



LARGE BANK

Comptroller of the Currency
Administrator of National Banks

Washington, DC 20219

Public Disclosure

December 6, 2004

Community Reinvestment Act Performance Evaluation

**Barrington Bank & Trust Company, National Association
Charter Number: 23216**

**201 South Hough Street
Barrington, IL 60010**

Office of the Comptroller of the Currency

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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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Overall CRA Rating

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

The following table indicates the performance level of **Barrington Bank & Trust Company, National Association** with respect to the Lending, Investment, and Service Tests:

Performance Levels	Barrington Bank & Trust Company, N.A. Performance Tests		
	Lending Test*	Investment Test	Service Test
Outstanding			
High Satisfactory		X	
Low Satisfactory	X		X
Needs to Improve			
Substantial Noncompliance			

* The lending test is weighted more heavily than the investment and service tests when arriving at an overall rating.

The major factors that support this rating include:

- Barrington’s responsiveness to community credit needs is adequate. A majority of the bank’s loans (62 percent) are within its AA. The distribution of loans by borrower income level is adequate. The geographic distribution of loans did not impact the rating given there is only one moderate-income tract in the AA.
- Barrington has a good level of qualified community development investments. Qualified investments assisted in meeting affordable housing needs and supported charitable organizations that provide community and social services targeted to low- and moderate-income individuals.
- Barrington’s delivery systems are reasonably accessible to geographies and individuals of different income levels. Bank personnel provided an adequate level of community development services by providing their financial expertise and assistance to organizations that primarily benefit low- and moderate-income individuals or promote economic development.

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 MA/assessment area.

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: 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; or, activities that revitalize or stabilize low- or moderate-income geographies.

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.

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 non-relatives 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 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 United States 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, and the disposition of the application (e.g., approved, denied, and withdrawn). Beginning in 2004, the reports also include additional data on loan pricing, the lien status of the collateral, any requests for preapproval and loans for manufactured housing.

Home Mortgage Loans: Such loans include home purchase, home improvement and refinancings, as defined in the HMDA regulation. These include loans for multifamily (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 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).

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.

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 MA/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: As defined by 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: 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.

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 multi-state 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 multi-state metropolitan area, the institution will receive a rating for the multi-state 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 One Capital: The total of common shareholders' equity, perpetual preferred shareholders' equity with non-cumulative dividends, retained earnings and minority interests in the equity accounts of consolidated subsidiaries.

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

Description of Institution

Barrington Bank & Trust Company, N.A. (Barrington) is a \$663 million intrastate financial institution located in Barrington, Illinois. Barrington is a suburb of Chicago, Illinois and is approximately 39 miles northwest of the city. The bank is wholly owned by the Wintrust Financial Corporation (Wintrust) headquartered in Lake Forest, Illinois. In addition to Barrington, Wintrust owns and operates eleven other banks, an insurance finance company, a trust company, a mortgage company, and an investment firm. As of September 30, 2004, Wintrust reported total assets of \$5.8 billion.

Barrington is a full-service bank offering a variety of loan products. The bank's primary lending focus is small business, specifically lending to condominium associations. As of September 30, 2004, the loan portfolio totaled \$485 million and comprised the following: 65 percent commercial and commercial real estate loans, 29 percent 1-4 family residential loans, and 6 percent consumer loans. Net loans represent 72 percent of the bank's total assets and the loan to deposit ratio was 85 percent. Tier 1 capital totaled \$56 million.

Barrington operates two branches, one in Barrington, and the other in Hoffman Estates, Illinois. Both offices are located in Cook County, Illinois, which is part of Chicago MSA. Barrington's AA consists of portions of geographies from contiguous Cook, Lake and McHenry Counties in northeast Illinois. According to the 1990 Census Data, Barrington's AA consisted of twenty-two geographies from the three counties. Similarly, according to the 2000 Census Data, Barrington's AA consisted of twenty-seven geographies from the same three counties.

Barrington has the financial capacity to assist in meeting the credit needs of its assessment area (AA). There are no legal or financial constraints that impede the bank's ability to help meet the credit needs in its AA.

Barrington's performance under the Community Reinvestment Act was last evaluated on February 8, 1999, based upon standards applicable to small banks. The bank's overall level of performance was "Satisfactory." This is Barrington's first CRA evaluation under procedures applicable to large banks.

Scope of the Evaluation

Evaluation Period/Products Evaluated

The evaluation period for the Lending Test is January 1, 1999 through December 31, 2003. Products reviewed in the lending test include home mortgage and small business loans. At the bank's option, we evaluated consumer loans, which consist entirely of home equity loans, for calendar years 2002 and 2003. Prior to 2002, the bank collected and reported eligible home equity loans with its home mortgage lending data. Peer lending data for 2002 and 2003 is presented in the core tables and was used to compare Barrington's lending performance to other reporting lenders in the AA. Since the collection of consumer loan data is optional, there is no information available to compare this product with other lender's performance. Small farm lending was not evaluated. Barrington did not originate any small farm loans during this evaluation period. Additionally, multi-family housing was not evaluated due to the limited number of loans originated of this type.

The evaluation period for the Investment and Service Tests and Community Development Lending is February 8, 1999 to December 6, 2004.

We used deposit information, reported to the Federal Deposit Insurance Corporation annually, to determine the bank's deposit market share and market presence within its AAs. The most recent deposit information available is as of June 30, 2004.

During the evaluation period, changes to the AA occurred due to the 2000 census. For this reason, the evaluation of the bank's performance under the Lending Test is presented in two parts. The tables appearing in the appendix to this evaluation will reflect the bank's performance during the period January 1, 1999 through December 31, 2002, using the data provided by the U. S. Census of 1990. The bank's performance during the period January 1, 2003 through December 31, 2003, is presented using the data provided by the U. S. Census of 2000.

