.69	NA	NA	12.55	7.20	66.39	53.09	21.07	39.71	4.94	NA	3.30	4.18	6.35

Data shown includes only one to four-family and manufactured housing (property type 1 or 2).

* Based on 2011 Peer Mortgage Data (USPR).

** Home mortgage refinance loans originated and purchased in the MA/AA as a percentage of all home mortgage refinance loans originated and purchased in the rated area.

*** Percentage of Owner-Occupied Units is the number of owner-occupied housing units in a particular geography divided by number of owner-occupied housing units in the area based on 2000 Census information.

Table 5. Geographic Distribution of Multifamily Loans

Geographic Distribution: MULTIFAMILY		Geography: NEVADA								Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011					
MA/Assessment Area:	Total Multifamily Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total**	% of MF Units***	USB Loans	% MF Units***	% USB Loans	% MF Units***	% USB Loans	% MF Units***	% USB Loans	Overall	Low	Mod	Mid	Upp
Full-Review:															
Las Vegas-Paradise	5	100.00	5.43	20.00	45.22	60.00	37.62	0.00	11.50	20.00	2.70	0.00	7.14	0.00	0.00
Limited-Review:															
Carson City	0	0.00	NA	NA	23.09	0.00	63.04	0.00	13.87	0.00	0.00	NA	0.00	0.00	0.00
Reno-Sparks	0	0.00	11.65	0.00	53.61	0.00	24.69	0.00	10.05	0.00	0.00	0.00	0.00	0.00	0.00
NV nonMSA	0	0.00	NA	NA	9.13	0.00	65.74	0.00	25.12	0.00	0.00	NA	0.00	0.00	0.00

Multifamily loan distribution includes Home Purchases, Home Improvement and Refinances.

* Based on 2011 Peer Mortgage Data (USPR).

** Multifamily loans originated and purchased in the MA/AA as a percentage of all multifamily loans originated and purchased in the rated area.

*** Percentage of multifamily units is the number of multifamily housing units in a particular geography divided by number of multifamily housing units in the area based on 2000 Census information.

Table 6. Geographic Distribution of Small Loans to Businesses

Geographic Distribution: SMALL LOANS TO BUSINESSES		Geography: NEVADA								Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011					
MA/Assessment Area:	Total Small Business Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total**	% of Businesses***	% USB Loans	% of Businesses***	% USB Loans	% of Businesses***	% USB Loans	% of Businesses***	% USB Loans	Overall	Low	Mod	Mid	Upp
Full-Review:															
Las Vegas-Paradise	5,071	57.93	2.24	2.07	17.24	11.81	37.56	35.67	42.56	50.38	6.01	6.96	5.78	5.67	6.24
Limited-Review:															
Carson City	464	5.30	NA	NA	13.04	10.34	70.05	71.77	16.90	17.89	10.59	NA	8.92	10.44	10.41
Reno-Sparks	2,274	25.98	2.48	1.67	33.85	31.00	29.47	30.08	34.20	37.25	7.67	8.72	7.21	8.04	7.72
NV nonMSA	944	10.78	NA	NA	10.93	5.83	66.40	70.13	22.50	24.05	7.50	NA	5.07	8.18	5.76

* Based on 2011 Peer Small Business Data – US and PR.

** Small loans to businesses originated and purchased in the MA/AA as a percentage of all small loans to businesses originated and purchased in the rated area.

*** Source Data - Dun and Bradstreet (2011).

Table 7. Geographic Distribution of Small Loans to Farms

Geographic Distribution: SMALL LOANS TO FARMS		Geography: NEVADA								Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011					
MA/Assessment Area:	Total Small Farm Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total**	% of Farms***	% USB Loans	% of Farms***	% USB Loans	% of Farms***	% USB Loans	% of Farms***	% USB Loans	Overall	Low	Mod	Mid	Upp
Full-Review:															
Las Vegas-Paradise	12	38.71	0.84	0.00	13.93	25.00	41.64	41.67	43.48	33.33	9.09	0.00	0.00	20.00	4.35
Limited-Review:															
Carson City	0	0.00	NA	NA	5.66	0.00	73.58	0.00	20.75	0.00	0.00	NA	0.00	0.00	0.00
Reno-Sparks	1	3.23	1.40	0.00	22.59	0.00	37.38	0.00	38.63	100.00	2.56	0.00	0.00	0.00	8.33
NV nonMSA	18	58.06	NA	NA	11.26	11.11	69.62	88.89	18.91	0.00	2.31	NA	0.00	3.33	0.00

* Based on 2011 Peer Small Business Data – US and PR.

** Small loans to farms originated and purchased in the MA/AA as a percentage of all small loans to farms originated and purchased in the rated area.

*** Source Data - Dun and Bradstreet (2011).

Table 8. Borrower Distribution of Home Purchase Loans

Borrower Distribution: HOME PURCHASE		Geography: NEVADA						Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011							
MA/Assessment Area:	Total Home Purchase Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Market Share*				
	#	% of Total **	% Families ***	% USB Loans ****	% Families ***	% USB Loans ****	% Families ***	% USB Loans ****	% Families ***	% USB Loans ****	Over-all	Low	Mod	Mid	Upp
Full-Review:															
Las Vegas-Paradise	3,673	76.41	18.69	14.39	18.74	26.41	23.47	23.71	39.10	35.49	1.18	0.92	0.90	1.13	1.52
Limited-Review:															
Carson City	110	2.29	18.53	8.57	18.74	22.86	22.28	34.29	40.45	34.29	2.01	1.48	2.55	2.11	1.83
Reno-Sparks	562	11.69	19.17	8.80	18.84	23.20	23.06	19.60	38.94	48.40	1.37	0.40	1.24	1.18	2.15
NV nonMSA	462	9.61	17.63	9.13	18.93	19.50	25.10	25.31	38.34	46.06	2.87	1.25	1.84	2.14	4.87

Data shown includes only one to four-family and manufactured housing (property type 1 or 2).

* Based on 2011 Peer Mortgage Data (USPR).

** Home purchase loans originated and purchased in the MA/AA as a percentage of all home purchase loans originated and purchased in the rated area.

*** Percentage of Families is based on the 2000 Census information.

**** As a percentage of loans with borrower income information available. No information was available for 42.8% of loans originated and purchased by the bank.

Table 9. Borrower Distribution of Home Improvement Loans

Borrower Distribution: HOME IMPROVEMENT		Geography: NEVADA								Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011					
MA/Assessment Area:	Total Home Improvement Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Market Share*				
	#	% of Total **	% Families ***	% USB Loans ****	% Families ***	% USB Loans ****	% Families ***	% USB Loans ****	% Families ***	% USB Loans ****	Over-all	Low	Mod	Mid	Upp
Full-Review:															
Las Vegas-Paradise	50	40.65	18.69	24.49	18.74	30.61	23.47	10.20	39.10	34.69	6.92	13.64	11.94	1.83	6.47
Limited-Review:															
Carson City	8	6.50	18.53	37.50	18.74	37.50	22.28	12.50	40.45	12.50	14.29	0.00	100.00	0.00	0.00
Reno-Sparks	28	22.76	19.17	19.23	18.84	26.92	23.06	15.38	38.94	38.46	7.97	15.79	7.69	0.00	9.23
NV nonMSA	37	30.08	17.63	5.41	18.93	43.24	25.10	24.32	38.34	27.03	12.21	12.50	29.63	2.70	9.80

Data shown includes only one to four-family and manufactured housing (property type of 1 or 2).

* Based on 2011 Peer Mortgage Data (USPR).

** Home improvement loans originated and purchased in the MA/AA as a percentage of all home improvement loans originated and purchased in the rated area.

*** Percentage of Families is based on the 2000 Census information.

**** As a percentage of loans with borrower income information available. No information was available for 2.4% of loans originated and purchased by the bank.

Table 10. Borrower Distribution of Home Mortgage Refinance Loans

Borrower Distribution: HOME MORTGAGE REFINANCE		Geography: NEVADA						Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011							
MA/Assessment Area:	Total Home Mortgage Refinance Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Market Share*				
	#	% of Total **	% Families ***	% USB Loans ****	% Families ***	% USB Loans ****	% Families ***	% USB Loans ****	% Families ***	% USB Loans ****	Over-all	Low	Mod	Mid	Upp
Full-Review:															
Las Vegas-Paradise	2,017	60.95	18.69	7.89	18.74	19.04	23.47	19.22	39.10	53.85	3.84	4.17	4.66	2.97	3.90
Limited-Review:															
Carson City	90	2.72	18.53	5.33	18.74	33.33	22.28	25.33	40.45	36.00	5.27	4.65	11.11	4.80	3.56
Reno-Sparks	716	21.64	19.17	9.04	18.84	17.49	23.06	22.40	38.94	51.08	4.69	5.94	5.11	4.26	4.57
NV nonMSA	486	14.69	17.63	5.41	18.93	18.92	25.10	28.83	38.34	46.85	5.14	4.26	6.36	4.79	5.07

Data shown includes only one to four-family and manufactured housing (property type 1 or 2).

* Based on 2011 Peer Mortgage Data (USPR).

** Home refinance loans originated and purchased in the MA/AA as a percentage of all home refinance loans originated and purchased in the rated area.

*** Percentage of Families is based on the 2000 Census information.

**** As a percentage of loans with borrower income information available. No information was available for 39.0% of loans originated and purchased by the bank.

Table 11. Borrower Distribution of Small Loans to Businesses

Borrower Distribution: SMALL LOANS TO BUSINESSES					Geography: NEVADA			Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011		
MA/Assessment Area:	Total Small Loans to Businesses		Businesses With Revenues of \$1 million or less		Loans by Original Amount Regardless of Business Size			Market Share*		
	#	% of Total**	% of Businesses***	% USB Loans****	\$100,000 or less	>\$100,000 to \$250,000	>\$250,000 to \$1,000,000	All	Rev \$1 Million or Less	
Full-Review:										
Las Vegas-Paradise	5,071	57.93	67.00	63.85	95.60	1.58	2.82	6.01	7.65	
Limited-Review:										
Carson City	464	5.30	67.07	75.22	95.26	2.16	2.59	10.59	13.65	
Reno-Sparks	2,274	25.98	68.20	67.11	94.81	1.85	3.34	7.67	9.24	
NV nonMSA	944	10.78	69.98	63.14	96.40	1.80	1.80	7.50	8.98	

* Based on 2011 Peer Small Business Data – US and PR.

** Small loans to businesses originated and purchased in the MA/AA as a percentage of all small loans to businesses originated and purchased in the rated area.

*** Businesses with revenues of \$1 million or less as a percentage of all businesses (Source Dun and Bradstreet - 2011).

**** Small loans to businesses with revenues of \$1 million or less as a percentage of all loans reported as small loans to businesses. No information was available for 22.2% of small loans to businesses originated and purchased by the bank.

Table 12. Borrower Distribution of Small Loans to Farms

Borrower Distribution: SMALL LOANS TO FARMS					Geography: NEVADA			Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011		
MA/Assessment Area:	Total Small Loans to Farms		Farms With Revenues of \$1 million or less		Loans by Original Amount Regardless of Farm Size			Market Share*		
	#	% of Total**	% of Farms***	% USB Loans****	\$100,000 or less	>\$100,000 to \$250,000	>\$250,000 to \$500,000	All	Rev \$1 Million or Less	
Full-Review:										
Las Vegas-Paradise	12	38.71	93.32	75.00	91.67	8.33	0.00	9.09	9.52	
Limited-Review:										
Carson City	0	0.00	96.23	0.00	0.00	0.00	0.00	0.00	0.00	
Reno-Sparks	1	3.23	93.61	100.00	100.00	0.00	0.00	2.56	5.00	
NV nonMSA	18	58.06	94.43	66.67	94.44	5.56	0.00	2.31	1.54	

* Based on 2011 Peer Small Business Data – US and PR.

** Small loans to farms originated and purchased in the MA/AA as a percentage of all small loans to farms originated and purchased in the rated area.

*** Farms with revenues of \$1 million or less as a percentage of all farms (Source Dun and Bradstreet - 2011).

**** Small loans to farms with revenues of \$1 million or less as a percentage of all loans reported as small loans to farms. No information was available for 25.8% of small loans to farms originated and purchased by the bank.

Table 14. Qualified Investments

QUALIFIED INVESTMENTS		Geography: NEVADA				Evaluation Period: JANUARY 1, 2009 To MARCH 31, 2012			
MA/Assessment Area:	Prior Period Investments*		Current Period Investments**		Total Investments			Unfunded Commitments***	
	#	\$(000's)	#	\$(000's)	#	\$(000's)	% of Total	#	\$(000's)
Full-Review:									
Las Vegas-Paradise	44	15,555	101	17,281	145	32,836	72.95	0	0
Limited-Review:									
Carson City	7	545	4	1,409	11	1,954	4.34	1	12,673
Reno-Sparks	13	2,233	41	4,403	54	6,636	14.74	0	0
NV nonMSA	13	801	12	2,704	25	3,505	7.79	0	0
NV Statewide	0	0	17	79	17	79	0.18	0	0

* 'Prior Period Investments' means investments made in a previous evaluation period that are outstanding as of the examination date.

** The evaluation period for current period investments is January 1, 2009 to March 31, 2012.

*** 'Unfunded Commitments' means legally binding investment commitments that are tracked and recorded by the institution's financial reporting system.

Table 15. Distribution of Branch Delivery System and Branch Openings/Closings

DISTRIBUTION OF BRANCH DELIVERY SYSTEM/BRANCH OPENINGS/CLOSINGS		Geography: NEVADA				Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011											
MA/Assessment Area:	Deposits	Branches						Branch Openings/Closings				Population					
	% of Rated Area Deposits in AA	# of USB Branches	% of Rated Area Branches in AA	Location of Branches by Income of Geographies (%)				# of Branch Openings	# of Branch Closings	Net change in Location of Branches (+ or -)				% of Population within Each Geography			
				Low	Mod	Mid	Upp			Low	Mod	Mid	Upp	Low	Mod	Mid	Upp
Full-Review:																	
Las Vegas-Paradise	64.53	73	69.52	4.11	12.33	34.25	49.32	29	7	1	4	8	9	2.05	27.84	41.73	28.38
Limited-Review:																	
Carson City	5.33	4	3.81	NA	25.00	50.00	25.00	2	0	NA	1	1	0	NA	11.55	66.93	21.52
Reno-Sparks	19.88	20	19.05	5.00	30.00	25.00	40.00	4	0	0	0	2	2	3.65	29.63	39.48	27.25
NV nonMSA	10.26	8	7.62	NA	12.50	75.00	12.50	3	0	NA	1	2	0	NA	13.23	67.37	19.40

Table 1. Lending Volume

LENDING VOLUME													Geography: NEW MEXICO				Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011			
MA/Assessment Area:	% of Rated Area Loans (#) in MA/AA*	Home Mortgage		Small Loans to Businesses		Small Loans to Farms		Community Development Loans**		Total Reported Loans		% of Rated Area Deposits in MA/AA***								
		#	\$(000's)	#	\$(000's)	#	\$(000's)	#	\$(000's)	#	\$(000's)									
Full-Review:																				
Albuquerque	71.68	4,167	716,439	905	67,352	12	831	9	5,873	5,093	790,495	66.82								
Limited-Review:																				
Las Cruces	10.34	679	100,731	56	1,775	0	0	0	0	735	102,506	3.86								
Santa FE	8.88	473	123,002	155	10,059	2	383	1	5,200	631	138,644	8.52								
NM nonMSA	9.06	508	69,483	126	8,292	10	937	0	0	644	78,712	20.80								
NM Statewide	0.03	0	0	0	0	0	0	2	1,175	2	1,175	NA								

* Loan Data as of December 31, 2011. Rated area refers to either the state or multistate MA rating area.

** The evaluation period for Community Development Loans is from January 1, 2009 to March 31, 2012.

*** Deposit Data as of June 30, 2011. Rated Area refers to the state, multistate MA, or institution, as appropriate.

Table 2. Geographic Distribution of Home Purchase Loans

Geographic Distribution: HOME PURCHASE																Geography: NEW MEXICO				Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011			
MA/Assessment Area:	Total Home Purchase Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*												
	#	% of Total**	% Owner Occ Units***	% USB Loans	% Owner Occ Units***	% USB Loans	% Owner Occ Units***	% USB Loans	% Owner Occ Units***	% USB Loans	Overall	Low	Mod	Mid	Upp								
Full-Review:																							
Albuquerque	2,419	70.92	1.39	1.82	23.24	25.96	41.85	41.63	33.52	30.59	8.00	8.18	11.88	8.79	5.78								
Limited-Review:																							
Las Cruces	455	13.34	0.00	0.00	27.58	9.45	37.80	55.82	34.62	34.73	7.69	0.00	6.47	9.83	5.72								
Santa FE	224	6.57	0.84	0.89	24.88	22.77	36.23	38.84	38.05	37.50	5.76	5.26	7.79	8.16	3.92								
NM nonMSA	313	9.18	1.46	0.00	28.67	20.13	60.73	54.95	9.14	24.92	6.39	0.00	14.01	5.18	5.95								

Data shown includes only one to four-family and manufactured housing (property type 1 or 2).

* Based on 2010 Peer Mortgage Data (USPR).

** Home purchase loans originated and purchased in the MA/AA as a percentage of all home purchase loans originated and purchased in the rated area.

*** Percentage of Owner-Occupied Units is the number of owner-occupied housing units in a particular geography divided by the number of owner-occupied housing units in the area based on 2000 Census information.

Table 3. Geographic Distribution of Home Improvement Loans

Geographic Distribution: HOME IMPROVEMENT			Geography: NEW MEXICO				Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011					Market Share (%) by Geography*				
MA/Assessment Area:	Total Home Improvement Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Overall	Low	Mod	Mid	Upp	
	#	% of Total**	% Owner Occ Units***	% USB Loans	% Owner Occ Units***	% USB Loans	% Owner Occ Units***	% USB Loans	% Owner Occ Units***	% USB Loans						
Full-Review:																
Albuquerque	32	46.38	1.39	0.00	23.24	25.00	41.85	37.50	33.52	37.50	2.36	0.00	4.82	1.67	2.15	
Limited-Review:																
Las Cruces	3	4.35	0.00	0.00	27.58	33.33	37.80	0.00	34.62	66.67	1.38	0.00	3.33	0.00	1.45	
Santa FE	12	17.39	0.84	0.00	24.88	16.67	36.23	66.67	38.05	16.67	7.19	0.00	10.00	12.50	1.59	
NM nonMSA	22	31.88	1.46	0.00	28.67	4.55	60.73	81.82	9.14	13.64	18.27	0.00	5.00	25.81	9.09	

Data shown includes only one to four-family and manufactured housing (property type 1 or 2).

* Based on 2010 Peer Mortgage Data (USPR).

** Home improvement loans originated and purchased in the MA/AA as a percentage of all home improvement loans originated and purchased in the rated area.

*** Percentage of Owner-Occupied Units is the number of owner-occupied housing units in a particular geography divided by number of owner-occupied housing units in the area based on 2000 Census information.

Table 4. Geographic Distribution of Home Mortgage Refinance Loans

Geographic Distribution: HOME MORTGAGE REFINANCE			Geography: NEW MEXICO				Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011					Market Share (%) by Geography*				
MA/Assessment Area:	Total Home Mortgage Refinance Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Overall	Low	Mod	Mid	Upp	
	#	% of Total**	% Owner Occ Units***	% USB Loans	% Owner Occ Units***	% USB Loans	% Owner Occ Units***	% USB Loans	% Owner Occ Units***	% USB Loans						
Full-Review:																
Albuquerque	1,714	73.12	1.39	0.99	23.24	9.33	41.85	31.97	33.52	57.70	2.33	2.15	1.71	1.93	2.79	
Limited-Review:																
Las Cruces	221	9.43	0.00	0.00	27.58	5.43	37.80	36.20	34.62	58.37	2.51	0.00	2.02	2.42	2.64	
Santa FE	236	10.07	0.84	2.12	24.88	9.75	36.23	29.66	38.05	58.47	1.73	4.76	1.55	1.16	2.05	
NM nonMSA	173	7.38	1.46	0.00	28.67	6.94	60.73	65.32	9.14	27.75	3.93	0.00	5.26	3.87	3.76	

Data shown includes only one to four-family and manufactured housing (property type 1 or 2).

* Based on 2010 Peer Mortgage Data (USPR).

** Home mortgage refinance loans originated and purchased in the MA/AA as a percentage of all home mortgage refinance loans originated and purchased in the rated area.

*** Percentage of Owner-Occupied Units is the number of owner-occupied housing units in a particular geography divided by number of owner-occupied housing units in the area based on 2000 Census information.

Table 5. Geographic Distribution of Multifamily Loans

Geographic Distribution: MULTIFAMILY			Geography: NEW MEXICO				Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011					Market Share (%) by Geography*				
MA/Assessment Area:	Total Multifamily Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Overall	Low	Mod	Mid	Upp	
	#	% of Total**	% of MF Units***	% USB Loans	% MF Units***	% USB Loans	% MF Units***	% USB Loans	% MF Units***	% USB Loans						
Full-Review:																
Albuquerque	2	66.67	3.74	0.00	27.16	50.00	46.31	50.00	22.79	0.00	0.00	0.00	0.00	0.00	0.00	
Limited-Review:																
Las Cruces	0	0.00	2.29	0.00	25.45	0.00	33.41	0.00	38.84	0.00	0.00	0.00	0.00	0.00	0.00	
Santa FE	1	33.33	2.34	0.00	35.29	100.00	30.73	0.00	31.65	0.00	0.00	0.00	0.00	0.00	0.00	
NM nonMSA	0	0.00	0.57	0.00	18.37	0.00	67.67	0.00	13.39	0.00	0.00	0.00	0.00	0.00	0.00	

Multifamily loan distribution includes Home Purchases, Home Improvement and Refinances.

* Based on 2010 Peer Mortgage Data (USPR).

** Multifamily loans originated and purchased in the MA/AA as a percentage of all multifamily loans originated and purchased in the rated area.

*** Percentage of multifamily units is the number of multifamily housing units in a particular geography divided by number of multifamily housing units in the area based on 2000 Census information.

Table 6. Geographic Distribution of Small Loans to Businesses

Geographic Distribution: SMALL LOANS TO BUSINESSES			Geography: NEW MEXICO				Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011					Market Share (%) by Geography*				
MA/Assessment Area:	Total Small Business Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Overall	Low	Mod	Mid	Upp	
	#	% of Total**	% of Businesses***	% USB Loans	% of Businesses***	% USB Loans	% of Businesses***	% USB Loans	% of Businesses***	% USB Loans						
Full-Review:																
Albuquerque	905	72.87	1.63	1.66	21.60	26.41	43.69	42.76	33.08	29.17	5.34	6.03	6.92	5.20	3.99	
Limited-Review:																
Las Cruces	56	4.51	0.88	0.00	17.25	17.86	39.49	39.29	42.39	42.86	1.84	0.00	1.03	1.65	1.62	
Santa FE	155	12.48	1.78	0.00	17.57	18.06	28.60	29.03	52.06	52.90	3.48	0.00	4.35	3.82	3.02	
NM nonMSA	126	10.14	0.11	0.00	14.60	11.90	72.71	75.40	12.56	12.70	6.57	0.00	2.69	7.50	4.68	

* Based on 2010 Peer Small Business Data – US and PR.

** Small loans to businesses originated and purchased in the MA/AA as a percentage of all small loans to businesses originated and purchased in the rated area.

*** Source Data - Dun and Bradstreet (2010).

Table 7. Geographic Distribution of Small Loans to Farms

Geographic Distribution: SMALL LOANS TO FARMS			Geography: NEW MEXICO				Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011					Market Share (%) by Geography*				
MA/Assessment Area:	Total Small Farm Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Overall	Low	Mod	Mid	Upp	
	#	% of Total**	% of Farms***	% USB Loans	% of Farms***	% USB Loans	% of Farms***	% USB Loans	% of Farms***	% USB Loans						
Full-Review:																
Albuquerque	12	50.00	1.58	0.00	22.15	75.00	45.95	25.00	30.32	0.00	13.33	0.00	20.45	15.00	0.00	
Limited-Review:																
Las Cruces	0	0.00	0.41	0.00	34.08	0.00	32.65	0.00	32.86	0.00	0.00	0.00	0.00	0.00	0.00	
Santa FE	2	8.33	1.49	0.00	15.17	0.00	36.32	100.00	47.01	0.00	15.38	0.00	0.00	50.00	0.00	
NM nonMSA	10	41.67	0.00	0.00	7.45	10.00	78.16	90.00	14.21	0.00	14.93	0.00	20.00	15.79	0.00	

* Based on 2010 Peer Small Business Data – US and PR.

** Small loans to farms originated and purchased in the MA/AA as a percentage of all small loans to farms originated and purchased in the rated area.

*** Source Data - Dun and Bradstreet (2010).

Table 8. Borrower Distribution of Home Purchase Loans

Borrower Distribution: HOME PURCHASE			Geography: NEW MEXICO				Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011					Market Share*				
MA/Assessment Area:	Total Home Purchase Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Over-all	Low	Mod	Mid	Upp	
	#	% of Total**	% Families***	% USB Loans****	% Families***	% USB Loans****	% Families***	% USB Loans****	% Families***	% USB Loans****						
Full-Review:																
Albuquerque	2,419	70.92	21.03	9.92	17.68	25.62	21.02	15.70	40.27	48.76	0.70	0.40	0.81	0.34	0.94	
Limited-Review:																
Las Cruces	455	13.34	23.12	8.33	16.27	29.17	18.83	23.96	41.78	38.54	1.39	0.00	3.16	2.06	0.81	
Santa FE	224	6.57	22.01	17.31	17.85	25.00	18.89	21.15	41.25	36.54	1.86	4.60	3.40	1.71	1.13	
NM nonMSA	313	9.18	26.32	8.22	17.18	16.44	20.13	27.40	36.36	47.95	2.90	9.38	2.04	4.21	2.15	

Data shown includes only one to four-family and manufactured housing (property type 1 or 2).

* Based on 2010 Peer Mortgage Data (USPR).

** Home purchase loans originated and purchased in the MA/AA as a percentage of all home purchase loans originated and purchased in the rated area.

*** Percentage of Families is based on the 2000 Census information.

**** As a percentage of loans with borrower income information available. No information was available for 90.0% of loans originated and purchased by the bank.

Table 9. Borrower Distribution of Home Improvement Loans

Borrower Distribution: HOME IMPROVEMENT		Geography: NEW MEXICO					Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011									
MA/Assessment Area:	Total Home Improvement Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Market Share*					
	#	% of Total **	% Families ***	% USB Loans ****	% Families ***	% USB Loans ****	% Families ***	% USB Loans ****	% Families ***	% USB Loans ****	Over-all	Low	Mod	Mid	Upp	
Full-Review:																
Albuquerque	32	46.38	21.03	13.64	17.68	13.64	21.02	22.73	40.27	50.00	1.88	1.85	1.60	1.49	2.25	
Limited-Review:																
Las Cruces	3	4.35	23.12	0.00	16.27	0.00	18.83	0.00	41.78	100.00	1.45	0.00	0.00	0.00	2.74	
Santa FE	12	17.39	22.01	0.00	17.85	40.00	18.89	40.00	41.25	20.00	6.72	0.00	12.50	11.76	1.75	
ND nonMSA	22	31.88	26.32	22.22	17.18	5.56	20.13	38.89	36.36	33.33	20.45	57.14	9.09	31.82	12.50	

Data shown includes only one to four-family and manufactured housing (property type of 1 or 2).

* Based on 2010 Peer Mortgage Data (USPR).

** Home improvement loans originated and purchased in the MA/AA as a percentage of all home improvement loans originated and purchased in the rated area.

*** Percentage of Families is based on the 2000 Census information.

**** As a percentage of loans with borrower income information available. No information was available for 23.2% of loans originated and purchased by the bank.

Table 10. Borrower Distribution of Home Mortgage Refinance Loans

Borrower Distribution: HOME MORTGAGE REFINANCE		Geography: NEW MEXICO					Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011					Market Share*				
MA/Assessment Area:	Total Home Mortgage Refinance Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers							
	#	% of Total **	% Families ***	% USB Loans ****	% Families ***	% USB Loans ****	% Families ***	% USB Loans ****	% Families ***	% USB Loans ****	Over-all	Low	Mod	Mid	Upp	
Full-Review:																
Albuquerque	1,714	73.12	21.03	5.49	17.68	14.12	21.02	15.69	40.27	64.71	0.86	0.77	0.77	0.58	1.02	
Limited-Review:																
Las Cruces	221	9.43	23.12	2.78	16.27	2.78	18.83	8.33	41.78	86.11	0.84	1.72	0.56	0.25	0.99	
Santa FE	236	10.07	22.01	1.52	17.85	1.52	18.89	25.76	41.25	71.21	1.01	0.63	0.22	1.01	1.27	
ND nonMSA	173	7.38	26.32	2.44	17.18	9.76	20.13	17.07	36.36	70.73	2.21	2.17	1.68	2.00	2.37	

Data shown includes only one to four-family and manufactured housing (property type 1 or 2).

* Based on 2010 Peer Mortgage Data (USPR).

** Home refinance loans originated and purchased in the MA/AA as a percentage of all home refinance loans originated and purchased in the rated area.

*** Percentage of Families is based on the 2000 Census information.

**** As a percentage of loans with borrower income information available. No information was available for 83.0% of loans originated and purchased by the bank.

Table 11. Borrower Distribution of Small Loans to Businesses

Borrower Distribution: SMALL LOANS TO BUSINESSES					Geography: NEW MEXICO			Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011	
MA/ Assessment Area:	Total Small Loans to Businesses		Businesses With Revenues of \$1 million or less		Loans by Original Amount Regardless of Business Size			Market Share*	
	#	% of Total**	% of Businesses* **	% USB Loans****	\$100,000 or less	>\$100,000 to \$250,000	>\$250,000 to \$1,000,000	All	Rev \$1 Million or Less
Full-Review:									
Albuquerque	905	72.87%	69.25%	58.67%	82.98%	10.39%	6.63%	5.34%	5.76%
Limited-Review:									
Las Cruces	56	4.51%	65.31%	44.64%	92.86%	7.14%	0.00%	1.84%	1.63%
Santa FE	155	12.48%	66.63%	65.16%	88.39%	5.81%	5.81%	3.48%	4.34%
ND nonMSA	126	10.14%	63.12%	55.56%	88.89%	5.56%	5.56%	6.57%	9.08%

* Based on 2010 Peer Small Business Data – US and PR.

** Small loans to businesses originated and purchased in the MA/AA as a percentage of all small loans to businesses originated and purchased in the rated area.

*** Businesses with revenues of \$1 million or less as a percentage of all businesses (Source Dun and Bradstreet - 2010).

**** Small loans to businesses with revenues of \$1 million or less as a percentage of all loans reported as small loans to businesses. No information was available for 17.8% of small loans to businesses originated and purchased by the bank.

Table 12. Borrower Distribution of Small Loans to Farms

Borrower Distribution: SMALL LOANS TO FARMS		Geography: NEW MEXICO			Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011				
MA/Assessment Area:	Total Small Loans to Farms		Farms With Revenues of \$1 million or less		Loans by Original Amount Regardless of Farm Size			Market Share*	
	#	% of Total**	% of Farms***	% USB Loans****	\$100,000 or less	>\$100,000 to \$250,000	>\$250,000 to \$500,000	All	Rev \$1 Million or Less
Full-Review:									
Albuquerque	12	50.00	96.63	100.00	66.67	33.33	0.00	13.33	18.18
Limited-Review:									
Las Cruces	0	0.00	92.24	0.00	0.00	0.00	0.00	0.00	0.00
Santa FE	2	8.33	97.51	100.00	0.00	100.00	0.00	15.38	18.18
ND nonMSA	10	41.67	92.89	80.00	80.00	20.00	0.00	14.93	20.51

* Based on 2010 Peer Small Business Data – US and PR.

** Small loans to farms originated and purchased in the MA/AA as a percentage of all small loans to farms originated and purchased in the rated area.

*** Farms with revenues of \$1 million or less as a percentage of all farms (Source Dun and Bradstreet - 2010).

**** Small loans to farms with revenues of \$1 million or less as a percentage of all loans reported as small loans to farms. No information was available for 17.8% of small loans to farms originated and purchased by the bank.

Table 14. Qualified Investments

QUALIFIED INVESTMENTS		Geography: NEW MEXICO				Evaluation Period: JANUARY 1, 2009 To MARCH 31, 2012				
MA/Assessment Area:	Prior Period Investments*		Current Period Investments**		Total Investments			Unfunded Commitments***		
	#	\$(000's)	#	\$(000's)	#	\$(000's)	% of Total	#	\$(000's)	
Full-Review:										
Albuquerque	0	0	47	15,056	47	15,056	63.88%	4	3,938	
Limited-Review:										
Las Cruces	0	0	3	3,330	3	3,330	14.13%	0	0	
Santa FE	0	0	14	1,197	14	1,197	5.08%	1	5,919	
NM nonMSA	0	0	7	2,482	7	2,482	10.53%	0	0	
NM Statewide	2	1,408	9	95	11	1,503	6.38%	0	0	

* 'Prior Period Investments' means investments made in a previous evaluation period that are outstanding as of the examination date.