Data Integrity

Prior to this CRA Evaluation, examining personnel of the Office of the Comptroller of the Currency (OCC) verified the accuracy of the data made available to the public in accordance with the Home Mortgage Disclosure Act (HMDA) and the CRA regulation. As part of this evaluation process, Barrington at its option requested that the bank's consumer loans be considered as part of its lending performance evaluation. Public data includes home mortgage lending and small loans to businesses and optional data includes the consumer loans. Based upon the verification work performed, we identified a material error in the home purchase and small loans to business data. The bank corrected its data and we validated its accuracy. Therefore, this evaluation is based on the revised data.

We reviewed 100 percent of the bank's community development loans, investments, and services. Only those activities that qualified are presented and considered in this evaluation.

Selection of Areas for Full-Scope Review and Ratings

Barrington has one AA consisting of portions of Cook, Lake, and McHenry Counties in northeast Illinois, part of the Chicago-Naperville-Joliet MSA. The bank's rating is based on its performance in its AA. We gave the most weight to the period 1999 – 2002 given the amount of data available for analysis. Refer to appendix A for a complete description of the bank's AA.

Other

We performed one community contact with a member of the local Chamber of Commerce. The Chamber's mandate is to be an advocate for the businesses in the area for promoting, retaining, and attracting businesses to locate in the area. The contact identified loans for small businesses and affordable housing as the area's primary needs.

Fair Lending or Other Illegal Credit Practices Review

We found no evidence of illegal discrimination or other illegal credit practices.

Conclusions with Respect to Performance Tests

LENDING TEST

Conclusions for Areas Receiving Full-Scope Reviews

The bank's performance under the lending test is rated "Low Satisfactory." Based on a full-scope review, the bank's performance in the AA is adequate.

Lending Activity

Refer to Tables 1, Lending Volume, and Tables 1a, Other Products, in appendix C for the facts and data used to evaluate the bank's lending activity. A set of core tables utilizing data from the 1990 Census and the 2000 Census is presented in appendix C.

Lending levels reflect adequate responsiveness in relation to area credit needs and the bank's deposit market share.

For the period January 1, 1999 to December 31, 2002, Barrington originated 313 home mortgage, small business loans totaling \$40.5 million, and in calendar year 2002, 154 consumer loans totaling \$21 million. For the period January 1, 2003 to December 31, 2003, the bank originated 119 home mortgage and small business loans totaling \$26.6 million and 209 consumer loans totaling \$28 million. In addition to the reported data for home mortgage and small business loans, Barrington originated an additional 602 home mortgage loans during the evaluation period. These loans are not underwritten by the bank and therefore are not reported on their home mortgage loan application register.

In the Chicago-Naperville-Joliet MSA, Barrington ranks 57th among 338 financial institutions with 0.25 percent of the deposit market share as of June 30, 2004. Within Cook County, where the bank's offices are located, Barrington ranks 146th among 202 financial institutions with 0.06 percent of the deposit market share.

In 2003, Barrington ranked 68th among all lenders with 0.23 percent of the market share for home mortgage lending and ranked 105th with 0.05 percent of the market share for small business lending.

Credit needs, identified by community contacts, include loans to small businesses and affordable housing.

Distribution of Loans by Income Level of the Geography

The geographic distribution of loans is adequate. The geographic distribution did not carry substantial weight in the Lending Test analysis because the bank's AA consisted of middle- and upper-income tracts for the period January 1, 1999 to December 31, 2002. As a result of the 2000 census, one tract designation in the assessment area transitioned from middle- to moderate-income beginning in 2003.

Home Mortgage Loans

Refer to Tables 2, 3, 4, and 5 in appendix C for the facts and data used to evaluate the geographic distribution of the bank's home mortgage loan originations and purchases.

Barrington did not originate any home mortgage loans in the moderate-income tract during calendar year 2003.

Small Loans to Businesses

Refer to Table 6 in appendix C for the facts and data used to evaluate the geographic distribution of the bank's origination/purchase of small loans to businesses.

Barrington did not originate any small loans to businesses in the moderate-income tract during calendar year 2003.

Consumer Loans

Refer to Table 13 in appendix C for the facts and data used to evaluate the geographic distribution of the bank's consumer loan originations and purchases.

Barrington did not originate any consumer loans in the moderate-income tract during calendar year 2003.

Lending Gap Analysis

Our geographic distribution analysis included a review for any unexplained lending gaps in the AA, particularly in the moderate-income tract. We performed this analysis using maps and reports showing the bank's lending activity in each tract. As previously noted, the bank did not originate any loans in the moderate-income tract during calendar year 2003. However, the moderate-income tract is a new designation resulting from changes in the 2000 census. Prior to this change, the tract was middle-income. Because of the 2000 census changes, the tract was divided into two areas, one middle-income, and the other moderate-income. Lending data for home mortgage and consumer loans shows loans originated in the census tract prior to the designation change in 2003. It should also be noted that the moderate-income census tract is not within a close proximity to the bank's offices. The bank is however, in the process of opening a third location that will have a greater capacity to lend within this area. For these reasons, our analysis concluded there are no unexplained gaps in the bank's AA.

Inside/Outside Ratio

For the geographic distribution analysis under the Lending Test, we performed an inside/outside ratio analysis at the bank level. A majority of the bank's loans, 62 percent by number, are within the bank's AAs. By product type, 65 percent of home mortgage loans, 56 percent of business loans, and 64 percent of consumer loans are within the bank's AAs. We viewed this as a neutral characteristic in our assessment of lending performance.

The bank's lending performance within its AA should be considered in context with the location of the AA and the performance context issues. Barrington's AA is a portion of the Chicago MSA and is one of the most affluent areas in the MSA. The AA's affluence has attracted large national, regional, community commercial and thrift institutions, mortgage companies as well as credit unions for a piece of the home mortgage loan market. In addition, the AA's affluence has attracted credit card companies, large national banks, as well as finance companies to vie for the small business market. It should be noted that residents of the AA have a depository relationship and obtain loans from the bank, however loan proceeds do not directly benefit the AA and therefore are not considered under the lending test. This activity distorts the bank's in/out ratio.

Distribution of Loans by Income Level of the Borrower

The distribution of loans by borrower income level is adequate.

Home Mortgage Loans

Refer to Tables 8, 9, and 10 in appendix C for the facts and data used to evaluate the borrower distribution of the bank's home mortgage loan originations and purchases.

In evaluating the borrower distribution of home mortgage loans, we considered the barriers to homeownership. The median family housing value increased 30 percent over the ten-year census period. Average housing costs within the AA are beyond the reach of low- and moderate-income borrowers. For example, low-income borrowers have incomes below \$38 thousand and the average median family housing cost is \$253 thousand, or 6 times the annual income. In order to qualify for homeownership a borrower would need an income of \$101 thousand.

The volume of home mortgage lending is strongest in home improvement lending. Given the property values in the AA, existing low- and moderate-income homeowners are more likely to qualify for home improvement loans. For the period 1999-2002, the level of lending to low- and moderate-income borrowers was below area demographics but considered adequate given the average loan amount of \$63 thousand. An evaluation of the 2003 home improvement lending data was not analyzed due to the low volume of loans originated.

The distribution of home mortgage loans by borrower income level is adequate. The bank did not make any home purchase loans to low-income borrowers during the evaluation period. For 2003, the bank did not make any loans to moderate-income borrowers. The level of lending to

moderate-income borrowers for the period of 1999 – 2002 is somewhat lower than demographics but considered adequate given the cost of housing in this market.

The distribution of home refinance loans is stronger for calendar year 2003. Performance is strongest in lending to moderate-income borrowers which, while below demographics, is adequate considering the costs associated with refinancing in addition to the overall cost of housing in the AA. Home refinance loans for the period 1999-2002 was not analyzed due to the low volume of loans originated.

Barrington did not achieve any significant market share for home mortgage lending. Within the AA, the top ten lenders account for 48 percent of all home mortgage loan originations. Of these, seven are nation-wide lenders.

Small Loans to Businesses

Refer to Table 11 in appendix C for the facts and data used to evaluate the borrower distribution of the bank's origination/purchase of small loans to businesses.

The distribution of small loans to businesses is adequate. The percentage of small loans to businesses with revenues of \$1 million or less is lower than demographics for the evaluation period. Performance in 2003 is somewhat stronger than performance for the period 1999 – 2002. Based on loan size, for the period 1999 – 2002, 65 percent of the small loan to businesses originated for \$100,000 or less; in 2003, the percentage is 53 percent.

The competition for loans to small businesses is in the form of credit card companies, numerous financial institutions, including large national, regional, and local community banks as well as finance companies. According to the 2003 Peer Data, the top three lenders in the AA are credit card companies. Together they account for 45 percent of the market share in the AA.

The bank ranks 105th among 321 lenders in the AA. The average loan amount originated by Barrington in 2003 was \$195 thousand compared to the top three lenders with average loan amounts of less than \$10 thousand.

Consumer Loans

Refer to Tables 13 in appendix C for the facts and data used to evaluate the geographic distribution of the bank's consumer loan originations and purchases.

The distribution of consumer loans by borrower income level is good. For the period 1999 – 2002, the percentage of loans to low-income borrowers is somewhat below demographics when considering the household poverty rate of 2.48 percent. Performance to moderate-income borrowers is similar to that of low-income borrowers. For 2003, performance to low-income borrowers is good given the household poverty rate of 9.6 percent and to moderate-income is adequate, although lower than demographics. As consumer lending is made up entirely of home equity loans, performance is good in light of the median cost of housing.

Community Development Lending

Refer to Table 1 Lending Volume in appendix C for the facts and data used to evaluate the bank's level of community development lending. This table includes all CD loans, including multifamily loans that also qualify as CD loans. In addition, Table 5 includes geographic lending data on all multi-family loans, including those that also qualify as CD loans. Table 5 does not separately list CD loans, however.

Community Development Lending had a neutral impact on the Lending Test conclusions. During the evaluation period, Barrington made one loan totaling \$500,000 within the AA for affordable housing purposes, which addressed an identified credit need. Opportunities to participate in community development activity within this AA are very limited. Therefore, consideration was given to 35 other CD loans totaling \$25.5 million outside the AA, but which benefit a broader regional area within Chicago MSA. A significant majority of these loans addressed affordable housing needs.

INVESTMENT TEST

Conclusions for Areas Receiving Full-Scope Reviews

The bank's performance under the Investment Test is rated "High-Satisfactory." Based on a full-scope review, the bank's performance in the AA is good. Qualified investments of \$1.8 million represent 3.2% of Tier 1 Capital. Refer to Table 14 in appendix D for the facts and data used to evaluate the bank's level of qualified investments.

Barrington demonstrates a good level of responsiveness to credit and community development needs. Investment opportunities within the AA are limited, however, the regional or broader Chicago MSA offers many investment opportunities to address the needs within the various communities. The bank provided qualified investments through cash contributions, grants, and purchases of securities. While the bank has devoted its efforts in directing the cash contributions and grants to organizations that provide direct benefits within its AA, the purchase of qualified mortgage backed securities provide benefits to a wider regional Chicago MSA. Barrington's AA represents a portion of the Chicago MSA. Specific noteworthy investments included:

CRA Qualified Mortgage Backed Securities: Barrington invested in two separate mortgage-backed security totaling \$1.7 million offered by the state housing development authority. The purposes of these investments were to provide mortgages to low- and moderate-income borrowers for affordable housing. While some of the mortgages were within the bank's AA, a significant number were outside the AA but within the broader regional Chicago MSA, with Barrington's AA representing a portion of that wider Chicago MSA. Neither of these investments is considered innovative or complex.

Additional grants and donations were provided to various community development service organizations in the AA. Barrington contributed to 35 different qualified organizations, totaling \$81 thousand during the evaluation period.