** The evaluation period for current period investments is January 1, 2009 to March 31, 2012.

*** 'Unfunded Commitments' means legally binding investment commitments that are tracked and recorded by the institution's financial reporting system.

Table 15. Distribution of Branch Delivery System and Branch Openings/Closings

DISTRIBUTION OF BRANCH DELIVERY SYSTEM/BRANCH OPENINGS/CLOSINGS																Geography: NEW MEXICO				Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011			
MA/Assessment Area:	Deposits	Branches						Branch Openings/Closings				Population											
	% of Rated Area Deposits in AA	# of USB Branches	% of Rated Area Branches in AA	Location of Branches by Income of Geographies (%)				# of Branch Openings	# of Branch Closings	Net change in Location of Branches (+ or -)				% of Population within Each Geography									
				Low	Mod	Mid	Upp			Low	Mod	Mid	Upp	Low	Mod	Mid	Upp						
Full-Review:																							
Albuquerque	66.82	18	58.06	0.00	27.78	38.89	33.33	0	0	0	0	0	0	2.77	28.03	40.78	28.41						
Limited-Review:																							
Las Cruces	3.86	2	6.45	0.00	50.00	50.00	0.00	0	0	0	0	0	0	1.59	32.86	35.36	30.20						
Santa FE	8.52	4	12.90	0.00	50.00	25.00	25.00	0	0	0	0	0	0	1.40	29.81	35.71	33.08						
NM nonMSA	20.80	7	22.58	0.00	0.00	85.71	14.29	0	0	0	0	0	0	2.03	32.54	57.77	7.65						

Table 1. Lending Volume

LENDING VOLUME		Geography: NORTH DAKOTA						Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011				
MA/Assessment Area:	% of Rated Area Loans (#) in MA/AA*	Home Mortgage		Small Loans to Businesses		Small Loans to Farms		Community Development Loans**		Total Reported Loans		% of Rated Area Deposits in MA/AA***
		#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	#	\$(000's)	
Full-Review:												
Bismarck	40.70	629	84,043	1,344	48,764	25	2,190	6	1,544	2,004	136,541	48.29
Limited-Review:												
ND nonMSA	59.24	968	118,297	1,904	31,676	43	4,314	2	11,800	2,917	166,087	51.71
ND Statewide	0.06	0	0	0	0	0	0	3	632	3	632	NA

* Loan Data as of December 31, 2011. Rated area refers to either the state or multistate MA rating area.

** The evaluation period for Community Development Loans is from January 1, 2009 to March 31, 2012.

*** Deposit Data as of June 30, 2011. Rated Area refers to the state, multistate MA, or institution, as appropriate.

Table 2. Geographic Distribution of Home Purchase Loans

Geographic Distribution: HOME PURCHASE		Geography: NORTH DAKOTA						Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011							
MA/Assessment Area:	Total Home Purchase Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total**	% Owner Occ Units***	% USB Loans	% Owner Occ Units***	% USB Loans	% Owner Occ Units***	% USB Loans	% Owner Occ Units***	% USB Loans	Overall	Low	Mod	Mid	Upp
Full-Review:															
Bismarck	142	30.15	NA	NA	19.62	12.68	69.12	65.49	11.26	21.83	2.19	NA	1.64	2.27	2.27
Limited-Review:															
ND nonMSA	329	69.85	NA	NA	3.94	4.56	76.29	73.25	19.78	22.19	5.36	NA	4.65	5.59	4.68

Data shown includes only one to four-family and manufactured housing (property type 1 or 2).

* Based on 2011 Peer Mortgage Data (USPR).

** Home purchase loans originated and purchased in the MA/AA as a percentage of all home purchase loans originated and purchased in the rated area.

*** Percentage of Owner-Occupied Units is the number of owner-occupied housing units in a particular geography divided by the number of owner-occupied housing units in the area based on 2000 Census information.

Table 3. Geographic Distribution of Home Improvement Loans

Geographic Distribution: HOME IMPROVEMENT			Geography: NORTH DAKOTA				Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011								
MA/Assessment Area:	Total Home Improvement Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total**	% Owner Occ Units***	% USB Loans	% Owner Occ Units***	% USB Loans	% Owner Occ Units***	% USB Loans	% Owner Occ Units***	% USB Loans	Overall	Low	Mod	Mid	Upp
Full-Review:															
Bismarck	22	23.91	NA	NA	19.62	4.55	69.12	77.27	11.26	18.18	4.39	NA	2.27	4.88	4.26
Limited-Review:															
ND nonMSA	70	76.09	NA	NA	3.94	2.86	76.29	65.71	19.78	31.43	5.33	NA	5.56	5.00	6.45

Data shown includes only one to four-family and manufactured housing (property type 1 or 2).

* Based on 2011 Peer Mortgage Data (USPR).

** Home improvement loans originated and purchased in the MA/AA as a percentage of all home improvement loans originated and purchased in the rated area.

*** Percentage of Owner-Occupied Units is the number of owner-occupied housing units in a particular geography divided by number of owner-occupied housing units in the area based on 2000 Census information.

Table 4. Geographic Distribution of Home Mortgage Refinance Loans

Geographic Distribution: HOME MORTGAGE REFINANCE			Geography: NORTH DAKOTA				Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011								
MA/Assessment Area:	Total Home Mortgage Refinance Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total**	% Owner Occ Units***	% USB Loans	% Owner Occ Units***	% USB Loans	% Owner Occ Units***	% USB Loans	% Owner Occ Units***	% USB Loans	Overall	Low	Mod	Mid	Upp
Full-Review:															
Bismarck	458	44.90	NA	NA	19.62	7.21	69.12	69.65	11.26	23.14	4.76	NA	2.87	4.65	6.13
Limited-Review:															
ND nonMSA	562	55.10	NA	NA	3.94	3.20	76.29	67.26	19.78	29.54	8.95	NA	7.14	9.44	7.91

Data shown includes only one to four-family and manufactured housing (property type 1 or 2).

* Based on 2011 Peer Mortgage Data (USPR).

** Home mortgage refinance loans originated and purchased in the MA/AA as a percentage of all home mortgage refinance loans originated and purchased in the rated area.

*** Percentage of Owner-Occupied Units is the number of owner-occupied housing units in a particular geography divided by number of owner-occupied housing units in the area based on 2000 Census information.

Table 5. Geographic Distribution of Multifamily Loans

Geographic Distribution: MULTIFAMILY			Geography: NORTH DAKOTA								Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011				
MA/Assessment Area:	Total Multifamily Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total**	% of MF Units***	% USB Loans	% MF Units***	% USB Loans	% MF Units***	% USB Loans	% MF Units***	% USB Loans	Overall	Low	Mod	Mid	Upp
Full-Review:															
Bismarck	7	50.00	NA	NA	4.08	0.00	84.44	100.00	11.48	0.00	5.71	NA	0.00	7.41	0.00
Limited-Review:															
ND nonMSA	7	50.00	NA	NA	8.72	0.00	80.86	100.00	10.41	0.00	6.52	NA	0.00	7.50	0.00

Multifamily loan distribution includes Home Purchases, Home Improvement and Refinances.

* Based on 2011 Peer Mortgage Data (USPR).

** Multifamily loans originated and purchased in the MA/AA as a percentage of all multifamily loans originated and purchased in the rated area.

*** Percentage of multifamily units is the number of multifamily housing units in a particular geography divided by number of multifamily housing units in the area based on 2000 Census information.

Table 6. Geographic Distribution of Small Loans to Businesses

Geographic Distribution: SMALL LOANS TO BUSINESSES			Geography: NORTH DAKOTA								Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011				
MA/Assessment Area:	Total Small Business Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total**	% of Businesses***	% USB Loans	% of Businesses***	% USB Loans	% of Businesses***	% USB Loans	% of Businesses***	% USB Loans	Overall	Low	Mod	Mid	Upp
Full-Review:															
Bismarck	1,344	41.38	NA	NA	19.30	18.08	68.43	66.59	12.27	15.33	29.20	NA	27.84	27.66	40.00
Limited-Review:															
ND nonMSA	1,904	58.62	NA	NA	3.77	4.83	78.72	74.37	17.51	20.80	22.45	NA	22.58	19.94	24.89

* Based on 2011 Peer Small Business Data – US and PR.

** Small loans to businesses originated and purchased in the MA/AA as a percentage of all small loans to businesses originated and purchased in the rated area.

*** Source Data - Dun and Bradstreet (2011).

Table 7. Geographic Distribution of Small Loans to Farms

Geographic Distribution: SMALL LOANS TO FARMS		Geography: NORTH DAKOTA								Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011					
MA/Assessment Area:	Total Small Farm Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total**	% of Farms***	% USB Loans	% of Farms***	% USB Loans	% of Farms***	% USB Loans	% of Farms***	% USB Loans	Overall	Low	Mod	Mid	Upp
Full-Review:															
Bismarck	25	36.76	NA	NA	29.84	16.00	62.20	84.00	7.96	0.00	4.59	NA	4.17	5.48	0.00
Limited-Review:															
ND nonMSA	43	63.24	NA	NA	0.93	0.00	80.82	58.14	18.24	41.86	0.64	NA	0.00	0.33	1.69

* Based on 2011 Peer Small Business Data – US and PR.

** Small loans to farms originated and purchased in the MA/AA as a percentage of all small loans to farms originated and purchased in the rated area.

*** Source Data - Dun and Bradstreet (2011).

Table 8. Borrower Distribution of Home Purchase Loans

Borrower Distribution: HOME PURCHASE		Geography: NORTH DAKOTA								Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011					
MA/Assessment Area:	Total Home Purchase Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Market Share*				
	#	% of Total**	% Families***	% USB Loans****	% Families***	% USB Loans****	% Families***	% USB Loans****	% Families***	% USB Loans****	Over-all	Low	Mod	Mid	Upp
Full-Review:															
Bismarck	142	30.15	17.38	14.78	18.54	23.48	27.27	30.43	36.81	31.30	1.84	1.70	2.42	2.07	1.13
Limited-Review:															
ND nonMSA	329	69.85	15.66	7.05	17.30	27.39	24.90	28.63	42.14	36.93	4.87	8.00	5.29	5.05	4.05

Data shown includes only one to four-family and manufactured housing (property type 1 or 2).

* Based on 2011 Peer Mortgage Data (USPR).

** Home purchase loans originated and purchased in the MA/AA as a percentage of all home purchase loans originated and purchased in the rated area.

*** Percentage of Families is based on the 2000 Census information.

**** As a percentage of loans with borrower income information available. No information was available for 24.4% of loans originated and purchased by the bank.

Table 9. Borrower Distribution of Home Improvement Loans

Borrower Distribution: HOME IMPROVEMENT			Geography: NORTH DAKOTA				Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011								
MA/Assessment Area:	Total Home Improvement Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Market Share*				
	#	% of Total **	% Families ***	% USB Loans ****	% Families ***	% USB Loans ****	% Families ***	% USB Loans ****	% Families ***	% USB Loans ****	Over-all	Low	Mod	Mid	Upp
Full-Review:															
Bismarck	22	23.91	17.38	13.64	18.54	27.27	27.27	50.00	36.81	9.09	4.61	3.33	6.00	8.25	0.95
Limited-Review:															
ND nonMSA	70	76.09	15.66	10.00	17.30	17.14	24.90	25.71	42.14	47.14	5.57	8.57	5.88	5.49	5.08

Data shown includes only one to four-family and manufactured housing (property type of 1 or 2).

* Based on 2011 Peer Mortgage Data (USPR).

** Home improvement loans originated and purchased in the MA/AA as a percentage of all home improvement loans originated and purchased in the rated area.

*** Percentage of Families is based on the 2000 Census information.

**** As a percentage of loans with borrower income information available. No information was available for 0.0% of loans originated and purchased by the bank.

Table 10. Borrower Distribution of Home Mortgage Refinance Loans

Borrower Distribution: HOME MORTGAGE REFINANCE			Geography: NORTH DAKOTA				Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011								
MA/Assessment Area:	Total Home Mortgage Refinance Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Market Share*				
	#	% of Total **	% Families ***	% USB Loans ****	% Families ***	% USB Loans ****	% Families ***	% USB Loans ****	% Families ***	% USB Loans ****	Over-all	Low	Mod	Mid	Upp
Full-Review:															
Bismarck	458	44.90	17.38	10.55	18.54	20.14	27.27	31.18	36.81	38.13	4.96	4.88	4.60	5.51	4.76
Limited-Review:															
ND nonMSA	562	55.10	15.66	5.18	17.30	15.77	24.90	31.32	42.14	47.73	8.55	8.26	7.08	11.67	7.32

Data shown includes only one to four-family and manufactured housing (property type 1 or 2).

* Based on 2011 Peer Mortgage Data (USPR).

** Home refinance loans originated and purchased in the MA/AA as a percentage of all home refinance loans originated and purchased in the rated area.

*** Percentage of Families is based on the 2000 Census information.

**** As a percentage of loans with borrower income information available. No information was available for 13.7% of loans originated and purchased by the bank.

Table 11. Borrower Distribution of Small Loans to Businesses

Borrower Distribution: SMALL LOANS TO BUSINESSES					Geography: NORTH DAKOTA			Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011		
MA/Assessment Area:	Total Small Loans to Businesses		Businesses With Revenues of \$1 million or less		Loans by Original Amount Regardless of Business Size			Market Share*		
	#	% of Total**	% of Businesses***	% USB Loans****	\$100,000 or less	>\$100,000 to \$250,000	>\$250,000 to \$1,000,000	All	Rev \$1 Million or Less	
Full-Review:										
Bismarck	1,344	41.38	70.11	51.41	95.31	1.71	2.98	29.20	28.94	
Limited-Review:										
ND nonMSA	1,904	58.62	70.32	45.12	97.95	1.16	0.89	22.45	18.96	

* Based on 2011 Peer Small Business Data – US and PR.

** Small loans to businesses originated and purchased in the MA/AA as a percentage of all small loans to businesses originated and purchased in the rated area.

*** Businesses with revenues of \$1 million or less as a percentage of all businesses (Source Dun and Bradstreet - 2011).

**** Small loans to businesses with revenues of \$1 million or less as a percentage of all loans reported as small loans to businesses. No information was available for 36.1% of small loans to businesses originated and purchased by the bank.

Table 12. Borrower Distribution of Small Loans to Farms

Borrower Distribution: SMALL LOANS TO FARMS					Geography: NORTH DAKOTA			Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011		
MA/Assessment Area:	Total Small Loans to Farms		Farms With Revenues of \$1 million or less		Loans by Original Amount Regardless of Farm Size			Market Share*		
	#	% of Total**	% of Farms***	% USB Loans****	\$100,000 or less	>\$100,000 to \$250,000	>\$250,000 to \$500,000	All	Rev \$1 Million or Less	
Full-Review:										
Bismarck	25	36.76	99.07	80.00	76.00	20.00	4.00	4.59	4.94	
Limited-Review:										
ND nonMSA	43	63.24	98.58	79.07	67.44	13.95	18.60	0.64	0.94	

* Based on 2011 Peer Small Business Data – US and PR.

** Small loans to farms originated and purchased in the MA/AA as a percentage of all small loans to farms originated and purchased in the rated area.

*** Farms with revenues of \$1 million or less as a percentage of all farms (Source Dun and Bradstreet - 2011).

**** Small loans to farms with revenues of \$1 million or less as a percentage of all loans reported as small loans to farms. No information was available for 11.8% of small loans to farms originated and purchased by the bank.

Table 14. Qualified Investments

QUALIFIED INVESTMENTS		Geography: NORTH DAKOTA				Evaluation Period: JANUARY 1, 2009 To MARCH 31, 2012			
MA/Assessment Area:	Prior Period Investments*		Current Period Investments**		Total Investments			Unfunded Commitments***	
	#	\$(000's)	#	\$(000's)	#	\$(000's)	of Total	#	\$(000's)
Full-Review:									
Bismarck	15	1,198	27	1,744	42	2,942	26.97	0	0
Limited-Review:									
ND nonMSA	24	1,216	62	5,595	86	6,811	62.42	1	642
ND Statewide	2	450	5	708	7	1,158	10.61	0	0

* 'Prior Period Investments' means investments made in a previous evaluation period that are outstanding as of the examination date.

** The evaluation period for current period investments is January 1, 2009 to March 31, 2012.

*** 'Unfunded Commitments' means legally binding investment commitments that are tracked and recorded by the institution's financial reporting system.

Table 15. Distribution of Branch Delivery System and Branch Openings/Closings

DISTRIBUTION OF BRANCH DELIVERY SYSTEM/BRANCH OPENINGS/CLOSINGS																	Geography: N. DAKOTA				Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011			
MA/Assessment Area:	Deposits	Branches						Branch Openings/Closings						Population										
	% of Rated Area Deposits in AA	# of USB Branches	% of Rated Area Branches in AA	Location of Branches by Income of Geographies (%)				# of Branch Openings	# of Branch Closings	Net change in Location of Branches (+ or -)				% of Population within Each Geography										
				Low	Mod	Mid	Upp			Low	Mod	Mid	Upp	Low	Mod	Mid	Upp							
Full-Review:																								
Bismarck	48.29	4	26.67	NA	0.00	100.00	0.00	0	0	NA	0	0	0	NA	17.05	71.16	11.79							
Limited-Review:																								
ND nonMSA	51.71	11	73.33	NA	9.09	81.82	9.09	0	0	NA	0	0	0	NA	4.21	78.28	17.51							

Table 1. Lending Volume

LENDING VOLUME												
Geography: OHIO												
Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011												
MA/Assessment Area:	% of Rated Area Loans (#) in MA/AA*	Home Mortgage		Small Loans to Businesses		Small Loans to Farms		Community Development Loans**		Total Reported Loans		% of Rated Area Deposits in MA/AA***
		#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	#	\$(000's)	
Full-Review:												
Cleveland-Elyria-Mentor	24.43	5,186	623,158	9,524	202,854	11	147	6	27,527	14,727	853,686	33.52
Limited-Review:												
Akron	6.40	1,556	204,226	2,299	49,243	1	4	2	85,250	3,858	338,723	4.75
Canton-Massillon	3.46	1,008	114,729	1,071	17,495	5	247	0	0	2,084	132,471	0.74
Columbus	25.27	7,725	1,054,553	7,458	190,177	44	1,276	7	35,707	15,234	1,281,713	19.44
Dayton	14.00	3,533	445,964	4,726	139,067	174	19,460	7	9,677	8,440	614,168	13.88
Huntington-Ashland	0.89	298	26,458	240	3,987	0	0	0	0	538	30,445	2.45
Lima	0.73	136	12,479	300	5,282	1	68	1	2,000	438	19,829	0.69
Mansfield	1.94	233	20,457	935	14,299	2	21	0	0	1,170	34,777	0.86
Sandusky	1.34	303	34,643	501	11,252	2	61	4	264	810	46,220	0.67
Springfield	1.92	314	30,928	812	10,068	30	443	0	0	1,156	41,439	0.07
Toledo	0.65	182	23,196	202	3,628	5	15	0	0	389	26,839	0.91
Weirton-Steubenville	1.07	457	35,037	188	2,744	2	32	0	0	647	37,813	1.13
Youngstown-Warren-Boardman	3.18	767	69,432	1,149	18,391	1	3	1	6,600	1,918	94,426	1.01
OH nonMSA	14.72	3,788	348,338	4,882	118,723	208	16,793	0	0	8,878	483,854	19.87
OH Statewide	0.01	0	0	0	0	0	0	6	5,500	6	5,500	NA

* Loan Data as of December 31, 2011. Rated area refers to either the state or multistate MA rating area.

** The evaluation period for Community Development Loans is from January 1, 2009 to March 31, 2012.

*** Deposit Data as of June 30, 2011. Rated Area refers to the state, multistate MA, or institution, as appropriate.

Table 2. Geographic Distribution of Home Purchase Loans

Geographic Distribution: HOME PURCHASE		Geography: OHIO					Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011					Market Share (%) by Geography*				
MA/Assessment Area:	Total Home Purchase Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies							
	#	% of Total**	% Owner Occ Units***	% USB Loans	% Owner Occ Units***	% USB Loans	% Owner Occ Units***	% USB Loans	% Owner Occ Units***	% USB Loans	Over all	Low	Mod	Mid	Upp	
Full-Review:																
Cleveland-Elyria-Mentor	2,786	22.53	4.83	1.83	12.41	13.46	48.22	62.85	34.54	21.86	4.39	7.07	7.94	5.66	2.43	
Limited-Review:																
Akron	728	5.89	2.76	1.37	18.38	19.92	51.56	56.32	27.30	22.39	3.61	3.17	6.71	3.99	2.27	
Canton-Massillon	562	4.54	0.92	0.00	14.69	11.21	65.16	71.71	19.23	17.08	4.69	0.00	6.38	5.32	2.77	
Columbus	4,600	37.20	3.03	1.96	18.34	17.91	44.92	54.91	33.71	25.22	6.73	6.81	11.01	8.74	3.91	
Dayton	1,335	10.79	1.91	0.90	17.03	10.11	51.27	50.34	29.78	38.65	5.18	0.00	4.82	5.54	4.89	
Huntington-Ashland	59	0.48	NA	NA	5.05	1.69	94.95	98.31	NA	NA	3.31	NA	5.88	3.21	NA	
Lima	57	0.46	1.24	0.00	19.97	17.54	56.56	61.40	22.23	21.05	2.30	0.00	2.11	2.57	1.95	
Mansfield	100	0.81	0.16	0.00	14.17	4.00	58.08	72.00	27.58	24.00	3.61	0.00	0.00	5.59	1.32	
Sandusky	140	1.13	NA	NA	18.57	22.14	65.56	66.43	15.87	11.43	3.27	NA	4.26	3.49	2.17	
Springfield	149	1.20	1.73	0.67	9.72	6.04	59.32	71.14	29.23	22.15	4.23	0.00	9.80	5.05	1.87	
Toledo	59	0.48	NA	NA	NA	NA	91.86	93.22	8.14	6.78	2.50	NA	NA	2.17	7.69	
Weirton-Steubenville	193	1.56	0.92	0.00	8.50	8.29	87.23	89.64	3.35	2.07	13.35	0.00	17.65	13.54	5.56	
Youngstown-Warren-Boardman	421	3.40	2.74	0.00	12.34	4.28	60.78	66.03	24.14	29.69	5.33	0.00	4.65	6.15	4.14	
OH nonMSA	1,178	9.53	0.07	0.00	14.11	13.92	74.22	71.14	11.59	14.94	5.63	0.00	5.82	5.16	8.28	

Data shown includes only one to four-family and manufactured housing (property type 1 or 2).

* Based on 2011 Peer Mortgage Data (USPR).

** Home purchase loans originated and purchased in the MA/AA as a percentage of all home purchase loans originated and purchased in the rated area.

*** Percentage of Owner-Occupied Units is the number of owner-occupied housing units in a particular geography divided by the number of owner-occupied housing units in the area based on 2000 Census information.

Table 3. Geographic Distribution of Home Improvement Loans

Geographic Distribution: HOME IMPROVEMENT			Geography: OHIO				Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011					Market Share (%) by Geography*				
MA/Assessment Area:	Total Home Improvement Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies							
	#	% of Total**	% Owner Occ Units***	% BANK Loans****	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	Overall	Low	Mod	Mid	Upp	
Full-Review:																
Cleveland-Elyria-Mentor	205	22.85	4.83	4.88	12.41	10.24	48.22	48.78	34.54	36.10	3.97	3.53	2.49	3.23	5.68	
Limited-Review:																
Akron	57	6.35	2.76	0.00	18.38	29.82	51.56	56.14	27.30	14.04	3.85	0.00	3.13	5.12	1.82	
Canton-Massillon	13	1.45	0.92	0.00	14.69	7.69	65.16	46.15	19.23	46.15	1.26	0.00	0.00	0.78	4.29	
Columbus	100	11.15	3.03	2.00	18.34	12.00	44.92	51.00	33.71	35.00	4.05	5.00	1.43	4.61	4.65	
Dayton	107	11.93	1.91	0.93	17.03	7.48	51.27	63.55	29.78	28.04	5.93	0.00	1.10	6.85	6.97	
Huntington-Ashland	32	3.57	NA	NA	5.05	3.13	94.95	96.88	NA	NA	7.80	NA	20.00	7.35	NA	
Lima	5	0.56	1.24	0.00	19.97	0.00	56.56	80.00	22.23	20.00	7.69	0.00	0.00	10.71	0.00	
Mansfield	11	1.23	0.16	0.00	14.17	0.00	58.08	54.55	27.58	45.45	3.27	0.00	0.00	4.08	2.44	
Sandusky	12	1.34	NA	NA	18.57	25.00	65.56	50.00	15.87	25.00	3.30	NA	5.88	3.45	0.00	
Springfield	9	1.00	1.73	0.00	9.72	0.00	59.32	55.56	29.23	44.44	3.19	0.00	0.00	3.57	2.99	
Toledo	7	0.78	NA	NA	NA	NA	91.86	100.00	8.14	0.00	5.13	NA	NA	5.88	0.00	
Weirton-Steubenville	36	4.01	0.92	2.78	8.50	16.67	87.23	75.00	3.35	5.56	10.26	100.00	28.57	7.46	0.00	
Youngstown-Warren-Boardman	27	3.01	2.74	0.00	12.34	3.70	60.78	81.48	24.14	14.81	3.55	0.00	4.35	3.85	2.82	
OH nonMSA	276	30.77	0.07	0.00	14.11	18.12	74.22	61.96	11.59	19.93	11.87	0.00	11.59	10.89	19.78	

Data shown includes only one to four-family and manufactured housing (property type 1 or 2).

* Based on 2011 Peer Mortgage Data (USPR).

** Home improvement loans originated and purchased in the MA/AA as a percentage of all home improvement loans originated and purchased in the rated area.

*** Percentage of Owner-Occupied Units is the number of owner-occupied housing units in a particular geography divided by number of owner-occupied housing units in the area based on 2000 Census information.

Table 4. Geographic Distribution of Home Mortgage Refinance Loans

Geographic Distribution: HOME MORTGAGE REFINANCE			Geography: OHIO				Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011					Market Share (%) by Geography*				
MA/Assessment Area:	Total Home Mortgage Refinance Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*					
	#	% of Total**	% Owner Occ Units***	% USB Loans	% Owner Occ Units***	% USB Loans	% Owner Occ Units***	USB Loans	% Owner Occ Units***	% USB Loans	Overall	Low	Mod	Mid	Upp	
Full-Review:																
Cleveland-Elyria-Mentor	2,184	17.95	4.83	0.96	12.41	5.95	48.22	42.54	34.54	50.55	2.51	4.39	3.19	2.91	2.16	
Limited-Review:																
Akron	760	6.25	2.76	0.53	18.38	10.26	51.56	47.11	27.30	42.11	2.30	1.10	3.77	2.40	2.02	
Canton-Massillon	430	3.53	0.92	0.00	14.69	3.26	65.16	64.19	19.23	32.56	2.22	0.00	1.06	2.34	2.16	
Columbus	3,014	24.77	3.03	0.83	18.34	8.29	44.92	38.55	33.71	52.32	2.77	2.54	3.13	3.00	2.58	
Dayton	2,078	17.08	1.91	0.19	17.03	5.68	51.27	49.62	29.78	44.51	4.57	4.55	4.30	5.07	4.16	
Huntington-Ashland	207	1.70	NA	NA	5.05	3.38	94.95	96.62	NA	NA	9.19	NA	0.00	9.52	NA	
Lima	74	0.61	1.24	0.00	19.97	4.05	56.56	85.14	22.23	10.81	1.53	0.00	1.61	2.15	0.52	
Mansfield	122	1.00	0.16	0.00	14.17	2.46	58.08	64.75	27.58	32.79	3.02	0.00	3.23	3.46	2.39	
Sandusky	150	1.23	NA	NA	18.57	15.33	65.56	56.67	15.87	28.00	3.11	NA	7.83	2.82	2.37	
Springfield	156	1.28	1.73	0.00	9.72	4.49	59.32	44.87	29.23	50.64	3.39	0.00	5.80	3.59	3.02	
Toledo	116	0.95	NA	NA	NA	NA	91.86	93.10	8.14	6.90	4.34	NA	NA	4.57	2.33	
Weirton-Steubenville	228	1.87	0.92	0.44	8.50	5.70	87.23	91.23	3.35	2.63	13.73	0.00	22.73	13.76	6.67	
Youngstown-Warren-Boardman	318	2.61	2.74	0.63	12.34	3.77	60.78	57.55	24.14	38.05	1.81	7.14	2.16	1.63	1.97	
OH nonMSA	2,331	19.16	0.07	0.04	14.11	11.54	74.22	59.55	11.59	28.87	7.03	33.33	9.71	5.71	11.54	

Data shown includes only one to four-family and manufactured housing (property type 1 or 2).

* Based on 2011 Peer Mortgage Data (USPR).

** Home mortgage refinance loans originated and purchased in the MA/AA as a percentage of all home mortgage refinance loans originated and purchased in the rated area.

*** Percentage of Owner-Occupied Units is the number of owner-occupied housing units in a particular geography divided by number of owner-occupied housing units in the area based on 2000 Census information.

Table 5. Geographic Distribution of Multifamily Loans

Geographic Distribution: MULTIFAMILY			Geography: OHIO						Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011						
MA/Assessment Area:	Total Multifamily Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total**	% of MF Units***	% USB Loans	% MF Units***	% USB Loans	% MF Units***	% USB Loans	% MF Units***	% USB Loans	Overall	Low	Mod	Mid	Upp
Full-Review:															
Cleveland-Elyria-Mentor	11	20.37	12.81	27.27	25.25	18.18	44.28	18.18	17.65	36.36	2.60	16.67	5.56	0.00	0.00
Limited-Review:															
Akron	11	20.37	12.03	18.18	24.76	45.45	44.88	36.36	18.33	0.00	18.92	33.33	66.67	9.52	0.00
Canton-Massillon	3	5.56	6.01	0.00	15.88	0.00	49.84	33.33	28.27	66.67	8.33	0.00	0.00	0.00	20.00
Columbus	11	20.37	12.38	27.27	32.01	9.09	34.58	27.27	21.03	36.36	1.46	0.00	0.00	3.13	1.92
Dayton	13	24.07	8.55	0.00	21.41	15.38	48.98	84.62	21.05	0.00	12.50	0.00	28.57	9.09	0.00
Huntington-Ashland	0	0.00	NA	NA	25.55	0.00	74.45	0.00	NA	NA	0.00	NA	0.00	0.00	NA
Lima	0	0.00	10.31	0.00	43.37	0.00	37.90	0.00	8.43	0.00	0.00	0.00	0.00	0.00	0.00
Mansfield	0	0.00	1.06	0.00	25.75	0.00	53.27	0.00	19.92	0.00	0.00	0.00	0.00	0.00	0.00
Sandusky	1	1.85	NA	NA	31.32	100.00	48.15	0.00	20.53	0.00	0.00	NA	0.00	0.00	0.00
Springfield	0	0.00	4.16	0.00	21.72	0.00	70.62	0.00	3.49	0.00	0.00	0.00	0.00	0.00	0.00
Toledo	0	0.00	NA	NA	NA	NA	100.00	NA	0.00	NA	0.00	NA	NA	0.00	0.00
Weirton-Steubenville	0	0.00	1.32	0.00	49.89	0.00	41.78	0.00	7.01	0.00	0.00	0.00	0.00	0.00	0.00
Youngstown-Warren-Boardman	1	1.85	7.90	0.00	14.86	0.00	59.75	100.00	17.50	0.00	7.14	0.00	0.00	14.29	0.00
OH nonMSA	3	5.56	2.71	0.00	19.51	33.33	70.05	33.33	7.72	33.33	3.33	0.00	0.00	5.56	0.00

Multifamily loan distribution includes Home Purchases, Home Improvement and Refinances.

* Based on 2011 Peer Mortgage Data (USPR).

** Multifamily loans originated and purchased in the MA/AA as a percentage of all multifamily loans originated and purchased in the rated area.

*** Percentage of multifamily units is the number of multifamily housing units in a particular geography divided by number of multifamily housing units in the area based on 2000 Census information.