SERVICE TEST

Conclusions for Areas Receiving Full-Scope Reviews

The bank's performance under the Service Test in the AA is rated "Low Satisfactory." Based on a full-scope review, the bank's performance is adequate.

Retail Banking Services

Refer to Table 15 appendix C for the facts and data used to evaluate the distribution of the bank's branch delivery system and branch openings and closings.

Barrington has two banking locations, both located in Cook County. The bank's delivery systems are reasonably accessible to geographies and individuals of different income levels within its AA. Barrington's AA has no low-income geographies according to both the 1990 and 2000 Census Data. Barrington's AA had no moderate-income geography for the 1990 census and one moderate-income geography for the 2000 census. The moderate-income geography represents approximately four percent of the AA with a population of 7,976. Both the main bank and the branch are located in upper-income geographies according to 1990 and 2000 Census Data.

Barrington operates five full service proprietary Automated Teller Machines (ATMs). All the ATMs are located at the two banking locations as either drive-thru or walk-up. Besides proprietary ATMs, Barrington is part of STAR SF ATMs network with numerous locations throughout the country. Barrington customers can use the STAR network ATMs without incurring any surcharges. The bank's hours, services, and products offered at the two locations do not vary.

Non-traditional delivery channels include telebank, on-line banking, bill pay, and Internet banking. While the bank monitors the usage of telebank calls and on-line banking no specific usage by low- and moderate-income individuals is monitored, therefore, no significant weight was placed for providing for those services.

Barrington opened one banking location, in Hoffmann Estates, and has not closed any banking location during this evaluation period.

Community Development Services

Barrington's officers and employees have been involved with a number of community development activities within the AA. Involvement has been in organizations that provide either educational or social services to low- and moderate-income individuals or economic development related activities. Examples of community development services are detailed below.

- An officer of the bank is a Treasurer in an educational service organization for women whose main objective is to provide support and assistance, in the form of scholarships, for personal and professional growth for women re-entering the work force. The officer provides technical financial expertise to the organization.

- An officer is a Board member of a local economic development organization. The purpose of the organization is to promote and attract small businesses to the AA. Among other things, the officer provides technical financial expertise to the organization in terms of maintaining and attracting new businesses to the area.
- Two officers of the bank serve as directors for a local community organization providing various social services to the community. The purpose of the organization is to provide social services to the needy and less privileged. The officers provide financial expertise in establishing funding drives to pay for the services including completing the financial reports for the services, grants, and allocations provided.
- An officer of the bank serves as a Board member for a local chamber of commerce. The chamber focuses on attracting and providing assistance to small businesses interested in locating in the AA. The officer provides technical financial assistance to the steering committee of the organization.
- Officers of the bank also participated in presenting seminars to individuals addressing issues related to businesses such as understanding cash flow and obtaining small business administration (SBA) 504 loans, providing financial counseling to low-income senior citizens, and presenting seminars to first time home buyers.

Appendix A: Scope of Examination

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 non-metropolitan 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	Lending Test (excludes CD Loans): (01/01/99 to 12/31/03) Investment and Service Tests and CD Loans: (02/08/99 to 12/06/04)	
Financial Institution	Products Reviewed	
Barrington Bank & Trust, NA Barrington, Illinois	Home Mortgage, Small Business, and Community Development Loan Data; Consumer Loans; Qualified Investments; Retail and Community Development Services	
Affiliate(s)	Affiliate Relationship	Products Reviewed
List of Assessment Areas and Type of Examination		
Assessment Area	Type of Exam	Other Information
Chicago MSA #1600	Full-Scope	

Appendix B: Market Profiles for Full-Scope Area

Barrington Assessment Area – 1990 Census Data

Demographic Information for Full-Scope Area: Barrington AA						
Demographic Characteristics	#	Low % of #	Moderate % of #	Middle % of #	Upper % of #	NA* % of #
Geographies (Census Tracts)	22	0	0	13.64	86.36	n/a
Population by Geography	125,080	n/a	0	14.78	85.22	n/a
Owner-Occupied Housing by Geography	35,028	n/a	0	11.94	88.06	n/a
Businesses by Geography	8,704	n/a	0	17.84	82.16	n/a
Farms by Geography	182	n/a	0	9.34	90.66	n/a
Family Distribution by Income Level	34,628	5.51	8.87	17.86	67.77	n/a
Distribution of Low- and Moderate-Income Families throughout AA Geographies	4,978	n/a	0	29.69	70.31	n/a
Median Family Income HUD Adjusted Median Family Income for 2002 Households Below the Poverty Level	= \$42,758 = \$75,400 = 2.48%	Median Housing Value = \$194,026 Unemployment Rate - December 2002 = 6.4%				

(*) The NA category consists of geographies that have not been assigned an income classification.
 Source: 1990 U.S. Census, 2002 HUD updated MFI, and Bureau of Labor Statistics.

Barrington’s AA consists of twenty-two geographies from portions of Cook, Lake and McHenry Counties in the Chicago MSA. The AA has no low- or moderate-income geographies. Sixteen of the geographies are in Cook County, with fourteen designated as upper-income and two designated as middle-income. Five of the geographies in the AA are in Lake County and all are designated as upper-income. One of the geography is located in McHenry County and designated as upper-income. The AA represents one of the very affluent communities bordering the City of Chicago.

The population of the AA was 125,080 according to the 1990 Census Data, with 34,628 total families. The income distribution of families shows 5.5 percent as low-, 8.9 percent as moderate-, 17.9 percent as middle-, and 67.7 percent as upper-income. The business demographic of the AA shows 8,704 businesses. Approximately 75 percent of the businesses in the AA have revenues equal to or less than \$1 million. Among the businesses, 40 percent are service oriented, 12 percent are retail trade, and additional 12 percent are non-classified establishments. Approximately 81 percent of the businesses employ 50 or fewer employees.

Barrington Assessment Area – 2000 Census Data

Demographic Information for Full-Scope Area: Barrington AA						
Demographic Characteristics	#	Low % of #	Moderate % of #	Middle % of #	Upper % of #	NA* % of #
Geographies (Census Tracts)	27	0	3.7	7.41	88.89	n/a
Population by Geography	151,062	n/a	5.28	8.99	85.74	n/a
Owner-Occupied Housing by Geography	43,591	n/a	2.31	7.92	89.77	n/a
Businesses by Geography	9,398	n/a	3.06	8.65	88.28	n/a
Farms by Geography	198	n/a	0.51	7.07	92.42	n/a
Family Distribution by Income Level	40,851	8.55	10.80	18.21	62.44	n/a
Distribution of Low- and Moderate-Income Families throughout AA Geographies	7,853	n/a	11.69	15.08	73.23	n/a
Median Family Income	= \$61,182					
HUD Adjusted Median Family Income for 2002	= \$68,700					
Households Below the Poverty Level	= 9.67					
				Median Housing Value	= \$253,152	
				Unemployment Rate - December 2003	= 6.1%	

(*) The NA category consists of geographies that have not been assigned an income classification.
 Source: 2000 U.S. Census, 2003 HUD updated MFI, and Bureau of Labor Statistics.

Barrington’s AA consists of twenty-seven geographies from portions of Chicago-Naperville-Joliet MSA. The AA has no low-income geographies and one moderate-income geography. Seventeen of the geographies are in Cook County, with fourteen designated as upper-income, two are designated as middle-income, and one geography designated as moderate-income. Nine of the geographies in the AA are in Lake County and all of them are designated as upper-income. One geography in the AA is located in McHenry County and is designated as upper-income. The AA represents one of the very affluent communities bordering the City of Chicago.

Barrington ranks 57th among 338 financial institutions in the MSA with 0.25 percent of the deposit market share as of June 30, 2004. Within Cook County, Barrington ranks 146th with 0.06 percent in total deposit market share. There are numerous financial institutions in Cook County including national, large regional, and community banks. The top two banks, large national banks, in Cook County hold more than 36 percent deposit market share.

The population of the AA was 151,062 according to 2000 Census Data, with 40,581 total families. The income distribution of families shows 8.6 percent as low- 10.8 percent as moderate-, 18.2 percent as middle, and 62.4 percent as upper-income. The business demographic of the AA shows 9,398 businesses. Approximately 65 percent of the businesses have revenues equal to or less than \$1 million. Among the businesses, 41 percent are service oriented, 13 percent are retail trade, and additional 10 percent are non-classified establishments. Approximately 80 percent of the businesses employ 50 or fewer employees.

Major employers in the AA include Ameritech, GE Capital, William Rainey Harper College, and local high school and elementary school districts.

Appendix C: Tables of Performance Data

Content of Standardized 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 % Bank Loans Column in Core Tables 8 through 12 and part of Table 13. Tables without data are not included in this PE.

The following is a listing and brief description of the tables:

- 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 1a. Other Products** - Presents the number and dollar amount of any unreported category of loans originated and purchased by the bank 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 the number 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 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 DECEMBER 31, 2002		Geography: BARRINGTON AA (1990 CENSUS)						Evaluation Period: JANUARY 1, 1999 TO				
Assessment Area:	% of Rated Area Loans (#) in 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:												
Barrington AA	100.00	155	16,916	158	23,608	0	0	1	500	314	41,024	100.00
Statewide/Regional								20	12,000	20	12,000	

* Loan Data as of December 31, 2002. Rated area refers to either the state rating area.

** The evaluation period for Community Development Loans is From February 8, 1999 to December 31, 2002.

*** Deposit Data as of June 30, 2004. Rated Area refers the state.

Table 1a. Other Products

LENDING VOLUME DECEMBER 31, 2002		Geography: BARRINGTON AA (1990 CENSUS)								Evaluation Period: JANUARY 1, 2002 TO				
Assessment Area:	% of Rated Area Loans (#) in AA	Total Optional Loans**		Small Business Real Estate Secured**		Home Equity**		Motor Vehicle**		Credit Card**		Other Secured Consumer**		% of Rated Area Deposits in AA***
		#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	#	\$(000's)	
Full Review:														
Barrington AA	100.00	154	21,251	0	0	154	21,251	0	0	0	0	0	0	100.00

* Loan Data as of December 31, 2002. Rated area refers to the state rating area.

** The evaluation period for the Optional Product Line is from January 01, 2002 to December 31, 2002.

*** Deposit Data as of June 30, 2004. Rated Area refers the state.

Table2. Geographic Distribution of Home Purchase Loans

Geographic Distribution: HOME PURCHASE 1999 TO DECEMBER 31, 2002		Geography: BARRINGTON AA (1990 CENSUS)								Evaluation Period: JANUARY 1,					
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***	% BANK Loans	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	Overa ll	Low	Mod	Mid	Upp
Full Review:															
Barrington AA	32	100.00	NA	NA	NA	NA	11.94	3.13	88.06	96.88	0.09	NA	NA	0.10	0.09

* Based on 2002 Peer Data: Central Region.

** Home purchase loans originated and purchased in the 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 1990 Census information.

Table 3. Geographic Distribution of Home Improvement Loans

Geographic Distribution: HOME IMPROVEMENT 1999 TO DECEMBER 31, 2002		Geography: BARRINGTON AA (1990 CENSUS)								Evaluation Period: JANUARY 1,					
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***	% BANK Loans	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	Over all	Low	Mod	Mid	Upp
Full Review:															
Barrington AA	115	100.00	NA	NA	NA	NA	11.94	2.61	88.06	97.39	0.40	NA	NA	0.00	0.44

* Based on 2002 Peer Data: Central Region.

** Home improvement loans originated and purchased in the 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 1990 Census information.