Table 6. Geographic Distribution of Small Loans to Businesses

Geographic Distribution: SMALL LOANS TO BUSINESSES				Geography: OHIO				Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011								
MA/Assessment Area:	Total Small Business Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*					
	#	% of Total **	% of Businesses ***	% USB Loans	% of Businesses ***	% USB Loans	% of Businesses ***	% USB Loans	% of Businesses ***	% USB Loans	Overall	Low	Mod	Mid	Upp	
Full-Review:																
Cleveland-Elyria-Mentor	9,524	27.78	6.40	6.60	13.31	12.48	40.66	37.21	38.74	42.71	10.17	11.02	12.20	9.96	9.51	
Limited-Review:																
Akron	2,299	6.71	7.24	9.57	12.95	11.09	44.58	43.41	35.22	35.93	8.37	10.12	10.75	8.47	7.24	
Canton-Massillon	1,071	3.12	2.83	2.05	13.00	11.02	59.12	58.73	25.05	28.20	7.85	3.23	7.31	7.80	6.89	
Columbus	7,458	21.75	6.15	5.00	17.34	16.12	39.35	38.51	37.16	40.37	9.17	7.67	6.15	9.99	9.52	
Dayton	4,726	13.78	4.97	3.94	16.51	16.10	45.63	51.10	32.89	28.86	16.45	12.92	16.07	19.53	12.73	
Huntington-Ashland	240	0.70	NA	NA	12.20	5.83	87.80	94.17	NA	NA	21.86	NA	11.76	22.98	NA	
Lima	300	0.87	7.23	4.00	18.45	9.67	52.23	65.33	22.09	21.00	10.91	4.82	2.63	12.55	9.32	
Mansfield	935	2.73	2.54	3.10	15.93	17.75	53.51	48.98	28.02	30.16	19.24	7.32	13.29	19.55	18.16	
Sandusky	501	1.46	NA	NA	20.53	21.96	62.78	61.08	16.69	16.97	17.55	NA	18.18	17.87	15.10	
Springfield	812	2.37	2.31	2.34	14.89	16.01	55.20	48.28	27.60	33.37	17.25	12.90	15.35	13.98	17.44	
Toledo	202	0.59	NA	NA	NA	NA	94.42	99.01	5.58	0.99	13.91	NA	NA	13.76	3.70	
Weirton-Steubenville	188	0.55	1.50	0.00	17.14	15.43	75.30	84.04	6.06	0.53	10.48	0.00	7.08	11.42	2.33	
Youngstown-Warren-Boardman	1,149	3.35	3.74	3.92	11.94	8.27	52.95	50.74	31.19	36.73	8.23	9.23	6.31	8.17	8.65	
OH nonMSA	4,882	14.24	0.75	0.88	13.58	13.42	74.57	64.85	11.10	20.85	19.22	26.32	21.75	16.66	28.89	

* Based on 2011 Peer Small Business Data – US and PR.

** Small loans to businesses originated and purchased in the MA/AA as a percentage of all small loans to businesses originated and purchased in the rated area.

*** Source Data - Dun and Bradstreet (2011).

Table 7. Geographic Distribution of Small Loans to Farms

Geographic Distribution: SMALL LOANS TO FARMS			Geography: OHIO				Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011					Market Share (%) by Geography*				
MA/Assessment Area:	Total Small Farm Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Overall	Low	Mod	Mid	Upp	
	#	% of Total**	% of Farms***	% USB Loans	% of Farms***	% USB Loans	% of Farms***	% USB Loans	% of Farms***	% USB Loans						
Full-Review:																
Cleveland-Elyria-Mentor	11	2.26	1.81	0.00	6.21	0.00	52.22	54.55	39.69	45.45	0.00	0.00	0.00	0.00	0.00	
Limited-Review:																
Akron	1	0.21	2.38	0.00	8.96	0.00	60.00	100.00	28.66	0.00	0.00	0.00	0.00	0.00	0.00	
Canton-Massillon	5	1.03	0.43	0.00	7.41	0.00	75.55	20.00	16.61	80.00	0.00	0.00	0.00	0.00	0.00	
Columbus	44	9.05	1.45	0.00	11.85	6.82	59.07	65.91	27.64	27.27	1.00	0.00	0.00	0.78	2.56	
Dayton	174	35.80	0.49	0.00	7.86	1.15	72.08	93.68	19.56	5.17	22.58	0.00	20.00	25.14	6.90	
Huntington-Ashland	0	0.00	NA	NA	3.95	0.00	96.05	0.00	NA	NA	0.00	NA	0.00	0.00	NA	
Lima	1	0.21	0.17	0.00	2.51	0.00	77.22	100.00	20.10	0.00	0.00	0.00	0.00	0.00	0.00	
Mansfield	2	0.41	0.60	0.00	3.02	0.00	69.56	100.00	26.81	0.00	0.00	0.00	0.00	0.00	0.00	
Sandusky	2	0.41	NA	NA	6.61	50.00	79.88	50.00	13.51	0.00	0.00	NA	0.00	0.00	0.00	
Springfield	30	6.17	0.95	0.00	3.80	3.33	48.96	50.00	46.30	46.67	0.66	0.00	0.00	1.47	0.00	
Toledo	5	1.03	NA	NA	NA	NA	87.94	100.00	12.06	0.00	10.53	NA	NA	14.29	0.00	
Weirton-Steubenville	2	0.41	0.75	0.00	3.01	0.00	95.49	100.00	0.75	0.00	50.00	0.00	0.00	50.00	0.00	
Youngstown-Warren-Boardman	1	0.21	0.97	0.00	4.69	0.00	69.77	0.00	24.57	100.00	0.00	0.00	0.00	0.00	0.00	
OH nonMSA	208	42.80	0.00	0.00	6.77	2.40	76.75	49.52	16.48	48.08	6.86	0.00	4.55	4.42	17.42	

* Based on 2011 Peer Small Business Data – US and PR.

** Small loans to farms originated and purchased in the MA/AA as a percentage of all small loans to farms originated and purchased in the rated area.

*** Source Data - Dun and Bradstreet (2011).

Table 8. Borrower Distribution of Home Purchase Loans

Borrower Distribution: HOME PURCHASE		Geography: OHIO								Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011					
MA/Assessment Area:	Total Home Purchase Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Market Share*				
	#	% of Total **	% Families ***	% USB Loans ****	% Families ***	% USB Loans ****	% Families ***	% USB Loans ****	% Families ***	% USB Loans ****	Over-all	Low	Mod	Mid	Upp
Full-Review:															
Cleveland-Elyria-Mentor	2,786	22.53	20.34	24.80	18.08	34.06	22.21	20.03	39.37	21.12	0.91	1.02	0.86	0.81	0.96
Limited-Review:															
Akron	728	5.89	19.24	25.12	18.62	24.63	23.21	25.62	38.93	24.63	0.77	1.32	0.60	0.77	0.67
Canton-Massillon	562	4.54	17.81	15.19	19.41	34.81	24.06	25.32	38.73	24.68	1.07	0.97	0.80	1.28	1.20
Columbus	4,600	37.20	19.62	16.41	18.45	27.82	22.99	25.73	38.94	30.04	0.90	0.63	1.03	0.93	0.89
Dayton	1,335	10.79	19.16	20.35	18.89	33.41	22.87	21.24	39.08	25.00	1.35	1.51	1.40	1.26	1.31
Huntington-Ashland	59	0.48	23.36	7.89	18.32	21.05	22.74	31.58	35.58	39.47	1.80	0.00	1.92	2.29	1.62
Lima	57	0.46	19.16	0.00	18.83	58.33	22.82	33.33	39.19	8.33	0.73	0.00	1.94	0.00	0.51
Mansfield	100	0.81	17.95	8.70	19.32	30.43	23.37	39.13	39.36	21.74	0.59	0.00	1.06	0.50	0.40
Sandusky	140	1.13	19.00	29.67	18.59	37.36	23.34	14.29	39.07	18.68	1.41	1.68	1.72	0.55	1.69
Springfield	149	1.20	18.75	14.71	18.55	44.12	24.25	20.59	38.44	20.59	0.41	0.57	0.36	0.42	0.36
Toledo	59	0.48	15.16	13.33	18.81	20.00	25.38	6.67	40.65	60.00	1.00	0.00	1.45	0.00	1.40
Weirton-Steubenville	193	1.56	20.15	14.12	19.32	32.20	22.60	29.38	37.94	24.29	13.93	15.79	16.67	11.72	13.59
Youngstown-Warren-Boardman	421	3.40	18.59	23.85	18.34	26.92	22.23	27.69	40.83	21.54	1.69	2.46	1.75	1.61	1.38
OH nonMSA	1,178	9.53	18.47	11.71	19.64	31.98	24.36	29.43	37.53	26.88	3.21	2.34	3.45	3.29	3.26

Data shown includes only one to four-family and manufactured housing (property type 1 or 2).

* Based on 2011 Peer Mortgage Data (USPR).

** Home purchase loans originated and purchased in the MA/AA as a percentage of all home purchase loans originated and purchased in the rated area.

*** Percentage of Families is based on the 2000 Census information.

**** As a percentage of loans with borrower income information available. No information was available for 72.1% of loans originated and purchased by USB in the Multistate MAs.

Table 9. Borrower Distribution of Home Improvement Loans

Borrower Distribution: HOME IMPROVEMENT		Geography: OHIO					Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011									
MA/Assessment Area:	Total Home Improvement Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Market Share*					
	#	% of Total **	% Families ***	% USB Loans ****	% Families ***	% USB Loans ****	% Families ***	% USB Loans ****	% Families ***	% USB Loans ****	Over-all	Low	Mod	Mid	Upp	
Full-Review:																
Cleveland-Elyria-Mentor	205	22.85	20.34	27.72	18.08	31.19	22.21	20.79	39.37	20.30	4.06	6.23	4.36	3.19	3.49	
Limited-Review:																
Akron	57	6.35	19.24	21.05	18.62	36.84	23.21	21.05	38.93	21.05	4.07	3.13	5.41	3.16	3.70	
Canton-Massillon	13	1.45	17.81	7.69	19.41	30.77	24.06	15.38	38.73	46.15	1.32	1.20	0.86	0.00	3.16	
Columbus	100	11.15	19.62	16.67	18.45	30.21	22.99	19.79	38.94	33.33	4.27	3.62	5.44	4.80	3.64	
Dayton	107	11.93	19.16	24.00	18.89	22.00	22.87	28.00	39.08	26.00	6.12	8.75	4.72	4.32	7.39	
Huntington-Ashland	32	3.57	23.36	10.00	18.32	30.00	22.74	30.00	35.58	30.00	7.97	14.29	11.43	3.57	5.56	
Lima	5	0.56	19.16	20.00	18.83	60.00	22.82	0.00	39.19	20.00	8.33	33.33	20.00	0.00	0.00	
Mansfield	11	1.23	17.95	9.09	19.32	18.18	23.37	45.45	39.36	27.27	3.52	0.00	0.00	8.57	3.77	
Sandusky	12	1.34	19.00	33.33	18.59	33.33	23.34	25.00	39.07	8.33	3.33	7.14	3.85	4.00	0.00	
Springfield	9	1.00	18.75	0.00	18.55	0.00	24.25	33.33	38.44	66.67	3.28	0.00	0.00	4.26	6.35	
Toledo	7	0.78	15.16	28.57	18.81	42.86	25.38	0.00	40.65	28.57	5.13	25.00	0.00	0.00	5.88	
Weirton-Steubenville	36	4.01	20.15	13.89	19.32	27.78	22.60	33.33	37.94	25.00	10.26	33.33	16.67	8.00	6.25	
Youngstown-Warren-Boardman	27	3.01	18.59	11.11	18.34	29.63	22.23	33.33	40.83	25.93	3.68	3.57	5.05	3.79	2.86	
OH nonMSA	276	30.77	18.47	15.33	19.64	22.99	24.36	28.10	37.53	33.58	12.32	12.77	11.65	13.33	11.98	

Data shown includes only one to four-family and manufactured housing (property type of 1 or 2).

* Based on 2011 Peer Mortgage Data (USPR).

** Home improvement loans originated and purchased in the MA/AA as a percentage of all home improvement loans originated and purchased in the rated area.

*** Percentage of Families is based on the 2000 Census information.

**** As a percentage of loans with borrower income information available. No information was available for 2.0% of loans originated and purchased by the bank.

Table 10. Borrower Distribution of Home Mortgage Refinance Loans

Borrower Distribution: HOME MORTGAGE REFINANCE			Geography: OHIO				Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011									
MA/Assessment Area:	Total Home Mortgage Refinance Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Market Share*					
	#	% of Total **	% Families ***	% USB Loans ****	% Families ***	% USB Loans ****	% Families ***	% USB Loans ****	% Families ***	% USB Loans ****	Over-all	Low	Mod	Mid	Upp	
Full-Review:																
Cleveland-Elyria-Mentor	2,184	17.95	20.34	10.44	18.08	20.30	22.21	24.37	39.37	44.88	2.63	4.29	3.75	2.96	2.03	
Limited-Review:																
Akron	760	6.25	19.24	9.11	18.62	21.04	23.21	24.96	38.93	44.90	2.41	3.12	2.91	2.68	2.02	
Canton-Massillon	430	3.53	17.81	8.31	19.41	19.93	24.06	30.23	38.73	41.53	2.01	1.52	2.14	2.31	1.87	
Columbus	3,014	24.77	19.62	9.04	18.45	21.41	22.99	24.70	38.94	44.85	2.68	4.35	3.86	2.96	2.13	
Dayton	2,078	17.08	19.16	11.39	18.89	20.84	22.87	26.93	39.08	40.84	4.34	7.66	4.84	5.03	3.38	
Huntington-Ashland	207	1.70	23.36	10.34	18.32	16.09	22.74	22.99	35.58	50.57	9.67	14.52	9.09	10.38	8.65	
Lima	74	0.61	19.16	9.52	18.83	14.29	22.82	36.51	39.19	39.68	1.30	2.68	0.63	1.68	1.14	
Mansfield	122	1.00	17.95	11.21	19.32	27.10	23.37	31.78	39.36	29.91	3.24	5.71	3.37	3.46	2.56	
Sandusky	150	1.23	19.00	10.29	18.59	30.88	23.34	19.12	39.07	39.71	3.16	2.27	3.28	3.15	3.26	
Springfield	156	1.28	18.75	11.83	18.55	21.51	24.25	25.81	38.44	40.86	3.03	6.56	2.87	2.53	2.84	
Toledo	116	0.95	15.16	5.81	18.81	18.60	25.38	27.91	40.65	47.67	3.68	2.78	3.70	3.49	3.82	
Weirton-Steubenville	228	1.87	20.15	8.26	19.32	20.18	22.60	31.19	37.94	40.37	13.90	21.43	14.71	13.38	13.03	
Youngstown-Warren-Boardman	318	2.61	18.59	10.00	18.34	30.00	22.23	27.20	40.83	32.80	1.64	1.84	3.07	1.58	1.08	
OH nonMSA	2,331	19.16	18.47	8.15	19.64	22.31	24.36	27.78	37.53	41.76	7.51	10.09	8.03	8.12	6.60	

Data shown includes only one to four-family and manufactured housing (property type 1 or 2).

* Based on 2011 Peer Mortgage Data (USPR).

** Home refinance loans originated and purchased in the MA/AA as a percentage of all home refinance loans originated and purchased in the rated area.

*** Percentage of Families is based on the 2000 Census information.

**** As a percentage of loans with borrower income information available. No information was available for 18.2% of loans originated and purchased by the bank.

Table 11. Borrower Distribution of Small Loans to Businesses

Borrower Distribution: SMALL LOANS TO BUSINESSES					Geography: OHIO			Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011		
MA/Assessment Area:	Total Small Loans to Businesses		Businesses With Revenues of \$1 million or less		Loans by Original Amount Regardless of Business Size			Market Share*		
	#	% of Total**	% of Businesses ***	% USB Loans****	\$100,000 or less	>\$100,000 to \$250,000	>\$250,000 to \$1,000,000	All	Rev \$1 Million or Less	
Full-Review:										
Cleveland-Elyria-Mentor	9,524	27.78	64.75	43.12	96.86	1.71	1.43	10.17	11.60	
Limited-Review:										
Akron	2,299	6.71	65.28	45.72	96.65	2.00	1.35	8.37	10.10	
Canton-Massillon	1,071	3.12	67.56	31.47	98.04	1.31	0.65	7.85	7.52	
Columbus	7,458	21.75	63.31	44.46	95.56	2.35	2.09	9.17	12.47	
Dayton	4,726	13.78	68.51	49.64	94.73	2.77	2.50	16.45	20.11	
Huntington-Ashland	240	0.70	69.95	73.33	97.92	1.67	0.42	21.86	26.92	
Lima	300	0.87	65.08	53.67	98.33	0.67	1.00	10.91	14.02	
Mansfield	935	2.73	65.68	31.76	98.50	1.07	0.43	19.24	18.96	
Sandusky	501	1.46	64.01	50.50	96.21	2.59	1.20	17.55	23.23	
Springfield	812	2.37	69.58	24.63	98.77	0.86	0.37	17.25	13.35	
Toledo	202	0.59	68.61	60.89	97.03	2.48	0.50	13.91	17.02	
Weirton-Steubenville	188	0.55	66.61	76.60	98.40	1.60	0.00	10.48	16.93	
Youngstown-Warren-Boardman	1,149	3.35	66.45	63.10	99.04	0.26	0.70	8.23	12.82	
OH nonMSA	4,882	14.24	69.07	57.23	96.27	2.03	1.70	19.22	24.35	

* Based on 2011 Peer Small Business Data – US and PR.

** Small loans to businesses originated and purchased in the MA/AA as a percentage of all small loans to businesses originated and purchased in the rated area.

*** Businesses with revenues of \$1 million or less as a percentage of all businesses (Source Dun and Bradstreet - 2011).

**** Small loans to businesses with revenues of \$1 million or less as a percentage of all loans reported as small loans to businesses. No information was available for 42.7% of small loans to businesses originated and purchased by the bank.

Table 12. Borrower Distribution of Small Loans to Farms

Borrower Distribution: SMALL LOANS TO FARMS					Geography: OHIO			Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011		
MA/Assessment Area:	Total Small Loans to Farms		Farms With Revenues of \$1 million or less		Loans by Original Amount Regardless of Farm Size			Market Share*		
	#	% of Total**	% of Farms***	% USB Loans****	\$100,000 or less	>\$100,000 to \$250,000	>\$250,000 to \$500,000	All	Rev \$1 Million or Less	
Full-Review:										
Cleveland-Elyria-Mentor	11	2.26	97.38	36.36	100.00	0.00	0.00	0.00	0.00	
Limited-Review:										
Akron	1	0.21	97.68	0.00	100.00	0.00	0.00	0.00	0.00	
Canton-Massillon	5	1.03	98.65	40.00	80.00	20.00	0.00	0.00	0.00	
Columbus	44	9.05	97.38	27.27	93.18	6.82	0.00	1.00	1.40	
Dayton	174	35.80	98.23	86.21	58.62	28.74	12.64	22.58	26.51	
Huntington-Ashland	0	0.00	99.44	0.00	0.00	0.00	0.00	0.00	0.00	
Lima	1	0.21	98.49	100.00	100.00	0.00	0.00	0.00	0.00	
Mansfield	2	0.41	98.99	50.00	100.00	0.00	0.00	0.00	0.00	
Sandusky	2	0.41	98.20	0.00	100.00	0.00	0.00	0.00	0.00	
Springfield	30	6.17	98.67	26.67	100.00	0.00	0.00	0.66	0.00	
Toledo	5	1.03	97.87	100.00	100.00	0.00	0.00	10.53	12.50	
Weirton-Steubenville	2	0.41	97.74	100.00	100.00	0.00	0.00	50.00	50.00	
Youngstown-Warren-Boardman	1	0.21	98.69	100.00	100.00	0.00	0.00	0.00	0.00	
OH nonMSA	208	42.80	98.87	82.21	76.92	16.83	6.25	6.86	8.74	

* Based on 2011 Peer Small Business Data – US and PR.

** Small loans to farms originated and purchased in the MA/AA as a percentage of all small loans to farms originated and purchased in the rated area.

*** Farms with revenues of \$1 million or less as a percentage of all farms (Source Dun and Bradstreet - 2011).

**** Small loans to farms with revenues of \$1 million or less as a percentage of all loans reported as small loans to farms. No information was available for 20.8% of small loans to farms originated and purchased by the bank.

Table 14. Qualified Investments

QUALIFIED INVESTMENTS		Geography: OHIO				E valuation Period: JANUARY 1, 2009 To MARCH 31, 2012			
MA/Assessment Area:	Prior Period Investments*		Current Period Investments**		Total Investments			Unfunded Commitments***	
	#	\$(000's)	#	\$(000's)	#	\$(000's)	% of Total	#	\$(000's)
Full-Review:									
Cleveland-Elyria-Mentor	33	27,460	371	70,932	404	98,392	57.09	6	29,820
Limited-Review:									
Akron	4	105	85	2,674	89	2,779	1.61	1	22,234
Canton-Massillon	8	2,521	59	9,778	67	12,298	7.14	2	100
Columbus	28	5,321	288	8,621	316	13,941	8.09	1	130
Dayton	32	3,565	125	4,874	157	8,439	4.90	1	6,867
Huntington-Ashland	7	495	18	504	25	999	0.58	0	0
Lima	5	140	9	401	14	541	0.31	0	0
Mansfield	2	61	22	350	24	411	0.24	0	0
Sandusky	4	128	12	283	16	411	0.24	0	0
Springfield	5	76	17	362	22	438	0.25	1	1,119
Toledo	5	367	7	312	12	679	0.39	0	0
Weirton-Steubenville	6	235	15	259	21	494	0.29	1	133
Youngstown-Warren-Boardman	8	117	43	2,009	51	2,125	1.23	1	7,864
OH nonMSA	39	8,603	245	11,675	284	20,277	11.77	5	5,792
OH Statewide	1	500	20	9,619	21	10,119	5.87	0	0

* 'Prior Period Investments' means investments made in a previous evaluation period that are outstanding as of the examination date.

** The evaluation period for current period investments is January 1, 2009 to March 31, 2012.

*** 'Unfunded Commitments' means legally binding investment commitments that are tracked and recorded by the institution's financial reporting system.

Table 15. Distribution of Branch Delivery System and Branch Openings/Closings

DISTRIBUTION OF BRANCH DELIVERY SYSTEM/BRANCH OPENINGS/CLOSINGS																	
Geography: OHIO																	
Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011																	
MA/Assessment Area:	Deposits	Branches						Branch Openings/Closings						Population			
	% of Rated Area Deposits in AA	# of USB Branches	% of Rated Area Branches in AA	Location of Branches by Income of Geographies (%)				# of Branch Openings	# of Branch Closings	Net change in Location of Branches (+ or -)				% of Population within Each Geography			
				Low	Mod	Mid	Upp			Low	Mod	Mid	Upp	Low	Mod	Mid	Upp
Full-Review:																	
Cleveland-Elyria-Mentor	33.52	65	27.31	10.77	12.31	44.62	32.31	7	13	1	-2	-2	-2	9.74	16.77	43.79	29.67
Limited-Review:																	
Akron	4.75	20	8.40	15.00	5.00	50.00	30.00	2	1	1	0	1	-1	6.29	21.45	48.11	24.15
Canton-Massillon	0.74	6	2.52	0.00	16.67	50.00	33.33	0	0	0	0	0	0	1.88	17.09	62.40	18.63
Columbus	19.44	46	19.33	4.35	28.26	28.26	39.13	2	1	0	1	-1	1	6.81	23.47	41.03	28.45
Dayton	13.88	31	13.03	6.45	3.23	54.84	35.48	1	0	0	0	0	1	3.32	21.76	49.08	25.85
Huntington-Ashland	2.45	5	2.10	NA	20.00	80.00	NA	0	0	NA	0	0	NA	NA	6.27	93.73	NA
Lima	0.69	2	0.84	0.00	0.00	100.0	0.00	0	0	0	0	0	0	2.94	24.02	53.54	19.50
Mansfield	0.86	3	1.26	0.00	0.00	66.67	33.33	0	0	0	0	0	0	2.08	17.95	56.06	23.91
Sandusky	0.67	2	0.84	NA	50.00	50.00	0.00	0	0	NA	0	0	0	NA	24.16	61.49	14.35
Springfield	0.07	1	0.42	0.00	0.00	100.00	0.00	0	0	0	0	0	0	3.37	15.18	57.07	24.38
Toledo	0.91	2	0.84	NA	NA	100.00	0.00	0	0	NA	NA	0	0	NA	NA	91.24	8.76
Weirton-Steubenville	1.13	4	1.68	0.00	25.00	75.00	0.00	0	0	0	0	0	0	1.78	12.77	82.17	3.27
Youngstown-Warren-Boardman	1.01	9	3.78	0.00	22.22	44.44	33.33	0	0	0	0	0	0	4.61	15.87	58.03	21.49
OH nonMSA	19.87	42	17.65	4.76	14.29	54.76	26.19	0	1	0	0	-1	0	0.26	15.18	73.60	10.95

Table 1. Lending Volume

LENDING VOLUME		Geography: OREGON						Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011				
MA/Assessment Area:	% of Rated Area Loans (#) in MA/AA*	Home Mortgage		Small Loans to Businesses		Small Loans to Farms		Community Development Loans**		Total Reported Loans		% of Rated Area Deposits in MA/AA***
		#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	#	\$(000's)	
Full-Review:												
Salem	20.18	2,232	343,711	3,541	101,361	84	15,132	11	13,876	5,868	474,080	21.54
Limited-Review:												
Bend	9.88	994	230,407	1,857	75,235	18	1,973	5	3,829	2,874	311,444	9.09
Corvallis	3.55	500	99,733	526	12,332	6	1,159	0	0	1,032	113,224	3.46
Eugene-Springfield	15.73	1,557	276,563	2,992	77,625	22	1,919	3	470	4,574	356,577	13.87
Medford	9.01	607	101,425	1,980	84,055	25	576	8	4,898	2,620	190,954	9.76
OR nonMSA	41.61	4,393	652,866	7,326	209,745	359	33,667	24	34,318	12,102	930,596	42.28
OR Statewide	0.04	0	0	0	0	0	0	13	88,962	13	88,962	NA

* Loan Data as of December 31, 2011. Rated area refers to either the state or multistate MA rating area.

** The evaluation period for Community Development Loans is from January 1, 2009 to March 31, 2012.

*** Deposit Data as of June 30, 2011. Rated Area refers to the state, multistate MA, or institution, as appropriate.

Table 2. Geographic Distribution of Home Purchase Loans

Geographic Distribution: HOME PURCHASE		Geography: OREGON						Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011							
MA/Assessment Area:	Total Home Purchase Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total**	% Owner Occ Units***	% USB Loans	% Owner Occ Units***	% USB Loans	% Owner Occ Units***	% USB Loans	% Owner Occ Units***	% USB Loans	Overall	Low	Mod	Mid	Upp
Full-Review:															
Salem	465	20.55	0.09	0.00	14.36	14.41	59.70	53.33	25.85	32.26	4.04	0.00	4.10	4.06	3.99
Limited-Review:															
Bend	334	14.76	NA	NA	18.64	15.57	48.92	43.71	32.44	40.72	3.22	NA	4.13	2.49	3.84
Corvallis	128	5.66	NA	NA	26.55	25.00	28.42	27.34	45.02	47.66	4.93	NA	4.53	8.12	3.90
Eugene-Springfield	312	13.79	0.53	0.64	10.64	10.90	65.10	60.90	23.73	27.56	2.54	5.56	3.21	2.61	2.06
Medford	123	5.44	0.31	0.00	15.60	13.82	56.76	55.28	27.33	30.89	2.02	0.00	1.32	1.81	2.98
OR nonMSA	901	39.81	NA	NA	8.70	6.10	75.56	74.14	15.74	19.76	3.27	NA	3.07	2.98	4.73

Data shown includes only one to four-family and manufactured housing (property type 1 or 2).

* Based on 2011 Peer Mortgage Data (USPR).

** Home purchase loans originated and purchased in the MA/AA as a percentage of all home purchase loans originated and purchased in the rated area.

*** Percentage of Owner-Occupied Units is the number of owner-occupied housing units in a particular geography divided by the number of owner-occupied housing units in the area based on 2000 Census information.

Table 3. Geographic Distribution of Home Improvement Loans

Geographic Distribution: HOME IMPROVEMENT			Geography: OREGON						Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011						
MA/Assessment Area:	Total Home Improvement Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total**	% Owner Occ Units***	% USB Loans	% Owner Occ Units***	% USB Loans	% Owner Occ Units***	% USB Loans	% Owner Occ Units***	% USB Loans	Overall	Low	Mod	Mid	Upp
Full-Review:															
Salem	90	16.27	0.09	0.00	14.36	11.11	59.70	61.11	25.85	27.78	13.84	0.00	11.76	14.40	13.85%
Limited-Review:															
Bend	31	5.61	NA	NA	18.64	54.84	48.92	22.58	32.44	22.58	11.11	NA	21.43	7.69	8.70%
Corvallis	22	3.98	NA	NA	26.55	27.27	28.42	27.27	45.02	45.45	21.82	NA	30.77	18.18	19.35%
Eugene-Springfield	64	11.57	0.53	0.00	10.64	12.50	65.10	67.19	23.73	20.31	9.09	0.00	11.11	9.85	6.00%
Medford	29	5.24	0.31	0.00	15.60	13.79	56.76	62.07	27.33	24.14	9.43	0.00	13.64	5.45	13.79%
OR nonMSA	317	57.32	NA	NA	8.70	3.79	75.56	81.70	15.74	14.51	17.29	NA	3.57	18.92	14.29%

Data shown includes only one to four-family and manufactured housing (property type 1 or 2).

* Based on 2011 Peer Mortgage Data (USPR).

** Home improvement loans originated and purchased in the MA/AA as a percentage of all home improvement loans originated and purchased in the rated area.

*** Percentage of Owner-Occupied Units is the number of owner-occupied housing units in a particular geography divided by number of owner-occupied housing units in the area based on 2000 Census information.

Table 4. Geographic Distribution of Home Mortgage Refinance Loans

Geographic Distribution: HOME MORTGAGE REFINANCE			Geography: OREGON				Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011									
MA/Assessment Area:	Total Home Mortgage Refinance Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*					
	#	% of Total**	% Owner Occ Units***	% USB Loans	% Owner Occ Units***	% USB Loans	% Owner Occ Units***	% USB Loans	% Owner Occ Units***	% USB Loans	Overall	Low	Mod	Mid	Upp	
Full-Review:																
Salem	1,666	22.40	0.09	0.12	14.36	11.04	59.70	58.10	25.85	30.73	7.63	14.29	7.05	8.00	7.14	
Limited-Review:																
Bend	628	8.44	NA	NA	18.64	17.36	48.92	37.42	32.44	45.22	5.55	NA	7.86	4.76	5.61	
Corvallis	349	4.69	NA	NA	26.55	21.78	28.42	28.08	45.02	50.14	5.96	NA	5.87	8.09	4.95	
Eugene-Springfield	1,179	15.85	0.53	0.17	10.64	7.29	65.10	63.10	23.73	29.43	5.05	0.00	4.94	4.99	5.28	
Medford	453	6.09	0.31	0.00	15.60	8.61	56.76	53.64	27.33	37.75	4.36	0.00	3.63	4.41	4.55	
OR nonMSA	3,164	42.53	NA	NA	8.70	3.95	75.56	76.14	15.74	19.91	7.03	NA	5.33	7.25	6.73	

Data shown includes only one to four-family and manufactured housing (property type 1 or 2).

* Based on 2011 Peer Mortgage Data (USPR).

** Home mortgage refinance loans originated and purchased in the MA/AA as a percentage of all home mortgage refinance loans originated and purchased in the rated area.

*** Percentage of Owner-Occupied Units is the number of owner-occupied housing units in a particular geography divided by number of owner-occupied housing units in the area based on 2000 Census information.

Table 5. Geographic Distribution of Multifamily Loans

Geographic Distribution: MULTIFAMILY			Geography: OREGON				Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011					Market Share (%) by Geography*				
MA/Assessment Area:	Total Multifamily Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Overall	Low	Mod	Mid	Upp	
	#	% of Total**	% of MF Units***	% USB Loans	% MF Units***	% USB Loans	% MF Units***	% USB Loans	% MF Units***	% USB Loans						
Full-Review:																
Salem	11	39.29	0.46	0.00	40.27	27.27	41.61	54.55	17.66	18.18	5.36	0.00	5.56	6.67	0.00	
Limited-Review:																
Bend	1	3.57	NA	NA	27.32	0.00	57.45	100.00	15.23	0.00	0.00	NA	0.00	0.00	0.00	
Corvallis	1	3.57	NA	NA	69.50	100.00	11.08	0.00	19.41	0.00	0.00	NA	0.00	0.00	0.00	
Eugene-Springfield	2	7.14	14.02	0.00	28.02	0.00	42.14	50.00	15.82	50.00	4.55	0.00	0.00	8.33	20.00	
Medford	2	7.14	4.18	0.00	38.22	0.00	32.71	100.00	24.89	0.00	5.88	0.00	0.00	33.33	0.00	
OR nonMSA	11	39.29	NA	NA	11.11	0.00	75.25	90.91	13.64	9.09	16.22	NA	0.00	20.00	0.00	

Multifamily loan distribution includes Home Purchases, Home Improvement and Refinances.

* Based on 2011 Peer Mortgage Data (USPR).

** Multifamily loans originated and purchased in the MA/AA as a percentage of all multifamily loans originated and purchased in the rated area.

*** Percentage of multifamily units is the number of multifamily housing units in a particular geography divided by number of multifamily housing units in the area based on 2000 Census information.