Table 4. Geographic Distribution of Home Mortgage Refinance Loans

Geographic Distribution: HOME MORTGAGE REFINANCE 1, 1999 TO DECEMBER 31, 2002			Geography: BARRINGTON AA (1990 CENSUS)								Evaluation Period: JANUARY				
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***	% BANK Loans	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	Over all	Low	Mod	Mid	Upp
Full Review:															
Barrington AA	3	100.00	NA	NA	NA	NA	11.94	0.00	88.06	100.00	0.00	NA	NA	0.00	0.00

* Based on 2002 Peer Data: Central Region.

** Home mortgage refinance loans originated and purchased in the 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 1990 Census information.

Table 5. Geographic Distribution of Multifamily Loans

Geographic Distribution: MULTIFAMILY TO DECEMBER 31, 2002		Geography: BARRINGTON AA (1990 CENSUS)								Evaluation Period: JANUARY 1, 1999					
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***	% BANK Loans	% MF Units***	% BANK Loans	% MF Units***	% BANK Loans	% MF Units***	% BANK Loans	Over all	Low	Mod	Mid	Upp
Full Review:															
Barrington AA	5	100.0 0	NA	NA	NA	NA	55.86	40.00	44.14	60.00	3.45	NA	NA	2.56	5.26

* Based on 2002 Peer Data: Central Region.

** Multifamily loans originated and purchased in the 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 1990 Census information.

Table 6. Geographic Distribution of Small Loans to Businesses

Geographic Distribution: SMALL LOANS TO BUSINESSES JANUARY 1, 1999 TO DECEMBER 31, 2002			Geography: BARRINGTON AA (1990 CENSUS)								Evaluation Period:				
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***	% BANK Loans	% of Businesses***	% BANK Loans	% of Businesses***	% BANK Loans	% of Businesses***	% BANK Loans	Overall	Low	Mod	Mid	Upp
Full Review:															
Barrington AA	158	100.00	NA	NA	NA	NA	17.84	5.06	82.16	94.94	0.00	NA	NA	0.00	0.00

* Based on Aggregate Small Business Data Only.

** 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 (2002).

Table 8. Borrower Distribution of Home Purchase Loans

Borrower Distribution: HOME PURCHASE 1999 TO DECEMBER 31, 2002		Geography: BARRINGTON AA (1990 CENSUS)								Evaluation Period: JANUARY 1, 1999 TO DECEMBER 31, 2002					
Assessment Area:	Total Home Purchase Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Market Share				
	#	% of Total**	% Families**	% BANK Loans****	% Families**	% BANK Loans****	% Families* **	% BANK Loans****	% Families* **	% BANK Loans****	Over all	Low	Mod	Mid	Upp
Full Review:															
Barrington AA	32	100.0 0	5.51	0.00	8.87	6.25	17.86	18.75	67.77	75.00	0.11	0.00	0.00	0.21	0.11

* Based on 2002 Peer Data: Central Region.

** As a percentage of loans with borrower income information available. Income information was available for 100% of loans originated and purchased by Barrington Bank & Trust Co.

*** Percentage of Families is based on the 1990 Census information.

**** Home purchase loans originated and purchased in the AA as a percentage of all home purchase loans originated and purchased in the rated area.

Table 9. Borrower Distribution of Home Improvement Loans

Borrower Distribution: HOME IMPROVEMENT 1999 TO DECEMBER 31, 2002		Geography: BARRINGTON AA (1990 CENSUS)								Evaluation Period: JANUARY 1,					
Assessment Area:	Total Home Improvement Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Market Share				
	#	% of Total**	% Families**	% BANK Loans****	% Families* **	% BANK Loans****	% Families* **	% BANK Loans****	% Families* **	% BANK Loans****	Over all	Low	Mod	Mid	Upp
Full Review:															
Barrington AA	115	100.00	5.51	1.74	8.87	4.35	17.86	19.13	67.77	74.78	0.47	0.00	0.00	0.00	0.84

* Based on 2002 Peer Data: Central Region.

** As a percentage of loans with borrower income information available. Income information was available for 100% of the loans originated and purchased by Barrington Bank & Trust Co.

*** Percentage of Families is based on the 1990 Census information.

**** Home improvement loans originated and purchased in the AA as a percentage of all home improvement loans originated and purchased in the rated area.

Table 10. Borrower Distribution of Home Mortgage Refinance Loans

Borrower Distribution: HOME MORTGAGE REFINANCE JANUARY 1, 1999 TO DECEMBER 31, 2002		Geography: BARRINGTON AA (1990 CENSUS)								Evaluation Period:					
Assessment Area:	Total Home Mortgage Refinance Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Market Share				
	#	% of Total**	% Families**	% BANK Loans****	% Families* **	% BANK Loans****	% Families* **	% BANK Loans****	% Families* **	% BANK Loans****	Over all	Low	Mod	Mid	Upp
Full Review:															
Barrington AA	3	100.00	5.51	0.00	8.87	0.00	17.86	0.00	67.77	100.00	0.00	0.00	0.00	0.00	0.00

* Based on 2002 Peer Data: Central Region.

** As a percentage of loans with borrower income information available. Income information was available for 100% of the loans originated and purchased by Barrington Bank & Trust Company

*** Percentage of Families is based on the 1990 Census information.

**** Home mortgage refinance loans originated and purchased in the AA as a percentage of all home mortgage refinance loans originated and purchased in the rated area.

Table11. Borrower Distribution of Small Loans to Businesses

Borrower Distribution: SMALL LOANS TO BUSINESSES 1, 1999 TO DECEMBER 31, 2002				Geography: BARRINGTON AA (1990 CENSUS)			Evaluation Period: JANUARY		
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***	% BANK Loans****	\$100,000 or less	>\$100,000 to \$250,000	>\$250,000 to \$1,000,000	All	Rev\$ 1 Million or Less
Full Review:									
Barrington AA	158	100.00	75.23	55.00	65.19	15.19	19.62	0.00	0.00

* Based on Aggregate Small Business Data Only.

** Small loans to businesses originated and purchased in the 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 D&B - 2002).

**** 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 1% of small loans to businesses originated and purchased by the bank.

Table 13. Geographic and Borrower Distribution of Consumer Loans

Geographic and Borrower Distribution: CONSUMER LOANS JANUARY 1, 1999 TO DECEMBER 31, 2002		Geography: BARRINGTON AA (1990 CENSUS)										Evaluation Period:							
Assessment Area:	Geographic Distribution										Borrower Distribution								
	Total Consumer Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		
	#	% of Total*	% of Hhlds**	% of BANK Loans	% of Hhlds**	% of BANK Loans	% of Hhlds*	% of BANK Loans	% of Hhlds**	% of BANK Loans	% of Hhlds**	% of BANK Loans	% of Hhlds*	% of BANK Loans	% of Hhlds*	% of BANK Loans	% of Hhlds*	% of BANK Loans	
Full Review:																			
Barrington AA	154	100.00	NA	NA	NA	NA	18.02	1.95	81.98	98.05	7.60	4.55	9.00	7.79	16.14	18.83	67.26	68.83	

* Consumer loans originated and purchased in the AA as a percentage of all consumer loans originated and purchased in the rated area.

** Percentage of Households is based on the 1990 Census Information.

Table 1. Lending Volume

LENDING VOLUME DECEMBER 31, 2003		Geography: BARRINGTON AA (2000 CENSUS)						Evaluation Period: JANUARY 1, 2003 TO				
Assessment Area:	% of Rated Area Loans (#) in AA	Home Mortgage		Small Loans to Businesses		Small Loans to Farms		Community Development Loans**		Total Reported Loans		% of Rated Area Deposits in AA***
		#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	#	\$(000's)	
Full Review:												
Barrington AA	100.00	81	18,753	38	7,859	0	0	0	0	119	26,612	100.00
Statewide/Regional								15	14,000	15	14,000	

* Loan Data as of December 31, 2003. Rated area refers to the state.

** The evaluation period for Community Development Loans is from January 01, 2003 to December 31, 2003.

*** Deposit Data as of June 30, 2004. Rated Area refers to the state.

Table 1a. Other Products

LENDING VOLUME DECEMBER 31, 2003		Geography: BARRINGTON AA (2000 CENSUS)								Evaluation Period: JANUARY 1, 2003 TO				
Assessment Area:	% of Rated Area Loans (#) in AA	Total Optional Loans**		Small Business Real Estate Secured**		Home Equity**		Motor Vehicle**		Credit Card**		Other Secured Consumer**		% of Rated Area Deposits in AA***
		#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	#	\$(000's)	
Full Review:														
Barrington AA	100.00	209	28,433	0	0	209	28,433	0	0	0	0	0	0	100.00

* Loan Data as of December 31, 2003. Rated area refers to the state.

** The evaluation period for the Optional Product Line is from January 01, 2003 to December 31, 2003.

*** Deposit Data as of June 30, 2004. Rated Area refers to the state.

Table2. Geographic Distribution of Home Purchase Loans

Geographic Distribution: HOME PURCHASE 2003 TO DECEMBER 31, 2003		Geography: BARRINGTON AA (2000 CENSUS)								Evaluation Period: JANUARY 1,					
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***	% BANK Loans	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	Overa ll	Low	Mod	Mid	Upp
Full Review:															
Barrington AA	7	100.00	NA	NA	2.31	0.00	7.92	0.00	89.77	100.00	0.14	NA	0.00	0.00	0.16

* Based on 2003 Peer Mortgage Data.

** Home purchase loans originated and purchased in the 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 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 2003 TO DECEMBER 31, 2003		Geography: BARRINGTON AA (2000 CENSUS)								Evaluation Period: JANUARY 1,					
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***	% BANK Loans	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	Over all	Low	Mod	Mid	Upp
Full Review:															
Barrington AA	1	100.00	NA	NA	2.31	0.00	7.92	0.00	89.77	100.00	0.23	NA	0.00	0.00	0.26

* Based on 2003 Peer Mortgage Data.

** Home improvement loans originated and purchased in the 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 units in a particular geography divided by the 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 JANUARY 1, 2003 TO DECEMBER 31, 2003			Geography: BARRINGTON AA (2000 CENSUS)								Evaluation Period:				
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***	% BANK Loans	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	Overall	Low	Mod	Mid	Upp
Full Review:															
Barrington AA	69	100.00	NA	NA	2.31	0.00	7.92	0.00	89.77	100.00	0.24	NA	0.00	0.00	0.27

* Based on 2003 Peer Mortgage Data.

** Home refinance loans originated and purchased in the AA as a percentage of all home refinance loans originated and purchased in the rated area.

*** Percentage of Owner Occupied Units is the number of owner occupied units in a particular geography divided by the number of owner occupied housing units in the area based on 2000 Census information.

Table 5. Geographic Distribution of Multifamily Loans

Geographic Distribution: MULTIFAMILY TO DECEMBER 31, 2003		Geography: BARRINGTON AA (2000 CENSUS)								Evaluation Period: JANUARY 1, 2003					
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***	% BANK Loans	% MF Units***	% BANK Loans	% MF Units***	% BANK Loans	% MF Units***	% BANK Loans	Overa ll	Low	Mod	Mid	Upp
Full Review:															
Barrington AA	4	100.0 0	NA	NA	19.81	0.00	23.88	0.00	56.31	100.00	3.81	NA	0.00	0.00	11.4 3

* Based on 2003 Peer Mortgage Data.

** Multi-family loans originated and purchased in the AA as a percentage of all multi-family loans originated and purchased in the rated area.

*** Percentage of Multi Family Units is the number of multi family units in a particular geography divided by the 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 JANUARY 1, 2003 TO DECEMBER 31, 2003			Geography: BARRINGTON AA (2000 CENSUS)								Evaluation Period:				
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***	% BANK Loans	% of Businesses***	% BANK Loans	% of Businesses***	% BANK Loans	% of Businesses***	% BANK Loans	Overall	Low	Mod	Mid	Upp
Full Review:															
Barrington AA	38	100.00	NA	NA	3.06	0.00	8.65	0.00	88.28	100.00	0.05	NA	0.00	0.00	0.09

* Based on 2003 Peer Small Business Data.