Table 6. Geographic Distribution of Small Loans to Businesses

Geographic Distribution: SMALL LOANS TO BUSINESSES				Geography: OREGON				Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011							
MA/Assessment Area:	Total Small Business Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total **	% of Businesses ***	% USB Loans	% of Businesses ***	% USB Loans	% of Businesses ***	% USB Loans	% of Businesses ***	% USB Loans	Overall	Low	Mod	Mid	Upp
Full-Review:															
Salem	3,541	19.43	0.24	0.11	20.52	18.61	56.65	57.27	22.58	24.00	21.42	25.00	22.22	20.55	18.75
Limited-Review:															
Bend	1,857	10.19	NA	NA	20.66	18.85	44.06	38.56	35.28	42.60	15.21	NA	15.48	14.83	14.34
Corvallis	526	2.89	NA	NA	41.84	37.64	23.27	29.09	34.89	33.27	16.28	NA	15.78	16.30	16.11
Eugene-Springfield	2,992	16.42	4.10	6.38	16.15	17.58	57.63	51.87	22.12	24.16	18.29	25.34	19.69	16.22	16.86
Medford	1,980	10.87	5.09	7.32	21.11	26.87	49.48	42.17	24.32	23.64	15.89	21.46	18.70	13.36	15.37
OR nonMSA	7,326	40.20	NA	NA	9.17	7.41	74.97	77.82	15.85	14.77	19.82	NA	17.70	19.75	16.53

* Based on 2011 Peer Small Business Data – US and PR.

** Small loans to businesses originated and purchased in the MA/AA as a percentage of all small loans to businesses originated and purchased in the rated area.

*** Source Data - Dun and Bradstreet (2011).

Table 7. Geographic Distribution of Small Loans to Farms

Geographic Distribution: SMALL LOANS TO FARMS		Geography: OREGON						Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011							
MA/Assessment Area:	Total Small Farm Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total**	% of Farms***	% USB Loans	% of Farms***	% USB Loans	% of Farms***	% USB Loans	% of Farms***	% USB Loans	Overall	Low	Mod	Mid	Upp
Full-Review:															
Salem	84	16.34	0.09	0.00	8.04	4.76	72.74	88.10	19.13	7.14	5.90	0.00	0.00	6.82	2.99
Limited-Review:															
Bend	18	3.50	NA	NA	13.70	16.67	48.86	55.56	37.44	27.78	5.88	NA	0.00	10.34	0.00
Corvallis	6	1.17	NA	NA	20.90	0.00	53.52	100.00	25.59	0.00	2.22	NA	0.00	3.33	0.00
Eugene-Springfield	22	4.28	1.34	0.00	8.25	0.00	70.59	72.73	19.82	27.27	7.46	0.00	0.00	6.82	10.00
Medford	25	4.86	1.93	0.00	14.34	64.00	59.01	24.00	24.72	12.00	18.42	0.00	61.90	0.00	7.69
OR nonMSA	359	69.84	NA	NA	8.21	5.85	76.17	79.39	15.62	14.76	10.76	NA	10.94	10.99	10.00

* Based on 2011 Peer Small Business Data – US and PR.

** Small loans to farms originated and purchased in the MA/AA as a percentage of all small loans to farms originated and purchased in the rated area.

*** Source Data - Dun and Bradstreet (2011).

Table 8. Borrower Distribution of Home Purchase Loans

Borrower Distribution: HOME PURCHASE		Geography: OREGON						Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011							
MA/Assessment Area:	Total Home Purchase Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Market Share*				
	#	% of Total **	% Families ***	% USB Loans ****	% Families ***	% USB Loans ****	% Families ***	% USB Loans ****	% Families ***	% USB Loans ****	Over-all	Low	Mod	Mid	Upp
Full-Review:															
Salem	465	20.55	18.49	10.91	18.97	25.63	23.62	25.38	38.92	38.07	3.58	4.44	3.03	2.56	4.68
Limited-Review:															
Bend	334	14.76	17.37	9.58	20.54	14.94	22.66	18.39	39.43	57.09	2.74	2.87	1.61	2.22	3.49
Corvallis	128	5.66	19.62	8.62	18.42	19.83	22.30	21.55	39.65	50.00	4.99	6.00	5.26	4.62	5.00
Eugene-Springfield	312	13.79	19.02	5.37	18.57	23.55	22.91	25.21	39.49	45.87	1.89	2.64	1.46	1.49	2.30
Medford	123	5.44	19.34	7.23	18.89	26.51	21.45	26.51	40.32	39.76	1.39	1.36	1.46	1.52	1.26
OR nonMSA	901	39.81	19.07	5.75	18.75	21.60	22.80	24.82	39.38	47.83	2.98	2.74	2.57	2.73	3.43

Data shown includes only one to four-family and manufactured housing (property type 1 or 2).

* Based on 2011 Peer Mortgage Data (USPR).

** Home purchase loans originated and purchased in the MA/AA as a percentage of all home purchase loans originated and purchased in the rated area.

*** Percentage of Families is based on the 2000 Census information.

**** As a percentage of loans with borrower income information available. No information was available for 20.1% of loans originated and purchased by USB in the Multistate MAs.

Table 9. Borrower Distribution of Home Improvement Loans

Borrower Distribution: HOME IMPROVEMENT		Geography: OREGON						Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011							
MA/Assessment Area:	Total Home Improvement Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Market Share*				
	#	% of Total **	% Families ***	% USB Loans ****	% Families ***	% USB Loans ****	% Families ***	% USB Loans ****	% Families ***	% USB Loans ****	Over-all	Low	Mod	Mid	Upp
Full-Review:															
Salem	90	16.27	18.49	7.78	18.97	21.11	23.62	28.89	38.92	42.22	14.49	18.75	15.38	16.07	12.62
Limited-Review:															
Bend	31	5.61	17.37	19.35	20.54	32.26	22.66	12.90	39.43	35.48	12.50	28.57	28.57	8.33	6.67
Corvallis	22	3.98	19.62	13.64	18.42	31.82	22.30	22.73	39.65	31.82	22.22	66.67	30.77	0.00	19.35
Eugene-Springfield	64	11.57	19.02	25.00	18.57	26.56	22.91	18.75	39.49	29.69	9.64	23.53	10.00	2.17	10.71
Medford	29	5.24	19.34	20.69	18.89	24.14	21.45	13.79	40.32	41.38	10.31	12.50	15.00	8.00	9.09
OR nonMSA	317	57.32	19.07	16.77	18.75	21.84	22.80	23.42	39.38	37.97	18.18	34.09	18.92	16.90	15.81

Data shown includes only one to four-family and manufactured housing (property type of 1 or 2).

* Based on 2011 Peer Mortgage Data (USPR).

** Home improvement loans originated and purchased in the MA/AA as a percentage of all home improvement loans originated and purchased in the rated area.

*** Percentage of Families is based on the 2000 Census information.

**** As a percentage of loans with borrower income information available. No information was available for 0.2% of loans originated and purchased by the bank.

Table 10. Borrower Distribution of Home Mortgage Refinance Loans

Borrower Distribution: HOME MORTGAGE REFINANCE			Geography: OREGON				Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011									
MA/Assessment Area:	Total Home Mortgage Refinance Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Market Share*					
	#	% of Total **	% Families ***	% USB Loans ****	% Families ***	% USB Loans ****	% Families ***	% USB Loans ****	% Families ***	% USB Loans ****	Over-all	Low	Mod	Mid	Upp	
Full-Review:																
Salem	1,666	22.40	18.49	7.67	18.97	20.21	23.62	29.56	38.92	42.56	9.28	12.22	11.17	9.84	7.91	
Limited-Review:																
Bend	628	8.44	17.37	5.81	20.54	20.54	22.66	18.60	39.43	55.04	6.05	5.65	8.88	4.40	5.86	
Corvallis	349	4.69	19.62	7.38	18.42	20.81	22.30	32.21	39.65	39.60	6.30	6.19	10.70	6.39	4.80	
Eugene-Springfield	1,179	15.85	19.02	7.55	18.57	21.15	22.91	25.38	39.49	45.92	5.33	7.37	6.69	4.35	5.15	
Medford	453	6.09	19.34	9.02	18.89	19.10	21.45	27.32	40.32	44.56	4.86	10.56	4.79	5.52	3.82	
OR nonMSA	3,164	45.53	19.07	6.03	18.75	16.80	22.80	25.40	39.38	51.76	8.02	11.30	10.53	8.19	6.92	

Data shown includes only one to four-family and manufactured housing (property type 1 or 2).

* Based on 2011 Peer Mortgage Data (USPR).

** Home refinance loans originated and purchased in the MA/AA as a percentage of all home refinance loans originated and purchased in the rated area.

*** Percentage of Families is based on the 2000 Census information.

**** As a percentage of loans with borrower income information available. No information was available for 13.4% of loans originated and purchased by the bank.

Table 11. Borrower Distribution of Small Loans to Businesses

Borrower Distribution: SMALL LOANS TO BUSINESSES					Geography: OREGON			Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011	
MA/Assessment Area:	Total Small Loans to Businesses		Businesses With Revenues of \$1 million or less		Loans by Original Amount Regardless of Business Size			Market Share*	
	#	% of Total**	% of Businesses ***	% USB Loans****	\$100,000 or less	>\$100,000 to \$250,000	>\$250,000 to \$1,000,000	All	Rev \$1 Million or Less
Full-Review:									
Salem	3,541	19.43	70.24	57.24	95.28	1.72	2.99	21.42	25.97
Limited-Review:									
Bend	1,857	10.19	71.63	57.08	92.46	3.23	4.31	15.21	17.36
Corvallis	526	2.89	68.07	58.56	97.34	0.57	2.09	16.28	18.71
Eugene-Springfield	2,992	16.42	70.00	58.29	96.39	1.44	2.17	18.29	21.87
Medford	1,980	10.87	72.66	59.60	91.41	3.59	5.00	15.89	20.05
OR nonMSA	7,326	40.20	69.86	57.41	95.20	2.28	2.53	19.82	22.07

* Based on 2011 Peer Small Business Data – US and PR.

** Small loans to businesses originated and purchased in the MA/AA as a percentage of all small loans to businesses originated and purchased in the rated area.

*** Businesses with revenues of \$1 million or less as a percentage of all businesses (Source Dun and Bradstreet - 2011).

**** Small loans to businesses with revenues of \$1 million or less as a percentage of all loans reported as small loans to businesses. No information was available for 29.0% of small loans to businesses originated and purchased by the bank.

Table 12. Borrower Distribution of Small Loans to Farms

Borrower Distribution: SMALL LOANS TO FARMS					Geography: OREGON			Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011		
MA/Assessment Area:	Total Small Loans to Farms		Farms With Revenues of \$1 million or less		Loans by Original Amount Regardless of Farm Size			Market Share*		
	#	% of Total**	% of Farms***	% USB Loans****	\$100,000 or less	>\$100,000 to \$250,000	>\$250,000 to \$500,000	All	Rev \$1 Million or Less	
Full-Review:										
Salem	84	16.34	93.39	44.05	55.95	9.52	34.52	5.90	5.52	
Limited-Review:										
Bend	18	3.50	97.95	61.11	61.11	33.33	5.56	5.88	5.88	
Corvallis	6	1.17	96.48	83.33	50.00	0.00	50.00	2.22	3.70	
Eugene-Springfield	22	4.28	97.25	77.27	68.18	22.73	9.09	7.46	6.98	
Medford	25	4.86	97.61	24.00	100.00	0.00	0.00	18.42	2.78	
OR nonMSA	359	69.84	96.74	73.54	75.21	13.09	11.70	10.76	12.16	

* Based on 2011 Peer Small Business Data – US and PR.

** Small loans to farms originated and purchased in the MA/AA as a percentage of all small loans to farms originated and purchased in the rated area.

*** Farms with revenues of \$1 million or less as a percentage of all farms (Source Dun and Bradstreet - 2011).

**** Small loans to farms with revenues of \$1 million or less as a percentage of all loans reported as small loans to farms. No information was available for 13.8% of small loans to farms originated and purchased by the bank.

Table 14. Qualified Investments

QUALIFIED INVESTMENTS		Geography: OREGON				Evaluation Period: JANUARY 1, 2009 To MARCH 31, 2012			
MA/Assessment Area:	Prior Period Investments*		Current Period Investments**		Total Investments			Unfunded Commitments***	
	#	\$(000's)	#	\$(000's)	#	\$(000's)	% of Total	#	\$(000's)
Full-Review:									
Salem	19	1,423	43	4,478	62	5,901	5.79	0	0
Limited-Review:									
Bend	14	848	46	2,561	60	3,409	3.34	0	0
Corvallis	5	579	10	765	15	1,344	1.32	0	0
Eugene-Springfield	17	1,064	49	2,441	66	3,505	3.44	1	1,039
Medford	18	1,444	27	1,282	45	2,726	2.67	0	0
OR nonMSA	71	5,702	116	77,742	187	83,443	81.80	0	0
OR Statewide	5	1,371	54	310	59	1,681	1.65	0	0

* 'Prior Period Investments' means investments made in a previous evaluation period that are outstanding as of the examination date.

** The evaluation period for current period investments is January 1, 2009 to March 31, 2012.

*** 'Unfunded Commitments' means legally binding investment commitments that are tracked and recorded by the institution's financial reporting system.

Table 15. Distribution of Branch Delivery System and Branch Openings/Closings

DISTRIBUTION OF BRANCH DELIVERY SYSTEM/BRANCH OPENINGS/CLOSINGS																		Geography: OREGON		Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011			
MA/Assessment Area:	Deposits	Branches						Branch Openings/Closings						Population									
	% of Rated Area Deposits in AA	# of USB Branches	% of Rated Area Branches in AA	Location of Branches by Income of Geographies (%)				# of Branch Openings	# of Branch Closings	Net change in Location of Branches (+ or -)				% of Population within Each Geography									
				Low	Mod	Mid	Upp			Low	Mod	Mid	Upp	Low	Mod	Mid	Upp						
Full-Review:																							
Salem	21.54	17	17.00	0.00	23.53	52.94	23.53	1	0	0	0	0	1	0.98	21.38	56.75	20.89						
Limited-Review:																							
Bend	9.09	9	9.00	NA	33.33	44.44	22.22	1	0	NA	0	0	1	NA	21.19	49.23	29.58						
Corvallis	3.46	2	2.00	NA	100.00	0.00	0.00	0	0	NA	0	0	0	NA	43.47	23.14	33.39						
Eugene-Springfield	13.87	18	18.00	16.67	11.11	61.11	11.11	1	0	0	0	1	0	2.90	14.69	61.85	20.56						
Medford	9.76	10	10.00	30.00	10.00	30.00	30.00	0	0	0	0	0	0	1.16	22.53	52.66	23.65						
OR nonMSA	42.28	44	44.00	NA	13.64	77.27	9.09	0	0	NA	0	0	0	NA	9.37	75.80	14.83						

Table 1. Lending Volume

LENDING VOLUME													Geography: SOUTH DAKOTA				Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011			
MA/Assessment Area:	% of Rated Area Loans (#) in MA/AA*	Home Mortgage		Small Loans to Businesses		Small Loans to Farms		Community Development Loans**		Total Reported Loans		% of Rated Area Deposits in MA/AA***								
		#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	#	\$(000's)									
Full-Review:																				
Sioux Falls	52.70	1,616	237,432	2,117	117,534	392	58,769	8	28,406	4,133	442,141	43.39								
Limited-Review:																				
Rapid City	29.96	736	128,400	1,590	177,481	22	2,508	2	40	2,350	308,429	41.12								
SD nonMSA	17.34	512	66,403	773	38,574	70	13,954	5	6,957	1,360	125,888	15.48								
SD Statewide	0.00	0	0	0	0	0	0	0	0	0	0	NA								

* Loan Data as of December 31, 2011. Rated area refers to either the state or multistate MA rating area.

** The evaluation period for Community Development Loans is from January 1, 2009 to March 31, 2012.

*** Deposit Data as of June 30, 2011. Rated Area refers to the state, multistate MA, or institution, as appropriate.

Table 2. Geographic Distribution of Home Purchase Loans

Geographic Distribution: HOME PURCHASE													Geography: SOUTH DAKOTA				Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011				
MA/Assessment Area:	Total Home Purchase Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*										
	#	% of Total**	% Owner Occ Units***	% USB Loans	% Owner Occ Units***	% USB Loans	% Owner Occ Units***	% USB Loans	% Owner Occ Units***	% USB Loans	Overall	Low	Mod	Mid	Upp						
Full-Review:																					
Sioux Falls	389	56.87	NA	NA	9.83	5.66	71.68	70.95	18.48	23.39	2.50	NA	0.48	2.49	3.11						
Limited-Review:																					
Rapid City	194	28.36	NA	NA	21.00	15.46	45.37	34.54	33.63	50.00	2.84	NA	3.55	2.03	3.77						
SD nonMSA	101	14.77	NA	NA	2.60	1.98	49.08	35.64	48.32	62.38	4.35	NA	0.00	3.93	4.84						

Data shown includes only one to four-family and manufactured housing (property type 1 or 2).

* Based on 2011 Peer Mortgage Data (USPR).

** Home purchase loans originated and purchased in the MA/AA as a percentage of all home purchase loans originated and purchased in the rated area.

*** Percentage of Owner-Occupied Units is the number of owner-occupied housing units in a particular geography divided by the number of owner-occupied housing units in the area based on 2000 Census information.

Table 3. Geographic Distribution of Home Improvement Loans

Geographic Distribution: HOME IMPROVEMENT				Geography: SOUTH DAKOTA				Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011				Market Share (%) by Geography*				
MA/Assessment Area:	Total Home Improvement Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Overall	Low	Mod	Mid	Upp	
	#	% of Total**	% Owner Occ Units***	% USB Loans	% Owner Occ Units***	% USB Loans	% Owner Occ Units***	% USB Loans	% Owner Occ Units***	USB Loans						
Full-Review:																
Sioux Falls	61	42.96	NA	NA	9.83	9.84	71.68	72.13	18.48	18.03	5.16	NA	7.69	5.15	4.17	
Limited-Review:																
Rapid City	35	24.65	NA	NA	21.00	14.29	45.37	34.29	33.63	51.43	11.17	NA	12.50	7.61	15.63	
SD nonMSA	46	32.39	NA	NA	2.60	4.35	49.08	50.00	48.32	45.65	9.80	NA	0.00	8.82	11.39	

Data shown includes only one to four-family and manufactured housing (property type 1 or 2).

* Based on 2011 Peer Mortgage Data (USPR).

** Home improvement loans originated and purchased in the MA/AA as a percentage of all home improvement loans originated and purchased in the rated area.

*** Percentage of Owner-Occupied Units is the number of owner-occupied housing units in a particular geography divided by number of owner-occupied housing units in the area based on 2000 Census information.

Table 4. Geographic Distribution of Home Mortgage Refinance Loans

Geographic Distribution: HOME MORTGAGE REFINANCE			Geography: SOUTH DAKOTA				Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011									
MA/Assessment Area:	Total Home Mortgage Refinance Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*					
	#	% of Total**	% Owner Occ Units***	% USB Loans	% Owner Occ Units***	% USB Loans	% Owner Occ Units***	% USB Loans	% Owner Occ Units***	% USB Loans	Overall	Low	Mod	Mid	Upp	
Full-Review:																
Sioux Falls	1,164	57.28	NA	NA	9.83	4.47	71.68	71.99	18.48	23.54	5.38	NA	5.79	5.64	4.45	
Limited-Review:																
Rapid City	503	24.75	NA	NA	21.00	8.75	45.37	32.01	33.63	59.24	6.94	NA	2.90	5.91	9.09	
SD nonMSA	365	17.96	NA	NA	2.60	1.37	49.08	46.03	48.32	52.60	7.96	NA	12.50	10.49	5.91	

Data shown includes only one to four-family and manufactured housing (property type 1 or 2).

* Based on 2011 Peer Mortgage Data (USPR).

** Home mortgage refinance loans originated and purchased in the MA/AA as a percentage of all home mortgage refinance loans originated and purchased in the rated area.

*** Percentage of Owner-Occupied Units is the number of owner-occupied housing units in a particular geography divided by number of owner-occupied housing units in the area based on 2000 Census information.

Table 5. Geographic Distribution of Multifamily Loans

Geographic Distribution: MULTIFAMILY			Geography: SOUTH DAKOTA				Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011					Market Share (%) by Geography*				
MA/Assessment Area:	Total Multifamily Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Overall	Low	Mod	Mid	Upp	
	#	% of Total**	% of MF Units***	% USB Loans	% MF Units***	% USB Loans	% MF Units***	% USB Loans	% MF Units***	% USB Loans						
Full-Review:																
Sioux Falls	2	33.33	NA	NA	32.66	50.00	59.58	50.00	7.76	0.00	0.00	NA	0.00	0.00	0.00	
Limited-Review:																
Rapid City	4	66.67	NA	NA	45.55	75.00	26.09	25.00	28.36	0.00	26.67	NA	60.00	16.67	0.00	
SD nonMSA	0	0.00	NA	NA	9.06	0.00	45.63	0.00	45.31	0.00	0.00	NA	0.00	0.00	0.00	

Multifamily loan distribution includes Home Purchases, Home Improvement and Refinances.

* Based on 2011 Peer Mortgage Data (USPR).

** Multifamily loans originated and purchased in the MA/AA as a percentage of all multifamily loans originated and purchased in the rated area.

*** Percentage of multifamily units is the number of multifamily housing units in a particular geography divided by number of multifamily housing units in the area based on 2000 Census information.

Table 6. Geographic Distribution of Small Loans to Businesses

Geographic Distribution: SMALL LOANS TO BUSINESSES			Geography: SOUTH DAKOTA				Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011					Market Share (%) by Geography*				
MA/Assessment Area:	Total Small Business Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Overall	Low	Mod	Mid	Upp	
	#	% of Total**	% of Businesses***	% USB Loans	% of Businesses***	% USB Loans	% of Businesses***	% USB Loans	% of Businesses***	% USB Loans						
Full-Review:																
Sioux Falls	2,117	47.25	NA	NA	14.81	17.62	73.53	71.71	11.66	10.68	17.82	NA	21.64	17.09	17.23	
Limited-Review:																
Rapid City	1,590	35.49	NA	NA	33.25	33.58	41.01	34.15	25.74	32.26	28.47	NA	29.00	24.88	33.81	
SD nonMSA	773	17.25	NA	NA	8.48	13.58	48.64	36.22	42.88	50.19	18.14	NA	18.59	15.31	19.42	

* Based on 2011 Peer Small Business Data – US and PR.

** Small loans to businesses originated and purchased in the MA/AA as a percentage of all small loans to businesses originated and purchased in the rated area.

*** Source Data - Dun and Bradstreet (2011).

Table 7. Geographic Distribution of Small Loans to Farms

Geographic Distribution: SMALL LOANS TO FARMS			Geography: SOUTH DAKOTA								Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011				
MA/Assessment Area:	Total Small Farm Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total**	% of Farms***	% USB Loans	% of Farms***	% USB Loans	% of Farms***	% USB Loans	% of Farms***	% USB Loans	Overall	Low	Mod	Mid	Upp
Full-Review:															
Sioux Falls	392	80.99	NA	NA	3.78	1.02	88.80	94.64	7.41	4.34	22.32	NA	0.00	22.07	31.58
Limited-Review:															
Rapid City	22	4.55	NA	NA	16.38	0.00	61.79	59.09	21.84	40.91	3.10	NA	0.00	2.40	40.00
SD nonMSA	70	14.46	NA	NA	1.43	4.29	54.86	68.57	43.71	27.14	5.10	NA	14.29	6.19	2.86

* Based on 2011 Peer Small Business Data – US and PR.

** Small loans to farms originated and purchased in the MA/AA as a percentage of all small loans to farms originated and purchased in the rated area.

*** Source Data - Dun and Bradstreet (2011).

Table 8. Borrower Distribution of Home Purchase Loans

Borrower Distribution: HOME PURCHASE			Geography: SOUTH DAKOTA								Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011				
MA/Assessment Area:	Total Home Purchase Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Market Share*				
	#	% of Total**	% Families***	% USB Loans****	% Families***	% USB Loans****	% Families***	% USB Loans****	% Families***	% USB Loans****	Over-all	Low	Mod	Mid	Upp
Full-Review:															
Sioux Falls	389	56.87	14.74	18.29	19.03	31.71	28.53	23.43	37.70	26.57	2.56	2.64	2.92	1.96	2.73
Limited-Review:															
Rapid City	194	28.36	17.91	4.20	17.68	15.38	24.97	21.68	39.44	58.74	3.00	1.32	1.87	1.90	4.77
SD nonMSA	101	14.77	13.96	8.33	14.57	17.86	23.03	28.57	48.45	45.24	4.22	10.20	2.97	3.43	4.62

Data shown includes only one to four-family and manufactured housing (property type 1 or 2).

* Based on 2011 Peer Mortgage Data (USPR).

** Home purchase loans originated and purchased in the MA/AA as a percentage of all home purchase loans originated and purchased in the rated area.

*** Percentage of Families is based on the 2000 Census information.

**** As a percentage of loans with borrower income information available. No information was available for 15.6% of loans originated and purchased by USB in the Multistate MAs.

Table 9. Borrower Distribution of Home Improvement Loans

Borrower Distribution: HOME IMPROVEMENT			Geography: SOUTH DAKOTA				Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011									
MA/Assessment Area:	Total Home Improvement Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Market Share*					
	#	% of Total **	% Families ***	% USB Loans ****	% Families ***	% USB Loans ****	% Families ***	% USB Loans ****	% Families ***	% USB Loans ****	Over-all	Low	Mod	Mid	Upp	
Full-Review:																
Sioux Falls	61	42.96	14.74	13.11	19.03	24.59	28.53	29.51	37.70	32.79	5.41	6.12	4.31	6.72	4.95	
Limited-Review:																
Rapid City	35	24.65	17.91	20.00	17.68	14.29	24.97	22.86	39.44	42.86	11.80	16.67	6.45	14.00	11.76	
SD nonMSA	46	32.39	13.96	4.44	14.57	6.67	23.03	26.67	48.45	62.22	10.56	0.00	0.00	5.56	20.63	

Data shown includes only one to four-family and manufactured housing (property type of 1 or 2).

* Based on 2011 Peer Mortgage Data (USPR).

** Home improvement loans originated and purchased in the MA/AA as a percentage of all home improvement loans originated and purchased in the rated area.

*** Percentage of Families is based on the 2000 Census information.

**** As a percentage of loans with borrower income information available. No information was available for 0.7% of loans originated and purchased by the bank.

Table 10. Borrower Distribution of Home Mortgage Refinance Loans

Borrower Distribution: HOME MORTGAGE REFINANCE			Geography: SOUTH DAKOTA				Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011									
MA/Assessment Area:	Total Home Mortgage Refinance Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Market Share*					
	#	% of Total **	% Families ***	% USB Loans ****	% Families ***	% USB Loans ****	% Families ***	% USB Loans ****	% Families ***	% USB Loans ****	Over-all	Low	Mod	Mid	Upp	
Full-Review:																
Sioux Falls	1,164	57.28	14.74	9.16	19.03	22.81	28.53	28.44	37.70	39.60	6.23	9.02	8.79	6.11	4.84	
Limited-Review:																
Rapid City	503	24.75	17.91	3.33	17.68	11.67	24.97	21.19	39.44	63.81	7.94	1.25	8.70	7.88	8.29	
SD nonMSA	365	17.96	13.96	3.23	14.57	9.68	23.03	20.82	48.45	66.28	8.94	11.63	8.61	7.58	9.36	

Data shown includes only one to four-family and manufactured housing (property type 1 or 2).

* Based on 2011 Peer Mortgage Data (USPR).

** Home refinance loans originated and purchased in the MA/AA as a percentage of all home refinance loans originated and purchased in the rated area.

*** Percentage of Families is based on the 2000 Census information.

**** As a percentage of loans with borrower income information available. No information was available for 11.0% of loans originated and purchased by the bank.

Table 11. Borrower Distribution of Small Loans to Businesses

Borrower Distribution: SMALL LOANS TO BUSINESSES					Geography: SOUTH DAKOTA			Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011		
MA/Assessment Area:	Total Small Loans to Businesses		Businesses With Revenues of \$1 million or less		Loans by Original Amount Regardless of Business Size			Market Share*		
	#	% of Total**	% of Businesses***	% USB Loans****	\$100,000 or less	>\$100,000 to \$250,000	>\$250,000 to \$1,000,000	All	Rev \$1 Million or Less	
Full-Review:										
Sioux Falls	2,117	47.25	67.22	52.67	90.79	3.02	6.19	17.82	15.96	
Limited-Review:										
Rapid City	1,590	35.49	67.56	45.91	74.28	11.76	13.96	28.47	23.36	
SD nonMSA	773	17.25	68.05	57.96	89.00	4.92	6.08	18.14	17.30	

* Based on 2011 Peer Small Business Data – US and PR.

** Small loans to businesses originated and purchased in the MA/AA as a percentage of all small loans to businesses originated and purchased in the rated area.

*** Businesses with revenues of \$1 million or less as a percentage of all businesses (Source Dun and Bradstreet - 2011).

**** Small loans to businesses with revenues of \$1 million or less as a percentage of all loans reported as small loans to businesses. No information was available for 27.1% of small loans to businesses originated and purchased by the bank.

Table 12. Borrower Distribution of Small Loans to Farms

Borrower Distribution: SMALL LOANS TO FARMS					Geography: SOUTH DAKOTA			Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011		
MA/Assessment Area:	Total Small Loans to Farms		Farms With Revenues of \$1 million or less		Loans by Original Amount Regardless of Farm Size			Market Share*		
	#	% of Total**	% of Farms***	% USB Loans****	\$100,000 or less	>\$100,000 to \$250,000	>\$250,000 to \$500,000	All	Rev \$1 Million or Less	
Full-Review:										
Sioux Falls	392	80.99	98.79	96.43	52.30	30.10	17.60	22.32	24.10	
Limited-Review:										
Rapid City	22	4.55	99.26	81.82	63.64	18.18	18.18	3.10	3.40	
SD nonMSA	70	14.46	98.23	84.29	34.29	37.14	28.57	5.10	5.16	

* Based on 2011 Peer Small Business Data – US and PR.

** Small loans to farms originated and purchased in the MA/AA as a percentage of all small loans to farms originated and purchased in the rated area.

*** Farms with revenues of \$1 million or less as a percentage of all farms (Source Dun and Bradstreet - 2011).

**** Small loans to farms with revenues of \$1 million or less as a percentage of all loans reported as small loans to farms. No information was available for 0.6% of small loans to farms originated and purchased by the bank.

Table 14. Qualified Investments

QUALIFIED INVESTMENTS		Geography: SOUTH DAKOTA				Evaluation Period: JANUARY 1, 2009 To MARCH 31, 2012			
MA/Assessment Area:	Prior Period Investments*		Current Period Investments**		Total Investments			Unfunded Commitments***	
	#	\$(000's)	#	\$(000's)	#	\$(000's)	% of Total	#	\$(000's)
Full-Review:									
Sioux Falls	10	742	18	2,044	28	2,786	7.22	0	0
Limited-Review:									
Rapid City	19	31,667	14	1,562	33	33,229	86.05	0	0
SD nonMSA	12	573	26	979	38	1,553	4.02	1	2,829
SD Statewide	4	1,050	0	0	4	1,050	2.72	0	0

* 'Prior Period Investments' means investments made in a previous evaluation period that are outstanding as of the examination date.

** The evaluation period for current period investments is January 1, 2009 to March 31, 2012.

*** 'Unfunded Commitments' means legally binding investment commitments that are tracked and recorded by the institution's financial reporting system.

Table 15. Distribution of Branch Delivery System and Branch Openings/Closings

DISTRIBUTION OF BRANCH DELIVERY SYSTEM/BRANCH OPENINGS/CLOSINGS		Geography: S. DAKOTA						Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011									
MA/Assessment Area:	Deposits	Branches						Branch Openings/Closings				Population					
	% of Rated Area Deposits in AA	# of USB Branches	% of Rated Area Branches in AA	Location of Branches by Income of Geographies (%)				# of Branch Openings	# of Branch Closings	Net change in Location of Branches (+ or -)				% of Population within Each Geography			
				Low	Mod	Mid	Upp			Low	Mod	Mid	Upp	Low	Mod	Mid	Upp
Full-Review:																	
Sioux Falls	43.39	10	58.82	NA	30.00	70.00	0.00	0	0	NA	0	0	0	NA	14.37	70.12	15.50
Limited-Review:																	
Rapid City	41.12	4	23.53	NA	50.00	25.00	25.00	0	0	NA	0	0	0	NA	28.29	41.37	30.34
SD nonMSA	15.48	3	17.65	NA	33.33	33.33	33.33	0	0	NA	0	0	0	NA	4.23	50.23	45.54

Table 1. Lending Volume

LENDING VOLUME												
Geography: TENNESSEE												
Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011												
MA/Assessment Area:	%of Rated Area Loans (#) in MA/AA*	Home Mortgage		Small Loans to Businesses		Small Loans to Farms		Community Development Loans**		Total Reported Loans		% of Rated Area Deposits in MA/AA***
		#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	#	\$(000's)	
Full-Review:												
Nashville-Davidson-Murfreesboro-Franklin	74.70	7,553	1,311,878	5,414	156,624	25	1,061	6	13,503	12,998	1,483,066	64.18
Limited-Review:												
Kingsport-Bristol-Bristol	3.32	348	34,581	219	4,712	10	690	1	700	578	40,683	5.96
Morristown	1.39	141	16,341	98	1,231	2	114	0	0	241	17,686	2.20
TN nonMSA	20.59	2,430	255,285	1,122	27,803	30	1,286	1	1,060	3,583	285,434	27.65
TN Statewide	0.00	0	0	0	0	0	0	0	0	0	0	NA

* Loan Data as of December 31, 2011. Rated area refers to either the state or multistate MA rating area.

** The evaluation period for Community Development Loans is from January 1, 2009 to March 31, 2012.

*** Deposit Data as of June 30, 2011. Rated Area refers to the state, multistate MA, or institution, as appropriate.

Table 2. Geographic Distribution of Home Purchase Loans

Geographic Distribution: HOME PURCHASE		Geography: TENNESSEE								Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011					
MA/Assessment Area:	Total Home Purchase Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total**	% Owner Occ Units***	% USB Loans	% Owner Occ Units***	% USB Loans	% Owner Occ Units***	% USB Loans	% Owner Occ Units***	% USB Loans	Overall	Low	Mod	Mid	Upp
Full-Review:															
Nashville-Davidson-Murfreesboro-Franklin	2,113	73.75	1.71	0.95	12.82	7.19	60.33	66.49	25.13	25.37	2.86	1.64	1.90	3.03	2.83
Limited-Review:															
Kingsport-Bristol-Bristol	97	3.39	NA	NA	6.94	4.12	93.06	95.88	NA	NA	5.20	NA	4.00	5.28	NA
Morristown	22	0.77	NA	NA	NA	NA	100.00	100.00	NA	NA	1.23	NA	NA	1.23	NA
TN nonMSA	633	22.09	NA	NA	4.36	2.69	75.15	74.41	20.49	22.91	3.32	NA	0.85	3.58	2.90

Data shown includes only one to four-family and manufactured housing (property type 1 or 2).

* Based on 2011 Peer Mortgage Data (USPR).

** Home purchase loans originated and purchased in the MA/AA as a percentage of all home purchase loans originated and purchased in the rated area.

*** Percentage of Owner-Occupied Units is the number of owner-occupied housing units in a particular geography divided by the number of owner-occupied housing units in the area based on 2000 Census information.

Table 3. Geographic Distribution of Home Improvement Loans

Geographic Distribution: HOME IMPROVEMENT			Geography: TENNESSEE				Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011					Market Share (%) by Geography*				
MA/Assessment Area:	Total Home Improvement Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Overall	Low	Mod	Mid	Upp	
	#	% of Total**	% Owner Occ Units***	% USB Loans	% Owner Occ Units***	% USB Loans	% Owner Occ Units***	% USB Loans	% Owner Occ Units***	% USB Loans						
Full-Review:																
Nashville-Davidson-Murfreesboro-Franklin	229	50.22	1.71	1.75	12.82	9.61	60.33	67.25	25.13	21.40	5.59	3.85	3.05	7.12	3.28	
Limited-Review:																
Kingsport-Bristol-Bristol	20	4.39	NA	NA	6.94	0.00	93.06	100.00	NA	NA	4.46	NA	0.00	5.32	NA	
Morristown	9	1.97	NA	NA	NA	NA	100.00	100.00	NA	NA	2.60	NA	NA	2.60	NA	
TN nonMSA	198	43.42	NA	NA	4.36	5.05	75.15	82.83	20.49	12.12	11.89	NA	14.29	13.30	6.57	

Data shown includes only one to four-family and manufactured housing (property type 1 or 2).

* Based on 2011 Peer Mortgage Data (USPR).

** Home improvement loans originated and purchased in the MA/AA as a percentage of all home improvement loans originated and purchased in the rated area.

*** Percentage of Owner-Occupied Units is the number of owner-occupied housing units in a particular geography divided by number of owner-occupied housing units in the area based on 2000 Census information.

Table 4. Geographic Distribution of Home Mortgage Refinance Loans

Geographic Distribution: HOME MORTGAGE REFINANCE		Geography: TENNESSEE						Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011							
MA/Assessment Area:	Total Home Mortgage Refinance Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total**	% Owner Occ Units***	% USB Loans	% Owner Occ Units***	% USB Loans	% Owner Occ Units***	% USB Loans	% Owner Occ Units***	% USB Loans	Overall	Low	Mod	Mid	Upp
Full-Review:															
Nashville-Davidson-Murfreesboro-Franklin	5,204	72.84	1.71	0.50	12.82	7.63	60.33	60.09	25.13	31.78	4.70	3.72	4.53	4.79	4.61
Limited-Review:															
Kingsport-Bristol-Bristol	231	3.23	NA	NA	6.94	5.63	93.06	94.37	NA	NA	9.70	NA	6.67	9.91	NA
Morristown	110	1.54	NA	NA	NA	NA	100.00	100.00	NA	NA	4.41	NA	NA	4.41	NA
TN nonMSA	1,599	22.38	NA	NA	4.36	2.88	75.15	75.36	20.49	21.76	6.51	NA	6.77	7.10	5.04

Data shown includes only one to four-family and manufactured housing (property type 1 or 2).

* Based on 2011 Peer Mortgage Data (USPR).

** Home mortgage refinance loans originated and purchased in the MA/AA as a percentage of all home mortgage refinance loans originated and purchased in the rated area.

*** Percentage of Owner-Occupied Units is the number of owner-occupied housing units in a particular geography divided by number of owner-occupied housing units in the area based on 2000 Census information.

Table 5. Geographic Distribution of Multifamily Loans

Geographic Distribution: MULTIFAMILY		Geography: TENNESSEE								Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011					
MA/Assessment Area:	Total Multifamily Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total**	% of MF Units***	% USB Loans	% MF Units***	% USB Loans	% MF Units***	% USB Loans	% MF Units***	% USB Loans	Overall	Low	Mod	Mid	Upp
Full-Review:															
Nashville-Davidson-Murfreesboro-Franklin	7	100.00	7.87	28.57	24.06	28.57	51.46	42.86	16.60	0.00	5.00	0.00	5.56	6.67	0.00
Limited-Review:															
Kingsport-Bristol-Bristol	0	0.00	NA	NA	0.00	0.00	100.00	0.00	NA	NA	0.00	NA	0.00	0.00	NA
Morristown	0	0.00	NA	NA	NA	NA	100.00	0.00	NA	NA	0.00	NA	NA	0.00	NA
TN nonMSA	0	0.00	NA	NA	13.74	0.00	66.11	0.00	20.16	0.00	0.00	NA	0.00	0.00	0.00

Multifamily loan distribution includes Home Purchases, Home Improvement and Refinances.

* Based on 2011 Peer Mortgage Data (USPR).

** Multifamily loans originated and purchased in the MA/AA as a percentage of all multifamily loans originated and purchased in the rated area.

*** Percentage of multifamily units is the number of multifamily housing units in a particular geography divided by number of multifamily housing units in the area based on 2000 Census information.

Table 6. Geographic Distribution of Small Loans to Businesses

Geographic Distribution: SMALL LOANS TO BUSINESSES				Geography: TENNESSEE				Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011							
MA/Assessment Area:	Total Small Business Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total **	% of Businesses ***	% USB Loans	% of Businesses ***	% USB Loans	% of Businesses ***	% USB Loans	% of Businesses ***	% USB Loans	Overall	Low	Mod	Mid	Upp
Full-Review:															
Nashville-Davidson-Murfreesboro-Franklin	5,414	79.00	3.10	2.35	17.42	17.01	51.89	51.42	27.35	28.76	8.94	6.69	8.64	9.74	8.40
Limited-Review:															
Kingsport-Bristol-Bristol	219	3.20	NA	NA	6.62	3.65	93.38	96.35	NA	NA	24.09	NA	22.22	24.57	NA
Morristown	98	1.43	NA	NA	NA	NA	100.00	100.00	NA	NA	9.11	NA	NA	9.18	NA
TN nonMSA	1,122	16.37	NA	NA	6.46	6.24	73.04	77.72	20.50	16.04	9.49	NA	7.87	11.11	6.06

* Based on 2011 Peer Small Business Data – US and PR.

** Small loans to businesses originated and purchased in the MA/AA as a percentage of all small loans to businesses originated and purchased in the rated area.

*** Source Data - Dun and Bradstreet (2011).

Table 7. Geographic Distribution of Small Loans to Farms

Geographic Distribution: SMALL LOANS TO FARMS		Geography: TENNESSEE						Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011							
MA/Assessment Area:	Total Small Farm Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total**	% of Farms***	% USB Loans	% of Farms***	% USB Loans	% of Farms***	% USB Loans	% of Farms***	% USB Loans	Overall	Low	Mod	Mid	Upp
Full-Review:															
Nashville-Davidson-Murfreesboro-Franklin	25	37.31	1.09	0.00	9.42	12.00	68.13	68.00	21.21	20.00	6.25	0.00	3.13	6.59	9.52
Limited-Review:															
Kingsport-Bristol-Bristol	10	14.93	NA	NA	8.81	0.00	91.19	100.00	NA	NA	5.56	NA	0.00	5.56	NA
Morristown	2	2.99	NA	NA	NA	NA	100.00	100.00	NA	NA	0.00	NA	NA	0.00	NA
TN nonMSA	30	44.78	NA	NA	2.99	3.33	75.53	83.33	21.48	13.33	6.06	NA	0.00	8.45	0.00

* Based on 2011 Peer Small Business Data – US and PR.

** Small loans to farms originated and purchased in the MA/AA as a percentage of all small loans to farms originated and purchased in the rated area.

*** Source Data - Dun and Bradstreet (2011).

Table 8. Borrower Distribution of Home Purchase Loans

Borrower Distribution: HOME PURCHASE		Geography: TENNESSEE						Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011							
MA/Assessment Area:	Total Home Purchase Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Market Share*				
	#	% of Total **	% Families ***	% USB Loans ****	% Families ***	% USB Loans ****	% Families ***	% USB Loans ****	% Families ***	% USB Loans ****	Over-all	Low	Mod	Mid	Upp
Full-Review:															
Nashville-Davidson-Murfreesboro-Franklin	2,113	73.75	18.47	28.57	17.91	33.99	23.51	15.07	40.11	22.36	1.44	3.15	1.54	0.97	1.00
Limited-Review:															
Kingsport-Bristol-Bristol	97	3.39	22.51	12.64	18.76	34.48	22.71	19.54	36.02	33.33	4.85	8.57	6.60	3.13	4.07
Morristown	22	0.77	18.02	0.00	18.32	38.46	23.98	7.69	39.69	53.85	0.67	0.00	0.90	0.00	1.10
TN nonMSA	633	22.09	18.10	10.81	16.74	31.32	21.72	26.56	43.43	31.32	3.16	4.00	4.26	2.86	2.55

Data shown includes only one to four-family and manufactured housing (property type 1 or 2).

* Based on 2011 Peer Mortgage Data (USPR).

** Home purchase loans originated and purchased in the MA/AA as a percentage of all home purchase loans originated and purchased in the rated area.

*** Percentage of Families is based on the 2000 Census information.

**** As a percentage of loans with borrower income information available. No information was available for 42.0% of loans originated and purchased by USB in the Multistate MAs.

Table 9. Borrower Distribution of Home Improvement Loans

Borrower Distribution: HOME IMPROVEMENT			Geography: TENNESSEE				Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011					Market Share*				
MA/Assessment Area:	Total Home Improvement Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Over-all	Low	Mod	Mid	Upp	
	#	% of Total **	% Families ***	% USB Loans ****	% Families ***	% USB Loans ****	% Families ***	% USB Loans ****	% Families ***	% USB Loans ****						
Full-Review:																
Nashville-Davidson-Murfreesboro-Franklin	229	50.22	18.47	19.72	17.91	32.39	23.51	25.35	40.11	22.54	5.65	5.65	9.29	6.91	2.84	
Limited-Review:																
Kingsport-Bristol-Bristol	20	4.39	22.51	10.00	18.76	15.00	22.71	50.00	36.02	25.00	4.59	4.55	5.88	2.70	6.06	
Morristown	9	1.97	18.02	0.00	18.32	50.00	23.98	25.00	39.69	25.00	2.90	0.00	10.53	0.00	0.00	
TN nonMSA	198	43.42	18.10	18.04	16.74	27.84	21.72	27.32	43.43	26.80	11.88	16.67	16.79	11.18	7.95	

Data shown includes only one to four-family and manufactured housing (property type of 1 or 2).

* Based on 2011 Peer Mortgage Data (USPR).

** Home improvement loans originated and purchased in the MA/AA as a percentage of all home improvement loans originated and purchased in the rated area.

*** Percentage of Families is based on the 2000 Census information.

**** As a percentage of loans with borrower income information available. No information was available for 4.6% of loans originated and purchased by the bank.

Table 10. Borrower Distribution of Home Mortgage Refinance Loans

Borrower Distribution: HOME MORTGAGE REFINANCE			Geography: TENNESSEE				Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011									
MA/Assessment Area:	Total Home Mortgage Refinance Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Market Share*					
	#	% of Total **	% Families ***	% USB Loans ****	% Families ***	% USB Loans ****	% Families ***	% USB Loans ****	% Families ***	% USB Loans ****	Over-all	Low	Mod	Mid	Upp	
Full-Review:																
Nashville-Davidson-Murfreesboro-Franklin	5,204	72.84	18.47	11.82	17.91	22.69	23.51	24.41	40.11	41.07	3.78	5.80	4.14	3.89	3.27	
Limited-Review:																
Kingsport-Bristol-Bristol	231	3.23	22.51	13.82	18.76	27.65	22.71	27.65	36.02	30.88	11.06	17.07	13.64	10.75	8.91	
Morristown	110	1.54	18.02	11.69	18.32	33.77	23.98	23.38	39.69	31.17	5.04	4.88	10.66	2.88	3.75	
TN nonMSA	1,599	22.38	18.10	8.11	16.74	20.84	21.72	27.38	43.43	43.67	6.90	13.51	8.78	8.09	5.35	

Data shown includes only one to four-family and manufactured housing (property type 1 or 2).

* Based on 2011 Peer Mortgage Data (USPR).

** Home refinance loans originated and purchased in the MA/AA as a percentage of all home refinance loans originated and purchased in the rated area.

*** Percentage of Families is based on the 2000 Census information.

**** As a percentage of loans with borrower income information available. No information was available for 36.3% of loans originated and purchased by the bank.

Table 11. Borrower Distribution of Small Loans to Businesses

Borrower Distribution: SMALL LOANS TO BUSINESSES					Geography: TENNESSEE			Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011	
MA/Assessment Area:	Total Small Loans to Businesses		Businesses With Revenues of \$1 million or less		Loans by Original Amount Regardless of Business Size			Market Share*	
	#	% of Total**	% of Businesses ***	% USB Loans****	\$100,000 or less	>\$100,000 to \$250,000	>\$250,000 to \$1,000,000	All	Rev \$1 Million or Less
Full-Review:									
Nashville-Davidson-Murfreesboro-Franklin	5,414	79.00	67.86	65.02	95.18	2.20	2.62	8.94	13.21
Limited-Review:									
Kingsport-Bristol-Bristol	219	3.20	70.60	72.15	93.61	6.39	0.00	24.09	35.63
Morristown	98	1.43	70.02	80.61	98.98	1.02	0.00	9.11	14.59
TN nonMSA	1,122	16.37	71.27	75.04	96.17	1.96	1.87	9.49	17.56

* Based on 2011 Peer Small Business Data – US and PR.

** Small loans to businesses originated and purchased in the MA/AA as a percentage of all small loans to businesses originated and purchased in the rated area.

*** Businesses with revenues of \$1 million or less as a percentage of all businesses (Source Dun and Bradstreet - 2011).

**** Small loans to businesses with revenues of \$1 million or less as a percentage of all loans reported as small loans to businesses. No information was available for 17.5% of small loans to businesses originated and purchased by the bank.

Table 12. Borrower Distribution of Small Loans to Farms

Borrower Distribution: SMALL LOANS TO FARMS					Geography: TENNESSEE			Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011		
MA/Assessment Area:	Total Small Loans to Farms		Farms With Revenues of \$1 million or less		Loans by Original Amount Regardless of Farm Size			Market Share*		
	#	% of Total**	% of Farms***	USB Loans****	\$100,000 or less	>\$100,000 to \$250,000	>\$250,000 to \$500,000	All	Rev \$1 Million or Less	
Full-Review:										
Nashville-Davidson-Murfreesboro-Franklin	25	37.31	97.91	84.00	88.00	4.00	8.00	6.25	8.18	
Limited-Review:										
Kingsport-Bristol-Bristol	10	14.93	97.93	100.00	70.00	30.00	0.00	5.56	6.67	
Morristown	2	2.99	98.12	50.00	50.00	50.00	0.00	0.00	0.00	
TN nonMSA	30	44.78	98.45	93.33	83.33	16.67	0.00	6.06	9.68	

* Based on 2011 Peer Small Business Data – US and PR.

** Small loans to farms originated and purchased in the MA/AA as a percentage of all small loans to farms originated and purchased in the rated area.

*** Farms with revenues of \$1 million or less as a percentage of all farms (Source Dun and Bradstreet - 2011).

**** Small loans to farms with revenues of \$1 million or less as a percentage of all loans reported as small loans to farms. No information was available for 7.5% of small loans to farms originated and purchased by the bank.

Table 14. Qualified Investments

QUALIFIED INVESTMENTS		Geography: TENNESSEE				Evaluation Period: JANUARY 1, 2009 To MARCH 31, 2012			
MA/Assessment Area:	Prior Period Investments*		Current Period Investments**		Total Investments			Unfunded Commitments***	
	#	\$(000's)	#	\$(000's)	#	\$(000's)	% of Total	#	\$(000's)
Full-Review:									
Nashville-Davidson-Murfreesboro-Franklin	46	35,673	64	6,282	110	41,955	81.81	0	0
Limited-Review:									
Kingsport-Bristol-Bristol	8	1,010	14	423	22	1,433	2.79	0	0
Morristown	4	409	4	302	8	711	1.39	0	0
TN nonMSA	29	1,939	53	5,239	82	7,178	14.00	1	17
TN Statewide	0	0	1	5	1	5	0.01	0	0

* 'Prior Period Investments' means investments made in a previous evaluation period that are outstanding as of the examination date.

** The evaluation period for current period investments is January 1, 2009 to March 31, 2012.

*** 'Unfunded Commitments' means legally binding investment commitments that are tracked and recorded by the institution's financial reporting system.

Table 15. Distribution of Branch Delivery System and Branch Openings/Closings

DISTRIBUTION OF BRANCH DELIVERY SYSTEM/BRANCH OPENINGS/CLOSINGS		Geography: TENNESSEE				Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011											
MA/Assessment Area:	Deposits	Branches				Branch Openings/Closings				Population							
	% of Rated Area Deposits in AA	# of USB Branches	% of Rated Area Branches in AA	Location of Branches by Income of Geographies (%)				# of Branch Openings	# of Branch Closings	Net change in Location of Branches (+ or -)				% of Population within Each Geography			
				Low	Mod	Mid	Upp			Low	Mod	Mid	Upp	Low	Mod	Mid	Upp
Full-Review:																	
Nashville-Davidson-Murfreesboro-Franklin	64.18	52	71.23	0.00	11.54	57.69	30.77	3	0	0	0	1	2	4.23	17.56	56.71	21.49
Limited-Review:																	
Kingsport-Bristol-Bristol	5.96	3	4.11	NA	0.00	100.00	NA	0	0	NA	0	0	NA	NA	6.46	93.54	NA
Morristown	2.20	2	2.74	NA	NA	100.00	NA	0	0	NA	NA	0	NA	NA	NA	100.00	NA
TN nonMSA	27.65	16	21.92	NA	12.50	62.50	25.00	1	2	NA	0	-2	1	NA	5.77	73.91	20.32

Table 1. Lending Volume

LENDING VOLUME												
Geography: UTAH												
Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011												
MA/Assessment Area:	% of Rated Area Loans (#) in MA/AA*	Home Mortgage		Small Loans to Businesses		Small Loans to Farms		Community Development Loans**		Total Reported Loans		% of Rated Area Deposits in MA/AA***
		#	\$(000's)	#	\$(000's)	#	\$(000's)	#	\$(000's)	#	\$(000's)	
Full-Review:												
Salt Lake City	50.52	6,391	1,492,185	4,163	190,890	8	64	8	27,324	10,570	1,710,463	84.46
Limited-Review:												
Ogden-Clearfield	20.10	3,207	663,561	997	32,940	0	0	2	7,817	4,206	704,318	6.11
Provo-Orem	17.79	2,456	526,736	1,259	30,441	6	131	0	0	3,721	557,308	3.04
St. George	6.42	899	185,876	444	11,656	0	0	1	5	1,344	197,537	5.78
UT nonMSA	5.17	904	174,662	175	3,578	2	65	0	0	1,081	178,305	0.60
UT Statewide	0.00	0	0	0	0	0	0	0	0	0	0	NA

* Loan Data as of December 31, 2011. Rated area refers to either the state or multistate MA rating area.

** The evaluation period for Community Development Loans is from January 1, 2009 to March 31, 2012.

*** Deposit Data as of June 30, 2011. Rated Area refers to the state, multistate MA, or institution, as appropriate.

Table 2. Geographic Distribution of Home Purchase Loans

Geographic Distribution: HOME PURCHASE		Geography: UTAH						Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011							
MA/Assessment Area:	Total Home Purchase Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total**	% Owner Occ Units***	% USB Loans	% Owner Occ Units***	% USB Loans	% Owner Occ Units***	% USB Loans	% Owner Occ Units***	% USB Loans	Overall	Low	Mod	Mid	Upp
Full-Review:															
Salt Lake City	1,611	47.45	0.20	0.81	16.76	16.01	51.08	47.05	31.95	36.13	2.25	3.10	2.24	1.70	3.20
Limited-Review:															
Ogden-Clearfield	726	21.38	0.85	0.83	13.75	11.02	58.75	58.82	26.65	29.34	1.99	2.50	0.56	2.05	2.60
Provo-Orem	645	19.00	1.44	1.55	11.29	6.36	53.20	53.49	34.07	38.60	2.21	1.27	2.14	1.78	3.08
St. George	255	7.51	NA	NA	9.35	13.73	71.27	65.10	19.38	21.18	3.25	NA	5.61	2.97	3.21
UT nonMSA	158	4.65	NA	NA	8.24	5.70	61.99	58.86	29.78	35.44	3.19	NA	1.05	3.37	3.81

Data shown includes only one to four-family and manufactured housing (property type 1 or 2).

* Based on 2011 Peer Mortgage Data (USPR).

** Home purchase loans originated and purchased in the MA/AA as a percentage of all home purchase loans originated and purchased in the rated area.

*** Percentage of Owner-Occupied Units is the number of owner-occupied housing units in a particular geography divided by the number of owner-occupied housing units in the area based on 2000 Census information.

Table 3. Geographic Distribution of Home Improvement Loans

Geographic Distribution: HOME IMPROVEMENT			Geography: UTAH				Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011					Market Share (%) by Geography*				
MA/Assessment Area:	Total Home Improvement Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Overall	Low	Mod	Mid	Upp	
	#	% of Total**	% Owner Occ Units***	% USB Loans	% Owner Occ Units***	% USB Loans	% Owner Occ Units***	% USB Loans	% Owner Occ Units***	% USB Loans						
Full-Review:																
Salt Lake City	100	63.29	0.20	0.00	16.76	15.00	51.08	39.00	31.95	46.00	2.79	0.00	4.76	2.09	3.08	
Limited-Review:																
Ogden-Clearfield	32	20.25	0.85	0.00	13.75	3.13	58.75	62.50	26.65	34.38	1.22	0.00	1.75	1.32	0.90	
Provo-Orem	19	12.03	1.44	0.00	11.29	15.79	53.20	42.11	34.07	42.11	2.78	0.00	7.14	2.86	2.29	
St. George	4	2.53	NA	NA	9.35	0.00	71.27	50.00	19.38	50.00	0.00	NA	0.00	0.00	0.00	
UT nonMSA	3	1.90	NA	NA	8.24	0.00	61.99	33.33	29.78	66.67	1.11	NA	0.00	0.00	2.56	

Data shown includes only one to four-family and manufactured housing (property type 1 or 2).

* Based on 2011 Peer Mortgage Data (USPR).

** Home improvement loans originated and purchased in the MA/AA as a percentage of all home improvement loans originated and purchased in the rated area.

*** Percentage of Owner-Occupied Units is the number of owner-occupied housing units in a particular geography divided by number of owner-occupied housing units in the area based on 2000 Census information.

Table 4. Geographic Distribution of Home Mortgage Refinance Loans

Geographic Distribution: HOME MORTGAGE REFINANCE				Geography: UTAH				Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011							
MA/Assessment Area:	Total Home Mortgage Refinance Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total**	% Owner Occ Units***	% USB Loans	% Owner Occ Units***	% USB Loans	% Owner Occ Units***	% USB Loans	% Owner Occ Units***	% USB Loans	Overall	Low	Mod	Mid	Upp
Full-Review:															
Salt Lake City	4,674	45.41	0.20	0.15	16.76	10.53	51.08	49.34	31.95	39.99	4.18	2.78	3.66	4.06	4.48
Limited-Review:															
Ogden-Clearfield	2,448	23.78	0.85	0.20	13.75	6.37	58.75	57.76	26.65	35.66	4.47	4.44	3.54	4.11	5.43
Provo-Orem	1,790	17.39	1.44	0.89	11.29	5.59	53.20	52.51	34.07	41.01	3.88	2.30	3.85	3.88	3.93
St. George	639	6.21	NA	NA	9.35	7.82	71.27	66.35	19.38	25.82	6.71	NA	7.84	6.32	7.39
UT nonMSA	742	7.21	NA	NA	8.24	5.12	61.99	51.35	29.78	43.53	6.81	NA	4.39	5.20	9.63

Data shown includes only one to four-family and manufactured housing (property type 1 or 2).

* Based on 2011 Peer Mortgage Data (USPR).

** Home mortgage refinance loans originated and purchased in the MA/AA as a percentage of all home mortgage refinance loans originated and purchased in the rated area.

*** Percentage of Owner-Occupied Units is the number of owner-occupied housing units in a particular geography divided by number of owner-occupied housing units in the area based on 2000 Census information.

Table 5. Geographic Distribution of Multifamily Loans

Geographic Distribution: MULTIFAMILY			Geography: UTAH				Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011					Market Share (%) by Geography*				
MA/Assessment Area:	Total Multifamily Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies							
	#	% of Total**	% of MF Units***	% USB Loans	% MF Units***	% USB Loans	% MF Units***	% USB Loans	% MF Units***	% USB Loans	Overall	Low	Mod	Mid	Upp	
Full-Review:																
Salt Lake City	6	54.55	3.16	0.00	49.73	50.00	36.25	33.33	10.85	16.67	9.38	0.00	7.69	9.09	16.67	
Limited-Review:																
Ogden-Clearfield	1	9.09	10.10	100.00	37.79	0.00	42.96	0.00	9.15	0.00	14.29	100.00	0.00	0.00	0.00	
Provo-Orem	2	18.18	37.58	50.00	29.83	0.00	28.47	50.00	4.12	0.00	0.00	0.00	0.00	0.00	0.00	
St. George	1	9.09	NA	NA	17.60	0.00	80.02	100.00	2.38	0.00	0.00	NA	0.00	0.00	0.00	
UT nonMSA	1	9.09	NA	NA	12.85	0.00	77.08	100.00	10.07	0.00	0.00	NA	0.00	0.00	0.00	

Multifamily loan distribution includes Home Purchases, Home Improvement and Refinances.

* Based on 2011 Peer Mortgage Data (USPR).

** Multifamily loans originated and purchased in the MA/AA as a percentage of all multifamily loans originated and purchased in the rated area.

*** Percentage of multifamily units is the number of multifamily housing units in a particular geography divided by number of multifamily housing units in the area based on 2000 Census information.

Table 6. Geographic Distribution of Small Loans to Businesses

Geographic Distribution: SMALL LOANS TO BUSINESSES			Geography: UTAH				Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011					Market Share (%) by Geography*				
MA/Assessment Area:	Total Small Business Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Overall	Low	Mod	Mid	Upp	
	#	% of Total **	% of Businesses ***	% USB Loans	% of Businesses ***	% USB Loans	% of Businesses ***	% USB Loans	% of Businesses ***	% USB Loans						
Full-Review:																
Salt Lake City	4,163	59.15	5.51	9.44	17.72	23.01	40.81	35.46	35.96	32.09	6.25	6.69	7.25	6.02	5.62	
Limited-Review:																
Ogden-Clearfield	997	14.17	3.71	6.82	13.87	18.25	53.12	48.45	29.31	26.48	4.90	5.73	4.48	4.39	4.32	
Provo-Orem	1,259	17.89	2.62	4.77	10.00	12.47	48.65	49.48	38.71	33.28	4.70	8.74	5.30	4.61	4.03	
St. George	444	6.31	NA	NA	10.35	10.36	69.32	73.42	20.32	16.22	4.87	NA	4.41	4.78	4.37	
UT nonMSA	175	2.49	NA	NA	11.84	9.14	59.05	57.14	29.10	33.71	3.96	NA	3.17	3.63	3.98	

* Based on 2011 Peer Small Business Data – US and PR.

** Small loans to businesses originated and purchased in the MA/AA as a percentage of all small loans to businesses originated and purchased in the rated area.

*** Source Data - Dun and Bradstreet (2011).

Table 7. Geographic Distribution of Small Loans to Farms

Geographic Distribution: SMALL LOANS TO FARMS		Geography: UTAH								Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011					
MA/Assessment Area:	Total Small Farm Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total**	% of Farms***	% USB Loans	% of Farms***	% USB Loans	% of Farms***	% USB Loans	% of Farms***	% USB Loans	Overall	Low	Mod	Mid	Upp
Full-Review:															
Salt Lake City	8	50.00	2.53	0.00	14.50	0.00	45.67	62.50	37.31	37.50	1.22	0.00	0.00	2.22	0.00
Limited-Review:															
Ogden-Clearfield	0	0.00	2.53	0.00	10.54	0.00	60.10	0.00	26.83	0.00	0.00	0.00	0.00	0.00	0.00
Provo-Orem	6	37.50	0.85	0.00	7.27	0.00	58.17	33.33	33.71	66.67	0.00	0.00	0.00	0.00	0.00
St. George	0	0.00	NA	NA	4.68	0.00	74.24	0.00	21.08	0.00	0.00	NA	0.00	0.00	0.00
UT nonMSA	2	12.50	NA	NA	6.71	0.00	57.19	0.00	36.10	100.00	0.00	NA	0.00	0.00	0.00

* Based on 2011 Peer Small Business Data – US and PR.

** Small loans to farms originated and purchased in the MA/AA as a percentage of all small loans to farms originated and purchased in the rated area.

*** Source Data - Dun and Bradstreet (2011).

Table 8. Borrower Distribution of Home Purchase Loans

Borrower Distribution: HOME PURCHASE		Geography: UTAH						Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011							
MA/Assessment Area:	Total Home Purchase Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Market Share*				
	#	% of Total **	% Families ***	% USB Loans ****	% Families ***	% USB Loans ****	% Families ***	% USB Loans ****	% Families ***	% USB Loans ****	Over-all	Low	Mod	Mid	Upp
Full-Review:															
Salt Lake City	1,611	47.45	16.77	9.68	19.75	29.40	24.63	25.81	38.84	35.11	0.98	0.71	0.50	0.89	1.65
Limited-Review:															
Ogden-Clearfield	726	21.38	15.96	9.88	20.32	30.83	25.67	22.53	38.05	36.76	0.60	0.30	0.35	0.62	1.18
Provo-Orem	645	19.00	17.70	6.52	19.40	23.19	24.45	29.35	38.45	40.94	0.83	0.54	0.41	0.86	1.39
St. George	255	7.51	16.37	1.92	19.57	9.62	25.69	13.46	38.37	75.00	0.85	0.33	0.54	0.30	1.41
UT nonMSA	158	4.65	13.79	0.00	17.44	21.88	24.42	18.75	44.35	59.38	0.63	0.00	0.38	0.61	1.08

Data shown includes only one to four-family and manufactured housing (property type 1 or 2).

* Based on 2011 Peer Mortgage Data (USPR).

** Home purchase loans originated and purchased in the MA/AA as a percentage of all home purchase loans originated and purchased in the rated area.

*** Percentage of Families is based on the 2000 Census information.

**** As a percentage of loans with borrower income information available. No information was available for 58.2% of loans originated and purchased by USB in the Multistate MAs.

Table 9. Borrower Distribution of Home Improvement Loans

Borrower Distribution: HOME IMPROVEMENT		Geography: UTAH					Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011									
MA/Assessment Area:	Total Home Improvement Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Market Share*					
	#	% of Total **	% Families ***	% USB Loans ****	% Families ***	% USB Loans ****	% Families ***	% USB Loans ****	% Families ***	% USB Loans ****	Over-all	Low	Mod	Mid	Upp	
Full-Review:																
Salt Lake City	100	63.29	16.77	9.21	19.75	18.42	24.63	30.26	38.84	42.11	2.91	3.57	2.69	3.42	2.46	
Limited-Review:																
Ogden-Clearfield	32	20.25	15.96	12.00	20.32	16.00	25.67	48.00	38.05	24.00	1.28	0.00	1.29	1.86	1.17	
Provo-Orem	19	12.03	17.70	13.33	19.40	26.67	24.45	13.33	38.45	46.67	2.62	4.00	2.99	1.27	2.99	
St. George	4	2.53	16.37	0.00	19.57	0.00	25.69	100.00	38.37	0.00	0.00	0.00	0.00	0.00	0.00	
UT nonMSA	3	1.90	13.79	0.00	17.44	0.00	24.42	100.00	44.35	0.00	1.18	0.00	0.00	4.17	0.00	

Data shown includes only one to four-family and manufactured housing (property type of 1 or 2).

* Based on 2011 Peer Mortgage Data (USPR).

** Home improvement loans originated and purchased in the MA/AA as a percentage of all home improvement loans originated and purchased in the rated area.

*** Percentage of Families is based on the 2000 Census information.

**** As a percentage of loans with borrower income information available. No information was available for 24.7% of loans originated and purchased by the bank.

Table 10. Borrower Distribution of Home Mortgage Refinance Loans

Borrower Distribution: HOME MORTGAGE REFINANCE			Geography: UTAH				Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011					Market Share*				
MA/Assessment Area:	Total Home Mortgage Refinance Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Over-all	Low	Mod	Mid	Upp	
	#	% of Total **	% Families ***	% USB Loans ****	% Families ***	% USB Loans ****	% Families ***	% USB Loans ****	% Families ***	% USB Loans ****						
Full-Review:																
Salt Lake City	4,674	45.41	16.77	8.33	19.75	21.95	24.63	27.45	38.84	42.27	3.17	3.99	3.05	3.33	2.99	
Limited-Review:																
Ogden-Clearfield	2,448	23.78	15.96	8.60	20.32	24.11	25.67	27.66	38.05	39.63	3.25	4.83	3.80	2.60	3.15	
Provo-Orem	1,790	17.39	17.70	6.49	19.40	18.28	24.45	29.93	38.45	45.30	2.73	3.47	2.70	2.33	2.88	
St. George	639	6.21	16.37	7.51	19.57	17.92	25.69	17.92	38.37	56.65	2.31	3.81	1.64	1.33	2.84	
UT nonMSA	742	7.21	13.79	4.98	17.44	11.76	24.42	24.43	44.35	58.82	3.87	2.97	3.29	3.74	4.23	

Data shown includes only one to four-family and manufactured housing (property type 1 or 2).

* Based on 2011 Peer Mortgage Data (USPR).

** Home refinance loans originated and purchased in the MA/AA as a percentage of all home refinance loans originated and purchased in the rated area.

*** Percentage of Families is based on the 2000 Census information.

**** As a percentage of loans with borrower income information available. No information was available for 55.1% of loans originated and purchased by the bank.

Table 11. Borrower Distribution of Small Loans to Businesses

Borrower Distribution: SMALL LOANS TO BUSINESSES					Geography: UTAH			Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011		
MA/Assessment Area:	Total Small Loans to Businesses		Businesses With Revenues of \$1 million or less		Loans by Original Amount Regardless of Business Size			Market Share*		
	#	% of Total**	% of Businesses ***	% USB Loans****	\$100,000 or less	>\$100,000 to \$250,000	>\$250,000 to \$1,000,000	All	Rev \$1 Million or Less	
Full-Review:										
Salt Lake City	4,163	59.15	70.24	49.17	91.30	3.39	5.31	6.25	7.34	
Limited-Review:										
Ogden-Clearfield	997	14.17	72.10	54.96	92.88	4.21	2.91	4.90	6.68	
Provo-Orem	1,259	17.89	72.23	47.82	95.87	2.14	1.99	4.70	5.40	
St. George	444	6.31	71.38	58.11	95.05	2.93	2.03	4.87	5.56	
UT nonMSA	175	2.49	73.08	66.86	97.71	0.57	1.71	3.96	4.52	

* Based on 2011 Peer Small Business Data – US and PR.

** Small loans to businesses originated and purchased in the MA/AA as a percentage of all small loans to businesses originated and purchased in the rated area.

*** Businesses with revenues of \$1 million or less as a percentage of all businesses (Source Dun and Bradstreet - 2011).

**** Small loans to businesses with revenues of \$1 million or less as a percentage of all loans reported as small loans to businesses. No information was available for 35.2% of small loans to businesses originated and purchased by the bank.

Table 12. Borrower Distribution of Small Loans to Farms

Borrower Distribution: SMALL LOANS TO FARMS					Geography: UTAH			Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011	
MA/Assessment Area:	Total Small Loans to Farms		Farms With Revenues of \$1 million or less		Loans by Original Amount Regardless of Farm Size			Market Share*	
	#	% of Total**	% of Farms***	% USB Loans****	\$100,000 or less	>\$100,000 to \$250,000	>\$250,000 to \$500,000	All	Rev \$1 Million or Less
Full-Review:									
Salt Lake City	8	50.00	96.54	62.50	100.00	0.00	0.00	1.22	1.52
Limited-Review:									
Ogden-Clearfield	0	0.00	97.82	0.00	0.00	0.00	0.00	0.00	0.00
Provo-Orem	6	37.50	97.26	0.00	100.00	0.00	0.00	0.00	0.00
St. George	0	0.00	97.89	0.00	0.00	0.00	0.00	0.00	0.00
UT nonMSA	2	12.50	97.92	50.00	100.00	0.00	0.00	0.00	0.00

* Based on 2011 Peer Small Business Data – US and PR.

** Small loans to farms originated and purchased in the MA/AA as a percentage of all small loans to farms originated and purchased in the rated area.

*** Farms with revenues of \$1 million or less as a percentage of all farms (Source Dun and Bradstreet - 2011).

**** Small loans to farms with revenues of \$1 million or less as a percentage of all loans reported as small loans to farms. No information was available for 62.5% of small loans to farms originated and purchased by the bank.

Table 14. Qualified Investments

QUALIFIED INVESTMENTS		Geography: UTAH				Evaluation Period: JANUARY 1, 2009 To MARCH 31, 2012				
MA/Assessment Area:	Prior Period Investments*		Current Period Investments**		Total Investments			Unfunded Commitments***		
	#	\$(000's)	#	\$(000's)	#	\$(000's)	% of Total	#	\$(000's)	
Full-Review:										
Salt Lake City	14	6,936	72	8,680	86	15,616	72.56	1	1,179	
Limited-Review:										
Ogden-Clearfield	3	85	9	4,211	12	4,296	19.96	0	0	
Provo-Orem	5	213	4	127	9	340	1.58	0	0	
St. George	4	87	4	770	8	857	3.98	0	0	
UT nonMSA	3	44	1	138	4	182	0.84	0	0	
UT Statewide	1	200	10	31	11	231	1.07	0	0	

* 'Prior Period Investments' means investments made in a previous evaluation period that are outstanding as of the examination date.

** The evaluation period for current period investments is January 1, 2009 to March 31, 2012.

*** 'Unfunded Commitments' means legally binding investment commitments that are tracked and recorded by the institution's financial reporting system.

Table 15. Distribution of Branch Delivery System and Branch Openings/Closings

DISTRIBUTION OF BRANCH DELIVERY SYSTEM/BRANCH OPENINGS/CLOSINGS		Geography: UTAH				Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011											
MA/Assessment Area:	Deposits	Branches						Branch Openings/Closings				Population					
	% of Rated Area Deposits in AA	# of USB Branches	% of Rated Area Branches in AA	Location of Branches by Income of Geographies (%)				# of Branch Openings	# of Branch Closings	Net change in Location of Branches (+ or -)				% of Population within Each Geography			
				Low	Mod	Mid	Upp			Low	Mod	Mid	Upp	Low	Mod	Mid	Upp
Full-Review:																	
Salt Lake City	84.46	38	54.29	5.26	18.42	50.00	26.32	14	0	0	2	7	5	0.82	22.79	48.24	28.15
Limited-Review:																	
Ogden-Clearfield	6.11	16	22.86	12.50	18.75	50.00	18.75	7	1	1	0	3	2	2.33	17.15	55.26	25.26
Provo-Orem	3.04	9	12.86	11.11	0.00	66.67	22.22	4	1	0	0	3	0	9.06	14.93	47.32	28.54
St. George	5.78	4	5.71	NA	0.00	100.00	0.00	1	0	NA	0	1	0	NA	10.35	72.42	17.23
UT nonMSA	0.60	3	4.29	NA	0.00	100.00	0.00	0	0	NA	0	0	0	NA	10.36	63.07	26.57

Table 1. Lending Volume

LENDING VOLUME												
Geography: WASHINGTON												
Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011												
MA/Assessment Area:	% of Rated Area Loans (#) in MA/AA*	Home Mortgage		Small Loans to Businesses		Small Loans to Farms		Community Development Loans**		Total Reported Loans		% of Rated Area Deposits in MA/AA***
		#	\$(000's)	#	\$(000's)	#	\$(000's)	#	\$(000's)	#	\$(000's)	
Full-Review:												
Seattle-Bellevue-Everett	49.96	14,652	4,469,071	21,365	937,454	19	382	53	170,455	36,089	5,577,362	68.12
Limited-Review:												
Bellingham	4.22	2,009	466,000	1,024	38,672	13	3,053	5	5,637	3,051	513,362	2.28
Bremerton-Silverdale	2.97	1,439	355,044	706	34,136	1	5	3	1,500	2,149	390,685	0.77
Kennewick-Pasco-Richland-	3.89	1,305	214,871	1,409	55,431	87	11,687	7	6,685	2,808	288,674	3.06
Longview	0.99	339	55,475	372	11,971	4	126	0	0	715	67,572	0.82
Mount Vernon-Anacortes	1.83	838	184,059	483	23,562	2	422	2	3,940	1,325	211,983	1.39
Olympia	3.23	1,260	292,950	1,067	49,019	3	18	2	7,300	2,332	349,287	1.02
Spokane	7.74	2,873	475,663	2,688	153,600	13	1,201	16	32,817	5,590	663,281	6.49
Tacoma	11.39	3,856	853,780	4,346	167,869	11	95	16	40,806	8,229	1,062,550	4.29
Wenatchee	0.86	288	67,076	292	31,712	43	7,740	1	37	624	106,565	0.57
Yakima	3.04	914	136,188	1,234	68,757	39	6,603	6	7,826	2,193	219,374	3.74
WA nonMSA	9.86	3,505	655,915	3,132	110,727	471	70,674	11	15,118	7,119	852,434	7.47
WA Statewide	0.02	0	0	0	0	0	0	13	41,236	13	41,236	NA

* Loan Data as of December 31, 2011. Rated area refers to either the state or multistate MA rating area.

** The evaluation period for Community Development Loans is from January 1, 2009 to March 31, 2012.

*** Deposit Data as of June 30, 2011. Rated Area refers to the state, multistate MA, or institution, as appropriate.

Table 2. Geographic Distribution of Home Purchase Loans

Geographic Distribution: HOME PURCHASE		Geography: WASHINGTON								Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011					
MA/Assessment Area:	Total Home Purchase Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total**	% Owner Occ Units***	% USB Loans	% Owner Occ Units***	% USB Loans	% Owner Occ Units***	% USB Loans	% Owner Occ Units***	% USB Loans	Overall	Low	Mod	Mid	Upp
Full-Review:															
Seattle-Bellevue-Everett	3,356	43.71	0.49	0.69	15.58	13.32	55.45	51.37	28.48	34.62	2.56	2.97	1.92	2.30	3.45
Limited-Review:															
Bellingham	534	6.95	NA	NA	8.83	8.99	71.28	69.66	19.90	21.35	5.11	NA	5.63	5.24	4.46
Bremerton-Silverdale	326	4.25	1.75	1.53	9.31	8.90	69.62	56.75	19.32	32.82	2.47	0.00	2.09	2.08	4.65
Kennewick-Pasco-Richland-	430	5.60	2.95	3.26	13.08	11.16	55.11	53.95	28.86	31.63	2.59	1.25	2.16	2.48	2.96
Longview	65	0.85	2.18	1.54	10.31	6.15	66.32	72.31	21.20	20.00	2.19	0.00	2.11	2.25	2.33
Mount Vernon-Anacortes	170	2.21	NA	NA	9.11	4.71	71.16	77.06	19.73	18.24	3.71	NA	4.08	3.51	4.50
Olympia	316	4.12	NA	NA	12.34	7.28	68.09	72.15	19.57	20.57	2.15	NA	0.87	2.14	2.79
Spokane	565	7.36	0.28	0.88	21.71	21.24	44.82	43.19	33.20	34.69	2.32	1.89	2.03	2.38	2.46
Tacoma	916	11.93	0.50	0.55	10.96	7.42	63.09	61.68	25.46	30.35	2.05	1.47	1.35	1.82	2.90
Wenatchee	49	0.64	NA	NA	15.78	10.20	58.76	69.39	25.47	20.41	1.77	NA	1.44	2.01	1.51
Yakima	152	1.98	1.43	0.66	22.04	13.82	38.95	33.55	37.58	51.97	1.47	0.00	0.97	1.01	2.01
WA nonMSA	799	10.41	0.11	0.75	11.59	7.76	66.97	60.95	21.33	30.54	4.37	5.26	4.12	4.06	5.07

Data shown includes only one to four-family and manufactured housing (property type 1 or 2).

* Based on 2011 Peer Mortgage Data (USPR).

** Home purchase loans originated and purchased in the MA/AA as a percentage of all home purchase loans originated and purchased in the rated area.

*** Percentage of Owner-Occupied Units is the number of owner-occupied housing units in a particular geography divided by the number of owner-occupied housing units in the area based on 2000 Census information.

Table 3. Geographic Distribution of Home Improvement Loans

Geographic Distribution: HOME IMPROVEMENT			Geography: WASHINGTON						Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011						
MA/Assessment Area:	Total Home Improvement Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total**	% Owner Occ Units***	% USB Loans	% Owner Occ Units***	% USB Loans	% Owner Occ Units***	% USB Loans	% Owner Occ Units***	% USB Loans	Overall	Low	Mod	Mid	Upp
Full-Review:															
Seattle-Bellevue-Everett	277	31.02	0.49	1.08	15.58	9.39	55.45	52.71	28.48	36.82	4.94	16.67	6.11	4.65	4.84
Limited-Review:															
Bellingham	26	2.91	NA	NA	8.83	3.85	71.28	76.92	19.90	19.23	2.62	NA	0.00	3.08	2.17
Bremerton-Silverdale	21	2.35	1.75	0.00	9.31	0.00	69.62	80.95	19.32	19.05	2.54	0.00	0.00	2.70	3.17
Kennewick-Pasco-Richland-	61	6.83	2.95	3.28	13.08	16.39	55.11	52.46	28.86	27.87	6.08	9.09	12.50	5.35	5.71
Longview	20	2.24	2.18	5.00	10.31	15.00	66.32	70.00	21.20	10.00	10.00	0.00	10.00	13.04	0.00
Mount Vernon-Anacortes	25	2.80	NA	NA	9.11	0.00	71.16	68.00	19.73	32.00	10.26	NA	0.00	11.39	10.00
Olympia	19	2.13	NA	NA	12.34	5.26	68.09	73.68	19.57	21.05	2.84	NA	6.25	1.35	6.38
Spokane	164	18.37	0.28	0.61	21.71	14.63	44.82	42.68	33.20	42.07	8.92	33.33	2.91	10.83	9.27
Tacoma	64	7.17	0.50	0.00	10.96	14.06	63.09	51.56	25.46	34.38	3.06	0.00	6.00	2.73	2.96
Wenatchee	7	0.78	NA	NA	15.78	14.29	58.76	42.86	25.47	42.86	2.86	NA	5.88	1.59	4.00
Yakima	56	6.27	1.43	0.00	22.04	19.64	38.95	37.50	37.58	42.86	7.17	0.00	15.79	4.60	6.50
WA nonMSA	153	17.13	0.11	0.00	11.59	7.84	66.97	68.63	21.33	23.53	8.77	0.00	8.47	8.76	8.89

Data shown includes only one to four-family and manufactured housing (property type 1 or 2).

* Based on 2011 Peer Mortgage Data (USPR).

** Home improvement loans originated and purchased in the MA/AA as a percentage of all home improvement loans originated and purchased in the rated area.

*** Percentage of Owner-Occupied Units is the number of owner-occupied housing units in a particular geography divided by number of owner-occupied housing units in the area based on 2000 Census information.

Table 4. Geographic Distribution of Home Mortgage Refinance Loans

Geographic Distribution: HOME MORTGAGE REFINANCE			Geography: WASHINGTON				Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011					Market Share (%) by Geography*				
MA/Assessment Area:	Total Home Mortgage Refinance Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Overall	Low	Mod	Mid	Upp	
	#	% of Total**	% Owner Occ Units***	% USB Loans	% Owner Occ Units***	% USB Loans	% Owner Occ Units***	% USB Loans	% Owner Occ Units***	% USB Loans						
Full-Review:																
Seattle-Bellevue-Everett	10,955	44.56	0.49	0.51	15.58	10.65	55.45	54.31	28.48	34.52	3.98	2.46	3.91	3.98	4.01	
Limited-Review:																
Bellingham	1,449	5.89	NA	NA	8.83	6.28	71.28	72.46	19.90	21.26	5.93	NA	3.42	6.16	6.20	
Bremerton-Silverdale	1,091	4.44	1.75	1.19	9.31	5.50	69.62	60.95	19.32	32.36	3.32	0.85	1.85	3.10	4.66	
Kennewick-Pasco-Richland	806	3.28	2.95	2.11	13.08	6.08	55.11	52.73	28.86	39.08	4.47	8.99	6.05	4.50	4.06	
Longview	253	1.03	2.18	1.58	10.31	2.77	66.32	73.91	21.20	21.74	3.14	6.45	0.78	3.55	2.40	
Mount Vernon-Anacortes	642	2.61	NA	NA	9.11	7.01	71.16	69.94	19.73	23.05	5.07	NA	3.06	5.10	5.58	
Olympia	923	3.75	NA	NA	12.34	8.23	68.09	67.06	19.57	24.70	2.70	NA	2.54	2.60	3.05	
Spokane	2,139	8.70	0.28	0.42	21.71	15.94	44.82	38.52	33.20	45.11	5.60	3.08	5.92	5.36	5.74	
Tacoma	2,848	11.58	0.50	0.21	10.96	6.32	63.09	63.03	25.46	30.44	3.95	2.60	4.02	3.95	3.93	
Wenatchee	232	0.94	NA	NA	15.78	12.93	58.76	59.05	25.47	28.02	3.48	NA	3.81	3.39	3.53	
Yakima	703	2.86	1.43	0.43	22.04	16.07	38.95	34.57	37.58	48.93	6.02	3.57	13.06	5.84	4.61	
WA nonMSA	2,545	10.35	0.11	0.35	11.59	7.78	66.97	60.55	21.33	31.32	6.71	17.86	6.94	6.97	6.16	

Data shown includes only one to four-family and manufactured housing (property type 1 or 2).

* Based on 2011 Peer Mortgage Data (USPR).

** Home mortgage refinance loans originated and purchased in the MA/AA as a percentage of all home mortgage refinance loans originated and purchased in the rated area.

*** Percentage of Owner-Occupied Units is the number of owner-occupied housing units in a particular geography divided by number of owner-occupied housing units in the area based on 2000 Census information.

Table 5. Geographic Distribution of Multifamily Loans

Geographic Distribution: MULTIFAMILY		Geography: WASHINGTON						Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011							
MA/Assessment Area:	Total Multifamily Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total**	% of MF Units***	% USB Loans	% MF Units***	% USB Loans	% MF Units***	% USB Loans	% MF Units***	% USB Loans	Overall	Low	Mod	Mid	Upp
Full-Review:															
Seattle-Bellevue-Everett	64	52.89	3.72	1.56	36.96	39.06	43.29	45.31	16.04	14.06	6.91	5.00	7.22	6.94	6.56
Limited-Review:															
Bellingham	0	0.00	NA	NA	27.18	0.00	62.25	0.00	10.58	0.00	0.00	NA	0.00	0.00	0.00
Bremerton-Silverdale	1	0.83	9.25	0.00	28.01	100.00	54.98	0.00	7.76	0.00	6.25	0.00	16.67	0.00	0.00
Kennewick-Pasco-Richland	8	6.61	18.46	0.00	22.92	12.50	45.18	87.50	13.44	0.00	18.18	0.00	25.00	25.00	0.00
Longview	1	0.83	0.64	0.00	42.57	0.00	55.16	100.00	1.62	0.00	11.11	0.00	0.00	16.67	0.00
Mount Vernon-Anacortes	1	0.83	NA	NA	13.16	0.00	84.67	100.00	2.16	0.00	8.33	NA	0.00	14.29	0.00
Olympia	2	1.65	NA	NA	31.69	50.00	66.41	50.00	1.90	0.00	5.00	NA	25.00	0.00	0.00
Spokane	5	4.13	9.33	0.00	54.66	60.00	25.88	20.00	10.14	20.00	0.00	0.00	0.00	0.00	0.00
Tacoma	28	23.14	8.47	7.14	29.99	21.43	52.41	46.43	9.13	25.00	7.69	0.00	5.41	13.51	5.88
Wenatchee	0	0.00	NA	NA	33.87	0.00	55.28	0.00	10.85	0.00	0.00	NA	0.00	0.00	0.00
Yakima	3	2.48	15.70	33.33	38.09	33.33	29.23	33.33	16.99	0.00	8.33	50.00	0.00	0.00	0.00
WA nonMSA	8	6.61	11.28	0.00	21.30	25.00	59.00	37.50	8.42	37.50	7.69	0.00	12.50	8.00	0.00

Multifamily loan distribution includes Home Purchases, Home Improvement and Refinances.

* Based on 2011 Peer Mortgage Data (USPR).

** Multifamily loans originated and purchased in the MA/AA as a percentage of all multifamily loans originated and purchased in the rated area.

*** Percentage of multifamily units is the number of multifamily housing units in a particular geography divided by number of multifamily housing units in the area based on 2000 Census information.

Table 6. Geographic Distribution of Small Loans to Businesses

Geographic Distribution: SMALL LOANS TO BUSINESSES				Geography: WASHINGTON				Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011							
MA/Assessment Area:	Total Small Business Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total **	% of Businesses ***	% USB Loans	% of Businesses ***	% USB Loans	% of Businesses ***	% USB Loans	% of Businesses ***	% USB Loans	Overall	Low	Mod	Mid	Upp
Full-Review:															
Seattle-Bellevue-Everett	21,365	56.05	2.15	2.19	21.37	21.68	48.65	48.04	27.84	28.09	13.29	13.19	14.65	13.27	11.80
Limited-Review:															
Bellingham	1,024	2.69	NA	NA	11.60	11.04	73.15	77.34	15.25	11.62	10.19	NA	7.24	10.71	7.79
Bremerton-Silverdale	706	1.85	3.88	3.54	9.73	13.03	62.08	68.84	24.31	14.59	8.45	4.55	12.32	9.26	4.82
Kennewick-Pasco-Richland	1,409	3.70	3.97	3.76	18.66	23.49	47.66	42.80	29.70	29.95	14.63	15.97	18.18	14.05	12.31
Longview	372	0.98	1.60	1.61	19.90	23.66	62.77	63.44	15.73	11.29	10.57	7.69	13.50	11.21	5.52
Mount Vernon-Anacortes	483	1.27	NA	NA	15.02	15.11	68.86	63.35	16.12	21.53	9.64	NA	11.40	8.96	9.62
Olympia	1,067	2.80	NA	NA	19.87	23.81	64.73	56.51	15.40	19.68	12.64	NA	13.52	10.41	13.20
Spokane	2,688	7.05	3.44	6.40	33.32	32.70	36.19	34.04	27.05	26.86	12.97	22.61	12.92	13.60	11.16
Tacoma	4,346	11.40	1.60	1.82	18.88	20.48	56.75	53.75	22.77	23.95	15.09	16.53	15.73	14.81	13.09
Wenatchee	292	0.77	NA	NA	24.64	21.92	58.23	45.21	17.13	32.88	5.89	NA	4.09	5.07	8.63
Yakima	1,234	3.24	8.36	8.91	21.82	17.59	36.97	40.92	32.86	32.58	16.67	11.41	16.10	17.57	15.15
WA nonMSA	3,132	8.22	0.61	0.89	13.82	16.86	64.18	64.27	21.38	17.98	16.18	43.33	18.01	16.60	12.00

* Based on 2011 Peer Small Business Data – US and PR.

** Small loans to businesses originated and purchased in the MA/AA as a percentage of all small loans to businesses originated and purchased in the rated area.

*** Source Data - Dun and Bradstreet (2011).

Table 7. Geographic Distribution of Small Loans to Farms

Geographic Distribution: SMALL LOANS TO FARMS															
Geography: WASHINGTON															
Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011															
MA/Assessment Area:	Total Small Farm Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total**	% of Farms***	% USB Loans	% of Farms***	% USB Loans	% of Farms***	% USB Loans	% of Farms***	% USB Loans	Over-all	Low	Mod	Mid	Upp
Full-Review:															
Seattle-Bellevue-Everett	19	2.69	0.92	0.00	16.54	5.26	59.03	57.89	23.51	36.84	0.51	0.00	5.00	0.00	0.00
Limited-Review:															
Bellingham	13	1.84	NA	NA	5.71	0.00	88.05	92.31	6.23	7.69	1.43	NA	0.00	1.56	0.00
Bremerton-Silverdale	1	0.14	2.22	0.00	5.00	0.00	66.94	100.00	25.83	0.00	0.00	0.00	0.00	0.00	0.00
Kennewick-Pasco-Richland-	87	12.32	0.95	0.00	21.35	19.54	63.97	75.86	13.73	4.60	11.30	0.00	8.82	13.89	4.76
Longview	4	0.57	2.33	0.00	15.18	0.00	59.53	100.00	22.96	0.00	25.00	0.00	0.00	42.86	0.00
Mount Vernon-Anacortes	2	0.28	NA	NA	7.40	0.00	62.66	50.00	29.93	50.00	0.00	NA	0.00	0.00	0.00
Olympia	3	0.42	NA	NA	17.87	0.00	65.31	100.00	16.82	0.00	0.00	NA	0.00	0.00	0.00
Spokane	13	1.84	0.37	0.00	15.86	0.00	45.01	69.23	38.77	30.77	4.60	0.00	0.00	7.89	2.38
Tacoma	11	1.56	0.89	0.00	12.29	9.09	62.38	72.73	24.44	18.18	2.94	0.00	100.00	0.00	0.00
Wenatchee	43	6.09	NA	NA	9.35	4.65	63.82	60.47	26.83	34.88	16.49	NA	0.00	14.67	23.53
Yakima	39	5.52	1.18	0.00	10.25	23.08	67.86	69.23	20.72	7.69	1.80	0.00	0.00	1.81	2.63
WA nonMSA	471	66.71	0.33	0.85	15.04	19.96	69.29	70.91	15.33	8.28	15.52	33.33	18.18	14.87	15.05

* Based on 2011 Peer Small Business Data – US and PR.

** Small loans to farms originated and purchased in the MA/AA as a percentage of all small loans to farms originated and purchased in the rated area.

*** Source Data - Dun and Bradstreet (2011).

Table 8. Borrower Distribution of Home Purchase Loans

Borrower Distribution: HOME PURCHASE		Geography: WASHINGTON						Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011								
MA/Assessment Area:	Total Home Purchase Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Market Share*					
	#	% of Total **	% Families ***	% USB Loans ****	% Families ***	USB Loans ****	% Families ***	% USB Loans ****	% Families ***	% USB Loans ****	% Families ***	% USB Loans ****	Over-all	Low	Mod	Mid
Full-Review:																
Seattle-Bellevue-Everett	3,356	43.71	18.50	7.10	18.70	19.16	24.54	24.23	38.26	49.52	1.50	1.12	0.95	1.18	2.23	
Limited-Review:																
Bellingham	534	6.95	18.16	2.83	18.66	24.29	23.94	30.36	39.24	42.51	2.58	1.95	2.96	1.93	2.92	
Bremerton-Silverdale	326	4.25	17.45	0.92	19.02	22.94	24.52	17.43	39.02	58.72	1.01	0.00	1.01	0.42	1.71	
Kennewick-Pasco-Richland-	430	5.60	20.23	11.04	18.40	31.86	21.76	26.50	39.61	30.60	2.24	2.48	2.15	1.96	2.44	
Longview	65	0.85	20.36	2.50	17.47	30.00	23.64	30.00	38.53	37.50	1.30	0.00	0.82	1.37	1.96	
Mount Vernon-Anacortes	170	2.21	18.11	11.90	18.93	28.57	23.36	21.43	39.60	38.10	1.92	4.26	2.63	1.13	1.60	
Olympia	316	4.12	17.26	9.46	18.90	20.27	25.85	24.32	37.98	45.95	0.45	0.37	0.39	0.43	0.56	
Spokane	565	7.36	18.88	13.91	18.97	24.93	22.97	26.67	39.18	34.49	1.69	1.37	1.53	1.82	1.88	
Tacoma	916	11.93	18.66	6.50	18.89	23.16	23.23	28.81	39.22	41.53	0.96	0.75	0.59	0.92	1.43	
Wenatchee	49	0.64	19.23	3.57	19.25	10.71	20.52	32.14	41.01	53.57	1.47	0.00	1.38	2.38	1.16	
Yakima	152	1.98	20.45	8.57	18.68	30.00	20.51	24.29	40.36	37.14	0.89	0.00	1.52	0.54	0.97	
WA nonMSA	799	10.41	19.07	3.93	18.26	17.42	22.63	24.16	40.03	54.49	2.14	1.51	1.73	1.64	2.71	

Data shown includes only one to four-family and manufactured housing (property type 1 or 2).

* Based on 2011 Peer Mortgage Data (USPR).

** Home purchase loans originated and purchased in the MA/AA as a percentage of all home purchase loans originated and purchased in the rated area.

*** Percentage of Families is based on the 2000 Census information.

**** As a percentage of loans with borrower income information available. No information was available for 47.9% of loans originated and purchased by USB in the Multistate MAs.

Table 9. Borrower Distribution of Home Improvement Loans

Borrower Distribution: HOME IMPROVEMENT		Geography: WASHINGTON								Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011					
MA/Assessment Area:	Total Home Improvement Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Market Share*				
	#	% of Total **	% Families ***	% USB Loans ****	% Families ***	USB Loans ****	% Families ***	% USB Loans ****	% Families ***	% USB Loans ****	Over-all	Low	Mod	Mid	Upp
Full-Review:															
Seattle-Bellevue-Everett	277	31.02	18.50	14.87	18.70	16.73	24.54	29.37	38.26	39.03	5.27	9.15	5.78	4.25	4.99
Limited-Review:															
Bellingham	26	2.91	18.16	5.88	18.66	23.53	23.94	17.65	39.24	52.94	2.16	3.57	3.13	0.82	2.56
Bremerton-Silverdale	21	2.35	17.45	40.00	19.02	30.00	24.52	20.00	39.02	10.00	2.42	15.38	4.62	0.00	0.69
Kennewick-Pasco-Richland	61	6.83	20.23	8.33	18.40	28.33	21.76	28.33	39.61	35.00	6.25	9.52	12.70	4.88	4.30
Longview	20	2.24	20.36	15.79	17.47	31.58	23.64	21.05	38.53	31.58	10.61	50.00	0.00	12.50	8.33
Mount Vernon-Anacortes	25	2.80	18.11	22.73	18.93	13.64	23.36	31.82	39.60	31.82	9.73	25.00	11.11	13.79	5.17
Olympia	19	2.13	17.26	27.78	18.90	16.67	25.85	38.89	37.98	16.67	3.11	4.35	7.14	3.77	0.00
Spokane	164	18.37	18.88	13.73	18.97	27.45	22.97	22.88	39.18	35.95	9.19	10.81	10.92	8.50	8.58
Tacoma	64	7.17	18.66	11.48	18.89	16.39	23.23	36.07	39.22	36.07	3.28	1.92	3.15	3.75	3.32
Wenatchee	7	0.78	19.23	0.00	19.25	40.00	20.52	0.00	41.01	60.00	2.00	0.00	0.00	0.00	3.92
Yakima	56	6.27	20.45	5.77	18.68	30.77	20.51	28.85	40.36	34.62	7.47	21.43	7.89	12.24	4.29
WA nonMSA	153	17.13	19.07	8.72	18.26	24.16	22.63	25.50	40.03	41.61	9.23	10.53	13.68	11.41	6.69

Data shown includes only one to four-family and manufactured housing (property type of 1 or 2).

* Based on 2011 Peer Mortgage Data (USPR).

** Home improvement loans originated and purchased in the MA/AA as a percentage of all home improvement loans originated and purchased in the rated area.

*** Percentage of Families is based on the 2000 Census information.

**** As a percentage of loans with borrower income information available. No information was available for 5.4% of loans originated and purchased by the bank.

Table 10. Borrower Distribution of Home Mortgage Refinance Loans

Borrower Distribution: HOME MORTGAGE REFINANCE			Geography: WASHINGTON				Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011									
MA/Assessment Area:	Total Home Mortgage Refinance Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Market Share*					
	#	% of Total **	% Families ***	% USB Loans ****	% Families ***	USB Loans ****	% Families ***	% USB Loans ****	% Families ***	% USB Loans ****	Over-all	Low	Mod	Mid	Upp	
Full-Review:																
Seattle-Bellevue-Everett	10,955	44.56	18.50	7.57	18.70	17.19	24.54	26.37	38.26	48.87	3.77	5.39	4.35	3.58	3.49	
Limited-Review:																
Bellingham	1,449	5.89	18.16	4.87	18.66	19.15	23.94	31.08	39.24	44.90	3.46	4.00	3.56	4.37	2.85	
Bremerton-Silverdale	1,091	4.44	17.45	6.31	19.02	16.61	24.52	24.92	39.02	52.16	3.15	3.05	3.73	2.45	3.39	
Kennewick-Pasco-Richland	806	3.28	20.23	7.87	18.40	19.26	21.76	28.81	39.61	44.05	4.54	8.09	5.47	4.90	3.72	
Longview	253	1.03	20.36	9.05	17.47	18.59	23.64	30.15	38.53	42.21	3.48	4.31	5.90	3.61	2.55	
Mount Vernon-Anacortes	642	2.61	18.11	5.77	18.93	17.07	23.36	29.33	39.60	47.84	4.99	5.26	4.50	5.99	4.51	
Olympia	923	3.75	17.26	6.74	18.90	19.66	25.85	28.37	37.98	45.22	2.30	3.54	2.04	2.28	2.23	
Spokane	2,139	8.70	18.88	10.11	18.97	21.25	22.97	26.21	39.18	42.43	5.86	8.77	8.18	5.36	4.82	
Tacoma	2,848	11.58	18.66	6.95	18.89	19.74	23.23	26.64	39.22	46.67	4.18	6.37	4.87	4.02	3.77	
Wenatchee	232	0.94	19.23	2.88	19.25	10.79	20.52	21.58	41.01	64.75	3.17	1.67	4.17	1.99	3.49	
Yakima	703	2.86	20.45	8.51	18.68	19.79	20.51	24.47	40.36	47.23	5.92	10.27	10.74	5.69	4.66	
WA nonMSA	2,545	10.35	19.07	5.35	18.26	15.48	22.63	25.61	40.03	53.56	6.31	8.05	7.61	6.69	5.71	

Data shown includes only one to four-family and manufactured housing (property type 1 or 2).

* Based on 2011 Peer Mortgage Data (USPR).

** Home refinance loans originated and purchased in the MA/AA as a percentage of all home refinance loans originated and purchased in the rated area.

*** Percentage of Families is based on the 2000 Census information.

**** As a percentage of loans with borrower income information available. No information was available for 35.0% of loans originated and purchased by the bank.

Table 11. Borrower Distribution of Small Loans to Businesses

Borrower Distribution: SMALL LOANS TO BUSINESSES					Geography: WASHINGTON			Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011		
MA/Assessment Area:	Total Small Loans to Businesses		Businesses With Revenues of \$1 million or less		Loans by Original Amount Regardless of Business Size			Market Share*		
	#	% of Total**	% of Businesses ***	% USB Loans****	\$100,000 or less	>\$100,000 to \$250,000	>\$250,000 to \$1,000,000	All	Rev \$1 Million or Less	
Full-Review:										
Seattle-Bellevue-Everett	21,365	56.05	68.13	56.57	92.73	2.38	4.89	13.29	16.07	
Limited-Review:										
Bellingham	1,024	2.69	71.93	49.32	93.26	2.83	3.91	10.19	11.76	
Bremerton-Silverdale	706	1.85	72.40	63.31	90.37	4.39	5.24	8.45	11.35	
Kennewick-Pasco-Richland	1,409	3.70	69.49	53.30	92.97	3.26	3.76	14.63	17.54	
Longview	372	0.98	70.97	53.76	95.16	1.61	3.23	10.57	11.66	
Mount Vernon-Anacortes	483	1.27	71.10	53.83	93.58	1.45	4.97	9.64	11.05	
Olympia	1,067	2.80	70.43	55.48	91.10	3.94	4.97	12.64	14.61	
Spokane	2,688	7.05	69.52	57.22	87.98	5.62	6.40	12.97	15.16	
Tacoma	4,346	11.40	72.08	54.79	93.24	2.69	4.07	15.09	19.21	
Wenatchee	292	0.77	71.91	48.29	78.77	7.19	14.04	5.89	5.06	
Yakima	1,234	3.24	69.74	49.11	89.71	2.92	7.37	16.67	17.00	
WA nonMSA	3,132	8.22	72.08	60.34	93.52	2.91	3.58	16.18	17.62	

* Based on 2011 Peer Small Business Data – US and PR.

** Small loans to businesses originated and purchased in the MA/AA as a percentage of all small loans to businesses originated and purchased in the rated area.

*** Businesses with revenues of \$1 million or less as a percentage of all businesses (Source Dun and Bradstreet - 2011).

**** Small loans to businesses with revenues of \$1 million or less as a percentage of all loans reported as small loans to businesses. No information was available for 30.1% of small loans to businesses originated and purchased by the bank.

Table 12. Borrower Distribution of Small Loans to Farms

Borrower Distribution: SMALL LOANS TO FARMS		Geography: WASHINGTON				Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011			
MA/Assessment Area:	Total Small Loans to Farms		Farms With Revenues of \$1 million or less		Loans by Original Amount Regardless of Farm Size			Market Share*	
	#	% of Total**	% of Farms***	% USB Loans****	\$100,000 or less	>\$100,000 to \$250,000	>\$250,000 to \$500,000	All	Rev \$1 Million or Less
Full-Review:									
Seattle-Bellevue-Everett	19	2.69	96.15	57.89	94.74	5.26	0.00	0.51	0.94
Limited-Review:									
Bellingham	13	1.84	96.02	61.54	38.46	0.00	61.54	1.43	1.47
Bremerton-Silverdale	1	0.14	97.92	0.00	100.00	0.00	0.00	0.00	0.00
Kennewick-Pasco-Richland	87	12.32	92.94	75.86	58.62	22.99	18.39	11.30	15.44
Longview	4	0.57	96.50	25.00	100.00	0.00	0.00	25.00	0.00
Mount Vernon-Anacortes	2	0.28	94.08	50.00	50.00	0.00	50.00	0.00	0.00
Olympia	3	0.42	96.06	100.00	100.00	0.00	0.00	0.00	0.00
Spokane	13	1.84	97.14	84.62	61.54	38.46	0.00	4.60	5.48
Tacoma	11	1.56	96.05	36.36	100.00	0.00	0.00	2.94	4.00
Wenatchee	43	6.09	95.12	90.70	32.56	46.51	20.93	16.49	20.00
Yakima	39	5.52	91.60	56.41	53.85	17.95	28.21	1.80	3.05
WA nonMSA	471	66.71	96.40	84.08	51.38	26.33	22.29	15.52	18.14

* Based on 2011 Peer Small Business Data – US and PR.

** Small loans to farms originated and purchased in the MA/AA as a percentage of all small loans to farms originated and purchased in the rated area.

*** Farms with revenues of \$1 million or less as a percentage of all farms (Source Dun and Bradstreet - 2011).

**** Small loans to farms with revenues of \$1 million or less as a percentage of all loans reported as small loans to farms. No information was available for 10.2% of small loans to farms originated and purchased by the bank.

Table 14. Qualified Investments

QUALIFIED INVESTMENTS		Geography: WASHINGTON				Evaluation Period: JANUARY 1, 2009 To MARCH 31, 2012			
MA/Assessment Area:	Prior Period Investments*		Current Period Investments**		Total Investments			Unfunded Commitments***	
	#	\$(000's)	#	\$(000's)	#	\$(000's)	% of Total	#	\$(000's)
Full-Review:									
Seattle-Bellevue-Everett	72	26,759	409	153,671	481	180,429	48.71	13	37,397
Limited-Review:									
Bellingham	8	308	36	1,712	44	2,021	0.55	0	0
Bremerton-Silverdale	8	22,999	18	659	26	23,658	6.39	0	0
Kennewick-Pasco-Richland	22	1,018	17	2,847	39	3,865	1.04	0	0
Longview	4	101	12	486	16	588	0.16	0	0
Mount Vernon-Anacortes	11	765	19	3,707	30	4,472	1.21	2	38
Olympia	9	3,915	20	919	29	4,834	1.30	1	3,189
Spokane	11	9,649	90	32,947	101	42,596	11.50	2	658
Tacoma	17	6,961	54	19,997	71	26,957	7.28	2	13,142
Wenatchee	3	89	6	266	9	355	0.10	0	0
Yakima	22	1,309	30	3,488	52	4,797	1.29	0	0
WA nonMSA	25	4,380	49	66,814	74	71,193	19.22	0	0
WA Statewide	6	4,184	67	477	73	4,662	1.26	0	0

* 'Prior Period Investments' means investments made in a previous evaluation period that are outstanding as of the examination date.

** The evaluation period for current period investments is January 1, 2009 to March 31, 2012.

*** 'Unfunded Commitments' means legally binding investment commitments that are tracked and recorded by the institution's financial reporting system.

Table 15. Distribution of Branch Delivery System and Branch Openings/Closings

DISTRIBUTION OF BRANCH DELIVERY SYSTEM/BRANCH OPENINGS/CLOSINGS Geography: WASHINGTON Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011																	
MA/Assessment Area:	Deposits	Branches						Branch Openings/Closings						Population			
	% of Rated Area Deposits in AA	# of USB Branches	% of Rated Area Branches in AA	Location of Branches by Income of Geographies (%)				# of Branch Openings	# of Branch Closings	Net change in Location of Branches (+ or -)				of Population within Each Geography			
				Low	Mod	Mid	Upp			Low	Mod	Mid	Upp	Low	Mod	Mid	Upp
Full-Review:																	
Seattle-Bellevue-Everett	68.12	66	39.52	4.55	25.76	48.48	21.21	2	1	0	-1	2	0	1.93	21.89	52.39	23.79
Limited-Review:																	
Bellingham	2.28	4	2.40	NA	0.00	100.00	0.00	0	1	NA	0	-1	0	NA	13.44	70.37	16.19
Bremerton-Silverdale	0.77	4	2.40	0.00	25.00	75.00	0.00	0	0	0	0	0	0	3.15	16.39	63.80	16.66
Kennewick-Pasco-Richland	3.06	9	5.39	11.11	33.33	44.44	11.11	0	0	0	0	0	0	6.87	18.55	51.89	22.69
Longview	0.82	2	1.20	0.00	0.00	100.00	0.00	0	0	0	0	0	0	4.85	16.59	61.75	16.81
Mount Vernon-Anacortes	1.39	4	2.40	NA	50.00	50.00	0.00	0	0	NA	0	0	0	NA	9.71	74.25	16.04
Olympia	1.02	4	2.40	NA	50.00	50.00	0.00	2	0	NA	1	1	0	NA	15.50	68.02	16.48
Spokane	6.49	16	9.58	0.00	43.75	43.75	12.50	0	0	0	0	0	0	1.61	30.19	40.90	27.30
Tacoma	4.29	21	12.57	0.00	28.57	57.14	14.29	0	1	0	0	0	-1	2.73	18.13	58.48	20.44
Wenatchee	0.57	1	0.60	NA	0.00	100.00	0.00	0	0	NA	0	0	0	NA	22.29	56.00	21.71
Yakima	3.74	10	5.99	10.00	10.00	40.00	40.00	0	0	0	0	0	0	3.68	29.57	38.98	27.77
WA nonMSA	7.47	26	15.57	0.00	19.23	73.08	7.69	0	1	0	0	-1	0	1.59	17.28	62.74	18.39

Table 1. Lending Volume

LENDING VOLUME												
Geography: WISCONSIN						Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011						
MA/Assessment Area:	% of Rated Area Loans (#) in MA/AA*	Home Mortgage		Small Loans to Businesses		Small Loans to Farms		Community Development Loans**		Total Reported Loans		% of Rated Area Deposits in MA/AA***
		#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	#	\$(000's)	
Full-Review:												
Milwaukee-Waukesha-West Allis	35.23	9,635	1,788,613	16,320	602,888	30	949	40	171,646	26,025	2,564,096	81.66
Limited-Review:												
Appleton	4.77	1,375	215,727	2,134	99,901	9	270	5	12,899	3,523	328,797	0.44
Eau Claire	2.66	653	88,463	1,305	44,887	10	565	0	0	1,968	133,915	0.86
Fond du Lac	3.52	1,718	231,615	864	28,673	15	2,043	0	0	2,597	262,331	0.63
Green Bay	8.50	3,333	516,626	2,938	56,024	8	105	1	1,540	6,280	574,295	0.58
Janesville	1.45	332	43,963	728	11,269	10	484	0	0	1,070	55,716	0.09
La Crosse	1.62	370	59,628	824	25,245	1	53	1	50	1,196	84,976	0.91
Madison	14.12	4,103	795,705	6,304	174,120	20	905	6	42,169	10,433	1,012,899	9.12
Oshkosh-Neenah	3.59	1,259	177,817	1,387	54,250	8	832	2	3,232	2,656	236,131	0.74
Racine	2.45	577	94,358	1,227	39,875	3	18	1	1,250	1,808	135,501	0.44
Sheboygan	3.06	1,154	150,107	1,095	41,417	7	419	2	2,584	2,258	194,527	0.78
Wausau	2.94	505	73,098	1,651	47,337	11	259	2	100	2,169	120,794	0.53
WI nonMSA	16.10	5,334	751,202	6,324	160,746	232	17,031	7	5,613	11,897	934,592	3.20
WI Statewide	0.00	0	0	0	0	0	0	2	7,750	2	7,750	NA

* Loan Data as of December 31, 2011. Rated area refers to either the state or multistate MA rating area.

** The evaluation period for Community Development Loans is from January 1, 2009 to March 31, 2012.

*** Deposit Data as of June 30, 2011. Rated Area refers to the state, multistate MA, or institution, as appropriate.

Table 2. Geographic Distribution of Home Purchase Loans

Geographic Distribution: HOME PURCHASE												Geography: WISCONSIN				Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011				
MA/Assessment Area:	Total Home Purchase Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*									
	#	% of Total**	% Owner Occ Units***	% USB Loans	% Owner Occ Units***	% USB Loans	% Owner Occ Units***	% USB Loans	% Owner Occ Units***	% USB Loans	Overall	Low	Mod	Mid	Upp					
Full-Review:																				
Milwaukee-Waukesha-West Allis	2,416	33.92	4.46	4.35	12.07	19.45	46.58	43.75	36.88	32.45	5.19	11.44	11.47	4.78	4.14					
Limited-Review:																				
Appleton	340	4.77	NA	NA	4.66	7.06	83.48	71.76	11.86	21.18	2.76	NA	1.42	2.67	3.44					
Eau Claire	176	2.47	NA	NA	9.89	9.09	72.19	71.02	17.92	19.89	2.95	NA	3.68	2.53	4.58					
Fond du Lac	383	5.38	NA	NA	NA	NA	92.04	91.64	7.96	8.36	9.72	NA	NA	9.50	12.12					
Green Bay	765	10.74	NA	NA	9.55	9.80	65.96	65.88	24.49	24.31	3.58	NA	3.14	3.80	3.21					
Janesville	84	1.18	NA	NA	13.85	5.95	64.93	64.29	21.22	29.76	1.65	NA	0.61	1.49	2.46					
La Crosse	88	1.24	NA	NA	11.09	9.09	75.06	71.59	13.85	19.32	1.26	NA	0.84	1.35	1.10					
Madison	1,051	14.76	0.61	0.67	14.21	13.13	64.94	59.37	20.24	26.83	4.75	2.50	4.80	4.22	6.04					
Oshkosh-Neenah	371	5.21	NA	NA	5.18	5.12	74.00	70.35	20.82	24.53	4.67	NA	0.00	4.52	5.97					
Racine	120	1.68	3.43	0.00	6.59	3.33	71.55	76.67	18.42	20.00	1.79	0.00	0.00	1.98	1.67					
Sheboygan	162	2.27	NA	NA	10.78	8.02	75.94	74.69	13.28	17.28	3.72	NA	1.12	3.59	5.56					
Wausau	102	1.43	NA	NA	14.02	13.73	70.90	65.69	15.08	20.59	2.84	NA	1.80	3.13	2.53					
WI nonMSA	1,064	14.94	NA	NA	5.76	4.61	75.35	77.54	18.90	17.86	5.34	NA	4.73	5.50	4.94					

Data shown includes only one to four-family and manufactured housing (property type 1 or 2).

* Based on 2011 Peer Mortgage Data (USPR).

** Home purchase loans originated and purchased in the MA/AA as a percentage of all home purchase loans originated and purchased in the rated area.

*** Percentage of Owner-Occupied Units is the number of owner-occupied housing units in a particular geography divided by the number of owner-occupied housing units in the area based on 2000 Census information.

Table 3. Geographic Distribution of Home Improvement Loans

Geographic Distribution: HOME IMPROVEMENT			Geography: WISCONSIN				Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011					Market Share (%) by Geography*				
MA/Assessment Area:	Total Home Improvement Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Overall	Low	Mod	Mid	Upp	
	#	% of Total**	% Owner Occ Units***	% USB Loans	% Owner Occ Units***	% USB Loans	% Owner Occ Units***	% USB Loans	% Owner Occ Units***	% USB Loans						
Full-Review:																
Milwaukee-Waukesha-West Allis	238	35.47	4.46	5.46	12.07	15.13	46.58	39.50	36.88	39.92	4.54	7.02	5.91	3.86	4.81	
Limited-Review:																
Appleton	10	1.49	NA	NA	4.66	0.00	83.48	80.00	11.86	20.00	0.83	NA	0.00	1.06	0.00	
Eau Claire	28	4.17	NA	NA	9.89	10.71	72.19	64.29	17.92	25.00	3.42	NA	3.45	2.87	5.56	
Fond du Lac	16	2.38	NA	NA	NA	NA	92.04	100.00	7.96	0.00	4.57	NA	NA	5.10	0.00	
Green Bay	21	3.13	NA	NA	9.55	4.76	65.96	61.90	24.49	33.33	2.27	NA	5.00	2.42	1.49	
Janesville	8	1.19	NA	NA	13.85	0.00	64.93	50.00	21.22	50.00	1.65	NA	0.00	0.64	6.67	
La Crosse	8	1.19	NA	NA	11.09	0.00	75.06	75.00	13.85	25.00	1.77	NA	0.00	1.91	2.78	
Madison	58	8.64	0.61	0.00	14.21	15.52	64.94	51.72	20.24	32.76	2.16	0.00	2.88	2.05	2.17	
Oshkosh-Neenah	21	3.13	NA	NA	5.18	0.00	74.00	66.67	20.82	33.33	2.50	NA	0.00	1.59	5.50	
Racine	19	2.83	3.43	0.00	6.59	5.26	71.55	78.95	18.42	15.79	2.82	0.00	12.50	3.54	0.00	
Sheboygan	31	4.62	NA	NA	10.78	16.13	75.94	67.74	13.28	16.13	2.07	NA	0.00	2.27	2.78	
Wausau	22	3.28	NA	NA	14.02	13.64	70.90	59.09	15.08	27.27	3.23	NA	5.00	2.36	6.38	
WI nonMSA	191	28.46	NA	NA	5.76	2.09	75.35	82.72	18.90	15.18	6.82	NA	4.35	7.54	5.26	

Data shown includes only one to four-family and manufactured housing (property type 1 or 2).

* Based on 2011 Peer Mortgage Data (USPR).

** Home improvement loans originated and purchased in the MA/AA as a percentage of all home improvement loans originated and purchased in the rated area.

*** Percentage of Owner-Occupied Units is the number of owner-occupied housing units in a particular geography divided by number of owner-occupied housing units in the area based on 2000 Census information.

Table 4. Geographic Distribution of Home Mortgage Refinance Loans

Geographic Distribution: HOME MORTGAGE REFINANCE			Geography: WISCONSIN				Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011					Market Share (%) by Geography*				
MA/Assessment Area:	Total Home Mortgage Refinance Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies							
	#	% of Total**	% Owner Occ Units***	% USB Loans	% Owner Occ Units***	% USB Loans	% Owner Occ Units***	% USB Loans	% Owner Occ Units***	% USB Loans	Overall	Low	Mod	Mid	Upp	
Full-Review:																
Milwaukee-Waukesha-West Allis	6,851	30.62	4.46	0.93	12.07	5.69	46.58	38.21	36.88	55.16	4.95	4.58	5.54	4.58	5.20	
Limited-Review:																
Appleton	1,021	4.56	NA	NA	4.66	2.55	83.48	72.77	11.86	24.68	2.91	NA	4.12	2.73	3.32	
Eau Claire	448	2.00	NA	NA	9.89	8.48	72.19	67.19	17.92	24.33	3.93	NA	4.66	3.58	4.87	
Fond du Lac	1,318	5.89	NA	NA	NA	NA	92.04	84.37	7.96	15.63	10.24	NA	NA	9.89	12.59	
Green Bay	2,542	11.36	NA	NA	9.55	4.05	65.96	62.08	24.49	33.87	4.36	NA	5.63	4.31	4.34	
Janesville	239	1.07	NA	NA	13.85	2.93	64.93	56.90	21.22	40.17	1.57	NA	0.47	1.47	1.94	
La Crosse	274	1.22	NA	NA	11.09	6.20	75.06	70.80	13.85	22.99	1.24	NA	0.40	1.14	2.01	
Madison	2,983	13.33	0.61	0.07	14.21	10.16	64.94	56.45	20.24	33.32	3.52	1.01	3.84	3.29	3.95	
Oshkosh-Neenah	864	3.86	NA	NA	5.18	4.05	74.00	65.51	20.82	30.44	4.38	NA	5.36	4.39	4.25	
Racine	431	1.93	3.43	0.93	6.59	3.02	71.55	65.66	18.42	30.39	2.38	0.00	2.16	2.18	3.05	
Sheboygan	957	4.28	NA	NA	10.78	9.61	75.94	64.99	13.28	25.39	8.51	NA	16.81	7.70	8.66	
Wausau	379	1.69	NA	NA	14.02	6.86	70.90	70.98	15.08	22.16	3.48	NA	3.51	3.13	4.68	
WI nonMSA	4,069	18.18	NA	NA	5.76	4.23	75.35	75.84	18.90	19.93	7.00	NA	5.48	7.64	5.46	

Data shown includes only one to four-family and manufactured housing (property type 1 or 2).

* Based on 2011 Peer Mortgage Data (USPR).

** Home mortgage refinance loans originated and purchased in the MA/AA as a percentage of all home mortgage refinance loans originated and purchased in the rated area.

*** Percentage of Owner-Occupied Units is the number of owner-occupied housing units in a particular geography divided by number of owner-occupied housing units in the area based on 2000 Census information.

Table 5. Geographic Distribution of Multifamily Loans

Geographic Distribution: MULTIFAMILY			Geography: WISCONSIN						Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011						
MA/Assessment Area:	Total Multifamily Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total**	% of MF Units***	% USB Loans	% MF Units***	% USB Loans	% MF Units***	% USB Loans	% MF Units***	% USB Loans	Overall	Low	Mod	Mid	Upp
Full-Review:															
Milwaukee-Waukesha-West Allis	130	72.63	12.61	11.54	19.46	26.15	48.14	50.00	19.79	12.31	15.71	16.36	18.60	16.34	8.93
Limited-Review:															
Appleton	4	2.23	NA	NA	8.75	0.00	81.14	75.00	10.11	25.00	8.33	NA	0.00	8.82	0.00
Eau Claire	1	0.56	NA	NA	32.43	100.00	46.32	0.00	21.26	0.00	0.00	NA	0.00	0.00	0.00
Fond du Lac	1	0.56	NA	NA	NA	NA	97.56	100.00	2.44	0.00	11.11	NA	NA	11.11	0.00
Green Bay	5	2.79	NA	NA	22.93	0.00	69.00	60.00	8.07	40.00	3.39	NA	0.00	0.00	14.29
Janesville	1	0.56	NA	NA	22.23	0.00	54.80	100.00	22.97	0.00	0.00	NA	0.00	0.00	0.00
La Crosse	0	0.00	NA	NA	43.47	0.00	54.78	0.00	1.75	0.00	0.00	NA	0.00	0.00	0.00
Madison	11	6.15	15.60	0.00	20.64	36.36	48.53	63.64	15.23	0.00	3.82	0.00	7.69	5.71	0.00
Oshkosh-Neenah	3	1.68	NA	NA	8.86	0.00	76.30	66.67	14.84	33.33	3.70	NA	0.00	0.00	50.00
Racine	7	3.91	3.26	0.00	24.26	14.29	57.04	85.71	15.44	0.00	15.79	0.00	50.00	14.29	0.00
Sheboygan	4	2.23	NA	NA	32.21	25.00	62.80	75.00	4.99	0.00	25.00	NA	50.00	20.00	0.00
Wausau	2	1.12	NA	NA	28.01	0.00	59.37	100.00	12.62	0.00	7.14	NA	0.00	9.52	0.00
WI nonMSA	10	5.59	NA	NA	5.56	0.00	81.76	90.00	12.68	10.00	4.76	NA	0.00	4.84	7.69

Multifamily loan distribution includes Home Purchases, Home Improvement and Refinances.

* Based on 2011 Peer Mortgage Data (USPR).

** Multifamily loans originated and purchased in the MA/AA as a percentage of all multifamily loans originated and purchased in the rated area.

*** Percentage of multifamily units is the number of multifamily housing units in a particular geography divided by number of multifamily housing units in the area based on 2000 Census information.

Table 6. Geographic Distribution of Small Loans to Businesses

Geographic Distribution: SMALL LOANS TO BUSINESSES				Geography: WISCONSIN				Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011							
MA/Assessment Area:	Total Small Business Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total **	% of Businesses ***	% USB Loans	% of Businesses ***	% USB Loans	% of Businesses ***	% USB Loans	% of Businesses ***	% USB Loans	Overall	Low	Mod	Mid	Upp
Full-Review:															
Milwaukee-Waukesha-West Allis	16,320	37.86	7.28	4.07	13.38	9.12	42.50	42.16	36.29	44.17	24.95	21.13	24.08	24.36	25.01
Limited-Review:															
Appleton	2,134	4.95	NA	NA	8.36	7.78	74.47	75.35	17.17	16.87	26.91	NA	23.89	26.99	25.59
Eau Claire	1,305	3.03	NA	NA	17.37	19.08	67.99	61.76	14.63	19.16	29.68	NA	26.36	29.79	29.93
Fond du Lac	864	2.00	NA	NA	NA	NA	94.18	91.44	5.82	8.56	20.78	NA	NA	20.94	18.32
Green Bay	2,938	6.82	NA	NA	12.11	19.50	65.23	56.43	22.62	24.06	25.97	NA	31.08	22.42	28.15
Janesville	728	1.69	NA	NA	16.30	14.42	58.65	55.22	25.04	30.36	18.49	NA	13.88	19.49	16.30
La Crosse	824	1.91	NA	NA	19.07	23.54	70.03	64.81	10.90	11.65	23.62	NA	25.17	21.32	23.33
Madison	6,304	14.63	3.65	3.71	13.39	14.36	61.81	59.58	21.15	22.35	27.85	31.27	27.46	28.04	26.60
Oshkosh-Neenah	1,387	3.22	NA	NA	6.26	8.51	71.43	69.21	22.31	22.28	29.79	NA	41.51	29.73	24.84
Racine	1,227	2.85	5.48	5.38	9.76	7.33	68.49	67.24	16.26	20.05	19.63	23.93	15.10	19.26	22.14
Sheboygan	1,095	2.54	NA	NA	15.75	19.36	69.99	69.41	14.25	11.23	22.59	NA	23.02	21.63	21.30
Wausau	1,651	3.83	NA	NA	18.08	15.75	61.89	57.18	20.03	27.07	32.64	NA	28.06	30.32	36.02
WI nonMSA	6,324	14.67	NA	NA	5.62	3.83	77.93	77.94	16.45	18.23	26.31	NA	16.67	26.89	23.49

* Based on 2011 Peer Small Business Data – US and PR.

** Small loans to businesses originated and purchased in the MA/AA as a percentage of all small loans to businesses originated and purchased in the rated area.

*** Source Data - Dun and Bradstreet (2011).

Table 7. Geographic Distribution of Small Loans to Farms

Geographic Distribution: SMALL LOANS TO FARMS		Geography: WISCONSIN						Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011							
MA/Assessment Area:	Total Small Farm Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total**	% of Farms***	% USB Loans	% of Farms***	% USB Loans	% of Farms***	% USB Loans	% of Farms***	% USB Loans	Overall	Low	Mod	Mid	Upp
Full-Review:															
Milwaukee-Waukesha-West Allis	30	8.24	2.34	0.00	5.62	0.00	49.43	30.00	42.52	70.00	2.35	0.00	0.00	1.64	4.35
Limited-Review:															
Appleton	9	2.47	NA	NA	0.87	0.00	89.61	88.89	9.51	11.11	0.00	NA	0.00	0.00	0.00
Eau Claire	10	2.75	NA	NA	7.37	0.00	77.37	90.00	15.25	10.00	2.75	NA	0.00	2.97	0.00
Fond du Lac	15	4.12	NA	NA	NA	NA	90.84	40.00	9.16	60.00	1.89	NA	NA	0.00	23.08
Green Bay	8	2.20	NA	NA	3.23	0.00	77.79	50.00	18.98	50.00	0.00	NA	0.00	0.00	0.00
Janesville	10	2.75	NA	NA	3.59	0.00	75.45	70.00	20.97	30.00	0.60	NA	0.00	0.83	0.00
La Crosse	1	0.27	NA	NA	1.94	0.00	86.41	100.00	11.65	0.00	0.00	NA	0.00	0.00	0.00
Madison	20	5.49	0.54	0.00	9.14	15.00	72.67	65.00	17.65	20.00	0.45	0.00	0.00	0.68	0.00
Oshkosh-Neenah	8	2.20	NA	NA	2.04	0.00	80.00	87.50	17.96	12.50	3.77	NA	0.00	5.13	0.00
Racine	3	0.82	1.11	0.00	3.15	33.33	72.78	33.33	22.96	33.33	0.00	0.00	0.00	0.00	0.00
Sheboygan	7	1.92	NA	NA	1.79	0.00	83.93	100.00	14.29	0.00	1.90	NA	0.00	2.08	0.00
Wausau	11	3.02	NA	NA	12.12	18.18	77.63	72.73	10.25	9.09	0.77	NA	7.69	0.00	0.00
WI nonMSA	232	63.74	NA	NA	4.13	1.72	74.35	90.95	21.53	7.33	6.00	NA	0.00	7.37	0.00

* Based on 2011 Peer Small Business Data – US and PR.

** Small loans to farms originated and purchased in the MA/AA as a percentage of all small loans to farms originated and purchased in the rated area.

*** Source Data - Dun and Bradstreet (2011).

Table 8. Borrower Distribution of Home Purchase Loans

Borrower Distribution: HOME PURCHASE			Geography: WISCONSIN								Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011				
MA/Assessment Area:	Total Home Purchase Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Market Share*				
	#	% of Total **	% Families ***	% USB Loans ****	% Families ***	% USB Loans ****	% Families ***	% USB Loans ****	% Families ***	% USB Loans ****	Over-all	Low	Mod	Mid	Upp
Full-Review:															
Milwaukee-Waukesha-West Allis	2,416	33.92	19.84	22.41	17.89	28.13	23.61	21.53	38.65	27.93	5.05	8.97	5.69	4.19	3.97
Limited-Review:															
Appleton	340	4.77	13.81	17.26	20.05	33.55	30.79	26.06	35.34	23.13	2.77	1.11	2.58	3.66	3.45
Eau Claire	176	2.47	16.25	19.38	20.21	27.50	26.25	25.00	37.29	28.13	2.92	4.46	1.82	2.88	3.20
Fond du Lac	383	5.38	14.43	14.59	18.74	35.81	31.55	28.91	35.27	20.69	10.03	4.63	9.71	12.92	10.26
Green Bay	765	10.74	15.64	19.07	18.07	33.88	26.77	28.53	39.52	18.52	3.86	3.78	4.05	4.33	3.33
Janesville	84	1.18	15.96	17.72	20.02	25.32	26.44	26.58	37.57	30.38	1.81	0.71	1.20	1.60	3.61
La Crosse	88	1.24	16.24	8.82	19.83	26.47	26.51	33.82	37.43	30.88	1.30	0.73	0.67	2.33	1.16
Madison	1,051	14.76	15.60	10.60	19.05	28.64	28.46	27.01	36.89	33.74	5.23	4.65	4.81	4.74	6.13
Oshkosh-Neenah	371	5.21	15.68	16.00	19.70	31.14	28.02	27.14	36.60	25.71	4.68	4.81	2.00	6.50	5.44
Racine	120	1.68	17.83	16.19	18.46	37.14	25.73	18.10	37.98	28.57	1.86	2.20	2.60	0.71	2.00
Sheboygan	162	2.27	14.72	17.65	19.38	21.32	29.30	28.68	36.60	32.35	4.23	2.50	3.57	4.27	5.83
Wausau	102	1.43	15.30	17.39	19.58	39.13	28.61	26.09	36.51	17.39	2.90	4.19	4.19	1.07	2.32
WI nonMSA	1,064	14.94	14.88	12.16	18.71	22.43	25.89	26.10	40.51	39.31	5.12	6.39	3.84	5.38	5.39

Data shown includes only one to four-family and manufactured housing (property type 1 or 2).

* Based on 2011 Peer Mortgage Data (USPR).

** Home purchase loans originated and purchased in the MA/AA as a percentage of all home purchase loans originated and purchased in the rated area.

*** Percentage of Families is based on the 2000 Census information.

**** As a percentage of loans with borrower income information available. No information was available for 10.1% of loans originated and purchased by USB in the Multistate MAs.

Table 9. Borrower Distribution of Home Improvement Loans

Borrower Distribution: HOME IMPROVEMENT		Geography: WISCONSIN						Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011							
MA/Assessment Area:	Total Home Improvement Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Market Share*				
	#	% of Total **	% Families ***	% USB Loans ****	% Families ***	% USB Loans ****	% Families ***	% USB Loans ****	% Families ***	% USB Loans ****	Over-all	Low	Mod	Mid	Upp
Full-Review:															
Milwaukee-Waukesha-West Allis	238	35.47	19.84	26.32	17.89	22.81	23.61	19.74	38.65	31.14	4.50	10.26	4.95	4.52	2.92
Limited-Review:															
Appleton	10	1.49	13.81	0.00	20.05	20.00	30.79	30.00	35.34	50.00	0.85	0.00	0.54	1.15	1.09
Eau Claire	28	4.17	16.25	21.43	20.21	25.00	26.25	25.00	37.29	28.57	3.58	5.41	3.23	2.67	3.81
Fond du Lac	16	2.38	14.43	12.50	18.74	31.25	31.55	25.00	35.27	31.25	4.83	5.00	2.17	3.70	8.33
Green Bay	21	3.13	15.64	9.52	18.07	14.29	26.77	28.57	39.52	47.62	2.34	0.00	2.04	0.79	4.15
Janesville	8	1.19	15.96	12.50	20.02	37.50	26.44	37.50	37.57	12.50	1.77	4.17	3.45	1.39	0.00
La Crosse	8	1.19	16.24	0.00	19.83	14.29	26.51	14.29	37.43	71.43	1.49	0.00	0.00	1.23	3.49
Madison	58	8.64	15.60	3.57	19.05	21.43	28.46	16.07	36.89	58.93	2.14	1.74	3.68	1.04	2.23
Oshkosh-Neenah	21	3.13	15.68	9.52	19.70	23.81	28.02	28.57	36.60	38.10	2.56	0.00	2.20	3.54	2.53
Racine	19	2.83	17.83	31.58	18.46	31.58	25.73	21.05	37.98	15.79	2.92	6.67	4.76	2.17	1.47
Sheboygan	31	4.62	14.72	15.38	19.38	30.77	29.30	23.08	36.60	30.77	2.23	1.92	2.06	1.52	3.25
Wausau	22	3.28	15.30	22.73	19.58	31.82	28.61	27.27	36.51	18.18	3.40	7.69	2.63	4.71	0.90
WI nonMSA	191	28.46	14.88	12.17	18.71	22.22	25.89	26.46	40.51	39.15	7.09	6.73	6.25	7.46	7.39

Data shown includes only one to four-family and manufactured housing (property type of 1 or 2).

* Based on 2011 Peer Mortgage Data (USPR).

** Home improvement loans originated and purchased in the MA/AA as a percentage of all home improvement loans originated and purchased in the rated area.

*** Percentage of Families is based on the 2000 Census information.

**** As a percentage of loans with borrower income information available. No information was available for 3.0% of loans originated and purchased by the bank.

Table 10. Borrower Distribution of Home Mortgage Refinance Loans

Borrower Distribution: HOME MORTGAGE REFINANCE			Geography: WISCONSIN				Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011									
MA/Assessment Area:	Total Home Mortgage Refinance Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Market Share*					
	#	% of Total **	% Families ***	% USB Loans ****	% Families ***	% USB Loans ****	% Families ***	% USB Loans ****	% Families ***	% USB Loans ****	Over-all	Low	Mod	Mid	Upp	
Full-Review:																
Milwaukee-Waukesha-West Allis	6,851	30.62	19.84	6.61	17.89	15.82	23.61	25.72	38.65	51.84	4.85	7.18	4.53	4.68	4.77	
Limited-Review:																
Appleton	1,021	4.56	13.81	8.74	20.05	24.91	30.79	28.81	35.34	37.54	2.87	2.90	2.99	3.03	2.68	
Eau Claire	448	2.00	16.25	9.50	20.21	21.75	26.25	24.00	37.29	44.75	3.86	4.38	4.84	2.62	4.09	
Fond du Lac	1,318	5.89	14.43	7.68	18.74	23.77	31.55	31.70	35.27	36.85	10.40	11.62	12.86	10.15	8.65	
Green Bay	2,542	11.36	15.64	7.70	18.07	19.20	26.77	29.72	39.52	43.38	4.56	4.39	4.45	4.65	4.58	
Janesville	239	1.07	15.96	6.28	20.02	21.26	26.44	27.05	37.57	45.41	1.58	0.71	2.35	0.77	1.97	
La Crosse	274	1.22	16.24	4.26	19.83	14.47	26.51	25.53	37.43	55.74	1.28	0.00	1.61	0.80	1.68	
Madison	2,983	13.33	15.60	7.38	19.05	19.95	28.46	24.05	36.89	48.62	3.78	4.36	3.86	3.09	4.11	
Oshkosh-Neenah	864	3.86	15.68	10.27	19.70	17.58	28.02	27.00	36.60	45.15	4.29	4.53	4.32	3.63	4.60	
Racine	431	1.93	17.83	8.15	18.46	21.63	25.73	27.81	37.98	42.42	2.40	2.57	2.41	2.22	2.47	
Sheboygan	957	4.28	14.72	9.25	19.38	25.98	29.30	25.50	36.60	39.26	9.70	10.94	11.13	8.25	9.71	
Wausau	379	1.69	15.30	6.65	19.58	20.52	28.61	34.68	36.51	38.15	3.83	1.98	3.88	3.95	4.28	
WI nonMSA	4,069	18.18	14.88	7.05	18.71	18.39	25.89	25.25	40.51	49.31	7.29	8.53	8.02	7.52	6.80	

Data shown includes only one to four-family and manufactured housing (property type 1 or 2).

* Based on 2011 Peer Mortgage Data (USPR).

** Home refinance loans originated and purchased in the MA/AA as a percentage of all home refinance loans originated and purchased in the rated area.

*** Percentage of Families is based on the 2000 Census information.

**** As a percentage of loans with borrower income information available. No information was available for 14.0% of loans originated and purchased by the bank.

Table 11. Borrower Distribution of Small Loans to Businesses

Borrower Distribution: SMALL LOANS TO BUSINESSES					Geography: WISCONSIN		Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011		
MA/Assessment Area:	Total Small Loans to Businesses		Businesses With Revenues of \$1 million or less		Loans by Original Amount Regardless of Business Size			Market Share*	
	#	% of Total**	% of Businesses ***	% USB Loans****	\$100,000 or less	>\$100,000 to \$250,000	>\$250,000 to \$1,000,000	All	Rev \$1 Million or Less
Full-Review:									
Milwaukee-Waukesha-West Allis	16,320	37.86	66.45	52.25	92.68	3.57	3.74	24.95	28.88
Limited-Review:									
Appleton	2,134	4.95	71.16	38.00	90.67	4.55	4.78	26.91	23.59
Eau Claire	1,305	3.03	72.30	48.81	94.64	2.84	2.53	29.68	31.37
Fond du Lac	864	2.00	72.28	48.26	94.21	2.55	3.24	20.78	16.88
Green Bay	2,938	6.82	66.35	33.66	97.17	1.53	1.29	25.97	19.74
Janesville	728	1.69	69.11	51.79	98.35	0.55	1.10	18.49	21.65
La Crosse	824	1.91	69.42	35.32	95.15	1.82	3.03	23.62	17.26
Madison	6,304	14.63	66.08	48.98	95.30	2.05	2.65	27.85	27.71
Oshkosh-Neenah	1,387	3.22	68.32	40.09	92.86	3.75	3.39	29.79	29.93
Racine	1,227	2.85	68.22	55.66	94.05	2.69	3.26	19.63	22.25
Sheboygan	1,095	2.54	69.63	45.57	92.15	4.29	3.56	22.59	16.32
Wausau	1,651	3.83	72.76	45.43	94.61	2.73	2.67	32.64	29.10
WI nonMSA	6,324	14.67	73.51	47.14	95.07	3.02	1.91	26.31	24.81

* Based on 2011 Peer Small Business Data – US and PR.

** Small loans to businesses originated and purchased in the MA/AA as a percentage of all small loans to businesses originated and purchased in the rated area.

*** Businesses with revenues of \$1 million or less as a percentage of all businesses (Source Dun and Bradstreet - 2011).

**** Small loans to businesses with revenues of \$1 million or less as a percentage of all loans reported as small loans to businesses. No information was available for 37.2% of small loans to businesses originated and purchased by the bank.

Table 12. Borrower Distribution of Small Loans to Farms

Borrower Distribution: SMALL LOANS TO FARMS		Geography: WISCONSIN			Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011					
MA/Assessment Area:	Total Small Loans to Farms		Farms With Revenues of \$1 million or less		Loans by Original Amount Regardless of Farm Size			Market Share*		
	#	% of Total**	% of Farms***	% USB Loans****	\$100,000 or less	>\$100,000 to \$250,000	>\$250,000 to \$500,000	All	Rev \$1 Million or Less	
Full-Review:										
Milwaukee-Waukesha-West Allis	30	8.24	95.61	53.33	86.67	13.33	0.00	2.35	2.50	
Limited-Review:										
Appleton	9	2.47	97.09	22.22	88.89	11.11	0.00	0.00	0.00	
Eau Claire	10	2.75	98.79	50.00	80.00	20.00	0.00	2.75	1.39	
Fond du Lac	15	4.12	96.90	66.67	53.33	26.67	20.00	1.89	0.00	
Green Bay	8	2.20	97.52	25.00	100.00	0.00	0.00	0.00	0.00	
Janesville	10	2.75	96.97	80.00	80.00	20.00	0.00	0.60	0.83	
La Crosse	1	0.27	98.06	100.00	100.00	0.00	0.00	0.00	0.00	
Madison	20	5.49	97.18	60.00	90.00	0.00	10.00	0.45	0.67	
Oshkosh-Neenah	8	2.20	97.78	75.00	75.00	25.00	0.00	3.77	5.56	
Racine	3	0.82	97.22	66.67	100.00	0.00	0.00	0.00	0.00	
Sheboygan	7	1.92	95.31	57.14	85.71	14.29	0.00	1.90	0.00	
Wausau	11	3.02	98.84	45.45	100.00	0.00	0.00	0.77	1.08	
WI nonMSA	232	63.74	97.17	75.86	78.88	17.67	3.45	6.00	5.23	

* Based on 2011 Peer Small Business Data – US and PR.

** Small loans to farms originated and purchased in the MA/AA as a percentage of all small loans to farms originated and purchased in the rated area.

*** Farms with revenues of \$1 million or less as a percentage of all farms (Source Dun and Bradstreet - 2011).

**** Small loans to farms with revenues of \$1 million or less as a percentage of all loans reported as small loans to farms. No information was available for 22.8% of small loans to farms originated and purchased by the bank.

Table 14. Qualified Investments

QUALIFIED INVESTMENTS		Geography: WISCONSIN				Evaluation Period: JANUARY 1, 2009 To MARCH 31, 2012			
MA/Assessment Area:	Prior Period Investments*		Current Period Investments**		Total Investments			Unfunded Commitments***	
	#	\$(000's)	#	\$(000's)	#	\$(000's)	% of Total	#	\$(000's)
Full-Review:									
Milwaukee-Waukesha-West Allis	51	38,992	415	158,810	466	197,802	64.98	16	67,554
Limited-Review:									
Appleton	5	112	52	9,708	57	9,819	3.23	3	7,392
Eau Claire	9	1,411	42	680	51	2,091	0.69	0	0
Fond du Lac	7	512	30	2,086	37	2,598	0.85	0	0
Green Bay	13	463	12	3,395	25	3,858	1.27	1	15
Janesville	3	51	7	166	10	218	0.07	0	0
La Crosse	8	1,227	18	1,786	26	3,013	0.99	0	0
Madison	29	5,449	47	57,076	76	62,526	20.54	6	6,398
Oshkosh-Neenah	11	787	16	829	27	1,615	0.53	0	0
Racine	7	1,164	2	387	9	1,551	0.51	0	0
Sheboygan	6	952	39	1,279	45	2,230	0.73	0	0
Wausau	7	408	17	972	24	1,380	0.45	2	186
WI nonMSA	51	10,862	88	3,360	139	14,221	4.67	0	0
WI Statewide	5	1,400	14	65	19	1,465	0.48	0	0

* 'Prior Period Investments' means investments made in a previous evaluation period that are outstanding as of the examination date.

** The evaluation period for current period investments is January 1, 2009 to March 31, 2012.

*** 'Unfunded Commitments' means legally binding investment commitments that are tracked and recorded by the institution's financial reporting system.

Table 15. Distribution of Branch Delivery System and Branch Openings/Closings

DISTRIBUTION OF BRANCH DELIVERY SYSTEM/BRANCH OPENINGS/CLOSINGS																	
Geography: WISCONSIN Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011																	
MA/Assessment Area:	Deposits	Branches						Branch Openings/Closings						Population			
	of Rated Area Deposits in AA	# of USB Branches	% of Rated Area Branches in AA	Location of Branches by Income of Geographies (%)				# of Branch Openings	# of Branch Closings	Net change in Location of Branches (+ or -)				% of Population within Each Geography			
				Low	Mod	Mid	Upp			Low	Mod	Mid	Upp	Low	Mod	Mid	Upp
Full-Review:																	
Milwaukee-Waukesha-West Allis	81.66	46	40.00	8.70	8.70	43.48	36.96	3	0	0	1	0	1	11.87	16.37	42.27	29.29
Limited-Review:																	
Appleton	0.44	3	2.61	NA	33.33	66.67	0.00	1	0	NA	0	1	0	NA	6.16	82.89	10.95
Eau Claire	0.86	5	4.35	NA	40.00	40.00	20.00	0	0	NA	0	0	0	NA	14.91	66.07	19.02
Fond du Lac	0.63	3	2.61	NA	NA	100.00	0.00	0	0	NA	NA	0	0	NA	NA	92.18	7.82
Green Bay	0.58	3	2.61	NA	33.33	66.67	0.00	0	0	NA	0	0	0	NA	14.43	63.65	21.06
Janesville	0.09	1	0.87	NA	0.00	100.00	0.00	0	0	NA	0	0	0	NA	19.07	60.23	20.70
La Crosse	0.91	2	1.74	NA	50.00	50.00	0.00	0	0	NA	0	0	0	NA	19.38	69.70	10.92
Madison	9.12	12	10.43	8.33	16.67	50.00	25.00	1	0	0	0	1	0	6.75	16.08	60.09	17.09
Oshkosh-Neenah	0.74	3	2.61	NA	33.33	66.67	0.00	0	0	NA	0	0	0	NA	6.60	75.01	18.39
Racine	0.44	3	2.61	0.00	33.33	66.67	0.00	0	0	0	0	0	0	7.23	9.47	66.60	16.70
Sheboygan	0.78	2	1.74	NA	100.00	0.00	0.00	0	0	NA	0	0	0	NA	16.35	71.79	11.85
Wausau	0.53	5	4.35	NA	20.00	40.00	40.00	0	0	NA	0	0	0	NA	17.15	68.63	14.22
WI Non MSA	3.20	27	23.48	NA	3.70	88.89	7.41	0	0	NA	0	0	0	NA	5.51	76.16	18.33

Table 1. Lending Volume

LENDING VOLUME		Geography: WYOMING						Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011				
MA/Assessment Area:	% of Rated Area Loans (#) in MA/AA*	Home Mortgage		Small Loans to Businesses		Small Loans to Farms		Community Development Loans**		Total Reported Loans		% of Rated Area Deposits in MA/AA***
		#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	#	\$(000's)	
Full-Review:												
Cheyenne	20.30	556	104,146	301	18,404	1	93	8	1,587	866	124,230	29.89
Limited-Review:												
Casper	14.91	247	40,113	385	5,637	4	42	0	0	636	45,792	11.93
WY nonMSA	64.80	1,494	280,312	1,264	48,487	6	217	1	14	2,765	329,030	58.17
WY Statewide	0.00	0	0	0	0	0	0	0	0	0	0	NA

* Loan Data as of December 31, 2011. Rated area refers to either the state or multistate MA rating area.

** The evaluation period for Community Development Loans is from January 1, 2009 to March 31, 2012.

*** Deposit Data as of June 30, 2011. Rated Area refers to the state, multistate MA, or institution, as appropriate.

Table 2. Geographic Distribution of Home Purchase Loans

Geographic Distribution: HOME PURCHASE		Geography: WYOMING						Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011							
MA/Assessment Area:	Total Home Purchase Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total**	% Owner Occ Units***	% USB Loans	% Owner Occ Units***	% USB Loans	% Owner Occ Units***	% USB Loans	% Owner Occ Units***	% USB Loans	Overall	Low	Mod	Mid	Upp
Full-Review:															
Cheyenne	187	28.25	NA	NA	23.38	12.30	51.37	47.59	25.25	40.11	3.69	NA	3.25	2.97	5.27
Limited-Review:															
Casper	66	9.97	NA	NA	18.11	12.12	59.40	69.70	22.49	18.18	1.42	NA	0.86	1.58	1.30
WY nonMSA	409	61.78	0.03	0.00	8.39	3.67	70.13	58.92	21.46	37.41	3.96	0.00	2.17	3.35	5.51

Data shown includes only one to four-family and manufactured housing (property type 1 or 2).

* Based on 2011 Peer Mortgage Data (USPR).

** Home purchase loans originated and purchased in the MA/AA as a percentage of all home purchase loans originated and purchased in the rated area.

*** Percentage of Owner-Occupied Units is the number of owner-occupied housing units in a particular geography divided by the number of owner-occupied housing units in the area based on 2000 Census information.

Table 3. Geographic Distribution of Home Improvement Loans

Geographic Distribution: HOME IMPROVEMENT		Geography: WYOMING						Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011							
MA/Assessment Area:	Total Home Improvement Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total**	% Owner Occ Units***	% USB Loans	% Owner Occ Units***	% USB Loans	% Owner Occ Units***	% USB Loans	% Owner Occ Units***	% USB Loans	Overall	Low	Mod	Mid	Upp
Full-Review:															
Cheyenne	11	10.00	NA	NA	23.38	27.27	51.37	36.36	25.25	36.36	2.21	NA	2.78	1.83	2.47
Limited-Review:															
Casper	14	12.73	NA	NA	18.11	7.14	59.40	78.57	22.49	14.29	5.52	NA	3.70	6.98	3.13
WY nonMSA	85	77.27	0.03	0.00	8.39	7.06	70.13	70.59	21.46	22.35	6.51	0.00	11.54	4.41	11.01

Data shown includes only one to four-family and manufactured housing (property type 1 or 2).

* Based on 2011 Peer Mortgage Data (USPR).

** Home improvement loans originated and purchased in the MA/AA as a percentage of all home improvement loans originated and purchased in the rated area.

*** Percentage of Owner-Occupied Units is the number of owner-occupied housing units in a particular geography divided by number of owner-occupied housing units in the area based on 2000 Census information.

Table 4. Geographic Distribution of Home Mortgage Refinance Loans

Geographic Distribution: HOME MORTGAGE REFINANCE				Geography: WYOMING				Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011							
MA/Assessment Area:	Total Home Mortgage Refinance Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total**	% Owner Occ Units***	% USB Loans	% Owner Occ Units***	% USB Loans	% Owner Occ Units***	% USB Loans	% Owner Occ Units***	% USB Loans	Overall	Low	Mod	Mid	Upp
Full-Review:															
Cheyenne	356	23.42	NA	NA	23.38	13.76	51.37	45.79	25.25	40.45	5.55	NA	7.82	5.26	5.22
Limited-Review:															
Casper	167	10.99	NA	NA	18.11	13.17	59.40	58.68	22.49	28.14	3.85	NA	5.00	3.54	4.09
WY nonMSA	997	65.59	0.03	0.00	8.39	4.01	70.13	64.29	21.46	31.70	6.12	0.00	5.95	5.52	7.36

Data shown includes only one to four-family and manufactured housing (property type 1 or 2).

* Based on 2011 Peer Mortgage Data (USPR).

** Home mortgage refinance loans originated and purchased in the MA/AA as a percentage of all home mortgage refinance loans originated and purchased in the rated area.

*** Percentage of Owner-Occupied Units is the number of owner-occupied housing units in a particular geography divided by number of owner-occupied housing units in the area based on 2000 Census information.

Table 5. Geographic Distribution of Multifamily Loans

Geographic Distribution: MULTIFAMILY				Geography: WYOMING				Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011							
MA/Assessment Area:	Total Multifamily Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total**	% of MF Units***	% USB Loans	% MF Units***	% USB Loans	% MF Units***	% USB Loans	% MF Units***	% USB Loans	Overall	Low	Mod	Mid	Upp
Full-Review:															
Cheyenne	2	40.00	NA	NA	30.90	100.00	51.48	0.00	17.61	0.00	8.33	NA	14.29	0.00	0.00
Limited-Review:															
Casper	0	0.00	NA	NA	40.92	0.00	25.76	0.00	33.32	0.00	0.00	NA	0.00	0.00	0.00
WY nonMSA	3	60.00	2.86	0.00	8.46	0.00	65.57	100.00	23.11	0.00	5.26	0.00	0.00	7.14	0.00

Multifamily loan distribution includes Home Purchases, Home Improvement and Refinances.

* Based on 2011 Peer Mortgage Data (USPR).

** Multifamily loans originated and purchased in the MA/AA as a percentage of all multifamily loans originated and purchased in the rated area.

*** Percentage of multifamily units is the number of multifamily housing units in a particular geography divided by number of multifamily housing units in the area based on 2000 Census information.

Table 6. Geographic Distribution of Small Loans to Businesses

Geographic Distribution: SMALL LOANS TO BUSINESSES				Geography: WYOMING				Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011							
MA/Assessment Area:	Total Small Business Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total**	% of Businesses***	% USB Loans	% of Businesses***	% USB Loans	% of Businesses***	% USB Loans	% of Businesses***	% USB Loans	Overall	Low	Mod	Mid	Upp
Full-Review:															
Cheyenne	301	15.44	NA	NA	39.51	48.17	39.95	25.91	20.54	25.91	7.33	NA	7.15	4.40	10.21
Limited-Review:															
Casper	385	19.74	NA	NA	32.56	30.65	48.80	47.79	18.64	21.56	10.33	NA	7.07	6.77	8.12
WY nonMSA	1,264	64.82	0.42	0.32	7.29	6.01	65.65	70.97	26.63	22.71	9.50	10.53	6.85	9.45	7.94

* Based on 2011 Peer Small Business Data – US and PR.

** Small loans to businesses originated and purchased in the MA/AA as a percentage of all small loans to businesses originated and purchased in the rated area.

*** Source Data - Dun and Bradstreet (2011).

Table 7. Geographic Distribution of Small Loans to Farms

Geographic Distribution: SMALL LOANS TO FARMS			Geography: WYOMING				Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011									
MA/Assessment Area:	Total Small Farm Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*					
	#	% of Total**	% of Farms***	% USB Loans	% of Farms***	% USB Loans	% of Farms***	% USB Loans	% of Farms***	% USB Loans	Overall	Low	Mod	Mid	Upp	
Full-Review:																
Cheyenne	1	9.09	NA	NA	15.52	0.00	57.76	100.00	26.72	0.00	0.00	NA	0.00	0.00	0.00	
Limited-Review:																
Casper	4	36.36	NA	NA	23.26	0.00	60.47	100.00	16.28	0.00	0.00	NA	0.00	0.00	0.00	
WY nonMSA	6	54.55	0.12	0.00	7.43	0.00	78.07	83.33	14.38	16.67	0.00	0.00	0.00	0.00	0.00	

* Based on 2011 Peer Small Business Data – US and PR.

** Small loans to farms originated and purchased in the MA/AA as a percentage of all small loans to farms originated and purchased in the rated area.

*** Source Data - Dun and Bradstreet (2011).

Table 8. Borrower Distribution of Home Purchase Loans

Borrower Distribution: HOME PURCHASE			Geography: WYOMING				Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011									
MA/Assessment Area:	Total Home Purchase Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Market Share*					
	#	% of Total**	% Families***	% USB Loans****	% Families***	% USB Loans****	% Families***	% USB Loans****	% Families***	% USB Loans****	Over-all	Low	Mod	Mid	Upp	
Full-Review:																
Cheyenne	187	28.25	17.14	5.63	19.99	21.13	24.55	25.35	38.32	47.89	1.91	0.00	1.48	1.68	2.91	
Limited-Review:																
Casper	66	9.97	19.04	9.62	19.09	26.92	23.45	21.15	38.43	42.31	1.30	1.23	0.76	0.65	2.33	
WY nonMSA	409	61.78	18.33	10.25	17.63	18.44	23.00	30.74	41.04	40.57	2.80	4.25	2.30	2.49	3.13	

Data shown includes only one to four-family and manufactured housing (property type 1 or 2).

* Based on 2011 Peer Mortgage Data (USPR).

** Home purchase loans originated and purchased in the MA/AA as a percentage of all home purchase loans originated and purchased in the rated area.

*** Percentage of Families is based on the 2000 Census information.

**** As a percentage of loans with borrower income information available. No information was available for 44.6% of loans originated and purchased by USB in the Multistate MAs.

Table 9. Borrower Distribution of Home Improvement Loans

Borrower Distribution: HOME IMPROVEMENT			Geography: WYOMING				Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011					Market Share*				
MA/Assessment Area:	Total Home Improvement Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Over-all	Low	Mod	Mid	Upp	
	% of Total **	% Families ***	% USB Loans ****	% Families ***	% USB Loans ****	% Families ***	% USB Loans ****	% Families ***	% USB Loans ****	USB Loans ****						
Full-Review:																
Cheyenne	11	10.00	17.14	9.09	19.99	9.09	24.55	27.27	38.32	54.55	2.34	0.00	0.00	2.17	3.57	
Limited-Review:																
Casper	14	12.73	19.04	7.14	19.09	28.57	23.45	35.71	38.43	28.57	5.97	12.50	10.71	5.88	3.13	
WY nonMSA	85	77.27	18.33	9.76	17.63	20.73	23.00	30.49	41.04	39.02	6.93	6.90	6.76	7.38	6.70	

Data shown includes only one to four-family and manufactured housing (property type of 1 or 2).

* Based on 2011 Peer Mortgage Data (USPR).

** Home improvement loans originated and purchased in the MA/AA as a percentage of all home improvement loans originated and purchased in the rated area.

*** Percentage of Families is based on the 2000 Census information.

**** As a percentage of loans with borrower income information available. No information was available for 2.7% of loans originated and purchased by the bank.

Table 10. Borrower Distribution of Home Mortgage Refinance Loans

Borrower Distribution: HOME MORTGAGE REFINANCE			Geography: WYOMING				Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011									
MA/Assessment Area:	Total Home Mortgage Refinance Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Market Share*					
	#	% of Total **	% Families ***	% USB Loans ****	% Families ***	% USB Loans ****	% Families ***	% USB Loans ****	% Families ***	% USB Loans ****	Over-all	Low	Mod	Mid	Upp	
Full-Review:																
Cheyenne	356	23.42	17.14	6.45	19.99	13.82	24.55	29.49	38.32	50.23	5.01	3.76	3.82	4.97	5.60	
Limited-Review:																
Casper	167	10.99	19.04	9.60	19.09	24.80	23.45	32.00	38.43	33.60	3.89	3.49	4.15	4.57	3.43	
WY nonMSA	997	65.59	18.33	5.47	17.63	15.36	23.00	34.12	41.04	45.05	5.19	6.11	5.66	5.91	4.59	

Data shown includes only one to four-family and manufactured housing (property type 1 or 2).

* Based on 2011 Peer Mortgage Data (USPR).

** Home refinance loans originated and purchased in the MA/AA as a percentage of all home refinance loans originated and purchased in the rated area.

*** Percentage of Families is based on the 2000 Census information.

**** As a percentage of loans with borrower income information available. No information was available for 33.0% of loans originated and purchased by the bank.

Table 11. Borrower Distribution of Small Loans to Businesses

Borrower Distribution: SMALL LOANS TO BUSINESSES		Geography: WYOMING			Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011					
MA/Assessment Area:	Total Small Loans to Businesses		Businesses With Revenues of \$1 million or less		Loans by Original Amount Regardless of Business Size			Market Share*		
	#	of Total**	of Businesses ***	USB Loans****	\$100,000 or less	>\$100,000 to \$250,000	>\$250,000 to \$1,000,000	All	Rev \$1 Million or Less	
Full-Review:										
Cheyenne	301	15.44	66.07	49.50	90.37	2.33	7.31	7.33	6.09	
Limited-Review:										
Casper	385	19.74	68.10	54.03	97.66	2.34	0.00	10.33	6.76	
WY nonMSA	1,264	64.82	68.39	51.58	92.96	3.40	3.64	9.50	9.56	

* Based on 2011 Peer Small Business Data – US and PR.

** Small loans to businesses originated and purchased in the MA/AA as a percentage of all small loans to businesses originated and purchased in the rated area.

*** Businesses with revenues of \$1 million or less as a percentage of all businesses (Source Dun and Bradstreet - 2011).

**** Small loans to businesses with revenues of \$1 million or less as a percentage of all loans reported as small loans to businesses. No information was available for 31.4% of small loans to businesses originated and purchased by the bank.

Table 12. Borrower Distribution of Small Loans to Farms

Borrower Distribution: SMALL LOANS TO FARMS		Geography: WYOMING			Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011					
MA/Assessment Area:	Total Small Loans to Farms		Farms With Revenues of \$1 million or less		Loans by Original Amount Regardless of Farm Size			Market Share*		
	#	% of Total**	% of Farms***	% USB Loans****	\$100,000 or less	>\$100,000 to \$250,000	>\$250,000 to \$500,000	All	Rev \$1 Million or Less	
Full-Review:										
Cheyenne	1	9.09	96.95	100.00	100.00	0.00	0.00	0.00	0.00	
Limited-Review:										
Casper	4	36.36	96.51	100.00	100.00	0.00	0.00	0.00	0.00	
WY nonMSA	6	54.55	97.33	66.67	83.33	16.67	0.00	0.00	0.00	

* Based on 2011 Peer Small Business Data – US and PR.

** Small loans to farms originated and purchased in the MA/AA as a percentage of all small loans to farms originated and purchased in the rated area.

*** Farms with revenues of \$1 million or less as a percentage of all farms (Source Dun and Bradstreet - 2011).

**** Small loans to farms with revenues of \$1 million or less as a percentage of all loans reported as small loans to farms. No information was available for 0.0% of small loans to farms originated and purchased by the bank.

Table 14. Qualified Investments

QUALIFIED INVESTMENTS		Geography: WYOMING				Evaluation Period: JANUARY 1, 2009 To MARCH 31, 2012			
MA/Assessment Area:	Prior Period Investments*		Current Period Investments**		Total Investments			Unfunded Commitments***	
	#	\$(000's)	#	\$(000's)	#	\$(000's)	% of Total	#	\$(000's)
Full-Review:									
Cheyenne	5	2,020	22	1,822	27	3,841	60.01	0	0
Limited-Review:									
Casper	3	104	4	262	7	367	5.73	0	0
WY nonMSA	14	392	28	1,790	42	2,182	34.09	0	0
WY Statewide	0	0	3	11	3	11	0.18	0	0

* 'Prior Period Investments' means investments made in a previous evaluation period that are outstanding as of the examination date.

** The evaluation period for current period investments is January 1, 2009 to March 31, 2012.

*** 'Unfunded Commitments' means legally binding investment commitments that are tracked and recorded by the institution's financial reporting system.

Table 15. Distribution of Branch Delivery System and Branch Openings/Closings

DISTRIBUTION OF BRANCH DELIVERY SYSTEM/BRANCH OPENINGS/CLOSINGS																Geography: WYOMING				Evaluation Period: JANUARY 1, 2009 To DECEMBER 31, 2011			
MA/Assessment Area:	Deposits	Branches						Branch Openings/Closings				Population											
	of Rated Area Deposits in AA	# of USB Branches	% of Rated Area Branches in AA	Location of Branches by Income of Geographies (%)				# of Branch Openings	# of Branch Closings	Net change in Location of Branches (+ or -)				% of Population within Each Geography									
				Low	Mod	Mid	Upp			Low	Mod	Mid	Upp	Low	Mod	Mid	Upp						
Full-Review:																							
Cheyenne	29.89	2	13.33	NA	50.00	50.00	0.00	0	0	NA	0	0	0	NA	30.33	48.51	21.16						
Limited-Review:																							
Casper	11.93	1	6.67	NA	100.00	0.00	0.00	0	0	NA	0	0	0	NA	20.30	56.97	22.73						
WY nonMSA	58.17	12	80.00	0.00	16.67	75.00	8.33	0	0	0	0	0	0	1.34	9.45	67.55	21.67						