** Small loans to businesses originated and purchased in the AA as a percentage of all small loans to businesses originated and purchased in the rated area.

*** Source Data - Dun and Bradstreet (2003).

Table 8. Borrower Distribution of Home Purchase Loans

Borrower Distribution: HOME PURCHASE TO DECEMBER 31, 2003		Geography: BARRINGTON AA (2000 CENSUS)								Evaluation Period: JANUARY 1, 2003					
Assessment Area:	Total Home Purchase Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Market Share				
	#	% of Total**	% Families**	% BANK Loans****	% Families**	% BANK Loans****	% Families**	% BANK Loans****	% Families**	% BANK Loans****	Overa ll	Low	Mod	Mid	Upp
Full Review:															
Barrington AA	7	100.00	8.55	0.00	10.80	0.00	18.21	0.00	62.44	100.00	0.14	0.00	0.00	0.00	0.16

* Based on 2003 Peer Mortgage Data.

** As a percentage of loans with borrower income information available. Income information was available for 100% of the loans originated and purchased by bank.

*** Percentage of Families is based on the 2000 Census information.

**** Home purchase loans originated and purchased in the AA as a percentage of all home purchase loans originated and purchased in the rated area.

Table 9. Borrower Distribution of Home Improvement Loans

Borrower Distribution: HOME IMPROVEMENT 2003 TO DECEMBER 31, 2003		Geography: BARRINGTON AA (2000 CENSUS)								Evaluation Period: JANUARY 1,					
Assessment Area:	Total Home Improvement Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Market Share				
	#	% of Total**	% Families**	% BANK Loans****	% Families* **	% BANK Loans****	% Families* **	% BANK Loans****	% Families* **	% BANK Loans****	Overa ll	Low	Mod	Mid	Upp
Full Review:															
Barrington AA	1	100.00	8.55	0.00	10.80	0.00	18.21	0.00	62.44	100.00	0.23	0.00	0.00	0.00	0.26

* Based on 2003 Peer Mortgage Data.

** As a percentage of loans with borrower income information available. Income information was available for 100% of the loans originated and purchased by bank.

*** Percentage of Families is based on the 2000 Census information.

**** Home improvement loans originated and purchased in the AA as a percentage of all home improvement loans originated and purchased in the rated area.

Table 10. Borrower Distribution of Home Mortgage Refinance Loans

Borrower Distribution: HOME MORTGAGE REFINANCE JANUARY 1, 2003 TO DECEMBER 31, 2003		Geography: BARRINGTON AA (2000 CENSUS)								Evaluation Period:					
Assessment Area:	Total Home Mortgage Refinance Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Market Share				
	#	% of Total**	% Families**	% BANK Loans****	% Families* **	% BANK Loans****	% Families* **	% BANK Loans****	% Families* **	% BANK Loans****	Overa ll	Low	Mod	Mid	Upp
Full Review:															
Barrington AA	69	100.00	8.55	1.45	10.80	5.80	18.21	24.64	62.44	68.12	0.24	0.11	0.14	0.33	0.35

* Based on 2003 Peer Mortgage Data.

** As a percentage of loans with borrower income information available. Income information was available for 100% of the loans originated and purchased by bank.

*** Percentage of Families is based on the 2000 Census information.

**** Home refinance loans originated and purchased in the AA as a percentage of all home refinance loans originated and purchased in the rated area.

Table11. Borrower Distribution of Small Loans to Businesses

Borrower Distribution: SMALL LOANS TO BUSINESSES 1, 2003 TO DECEMBER 31, 2003				Geography: BARRINGTON AA (2000 CENSUS)			Evaluation Period: JANUARY		
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***	% BANK Loans****	\$100,000 or less	>\$100,000 to \$250,000	>\$250,000 to \$1,000,000	All	Rev\$ 1 Million or Less
Full Review:									
Barrington AA	38	100.00	65.15	57.89	52.63	18.42	28.95	0.05	0.07

* Based on 2003 Peer Small Business Data.

** Small loans to businesses originated and purchased in the 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 D&B - 2003).

**** Small loans to businesses with revenues of \$1 million or less as a percentage of all loans reported as small loans to businesses. Revenue information was available for 100% of the loans originated and purchased by the bank.

Table 13. Geographic and Borrower Distribution of Consumer Loans

Geographic and Borrower Distribution: CONSUMER LOANS JANUARY 1, 2003 TO DECEMBER 31, 2003		Geography: BARRINGTON AA (2000 CENSUS)										Evaluation Period:						
Assessment Area:	Geographic Distribution										Borrower Distribution							
	Total Consumer Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers	
	#	% of Total*	% of Hhlds**	% of BANK Loans	% of Hhlds**	% of BANK Loans	% of Hhlds*	% of BANK Loans	% of Hhlds**	% of BANK Loans	% of Hhlds**	% of BANK Loans	% of Hhlds*	% of BANK Loans	% of Hhlds*	% of BANK Loans	% of Hhlds*	% of BANK Loans
Full Review:																		
Barrington AA	209	100.00	NA	NA	5.11	0.00	9.75	0.00	85.14	100.00	10.57	1.46	11.37	6.31	15.74	12.62	62.31	79.61

* Consumer Loans originated and purchased in the AA as a percentage of all consumer loans originated and purchased in the rated area.

** Percentage of households is based on 2000 Census Information.

Table 14. Qualified Investments

QUALIFIED INVESTMENTS TO DECEMBER 6, 2004		Geography: BARRINGTON AA				Evaluation Period: FEBRUARY 8, 1999			
Assessment Area:	Prior Period Investments		Current Period Investments		Total Investments			Unfunded Commitments**	
	#	\$(000's)	#	\$(000's)	#	\$(000's)	% of Total	#	\$(000's)
Full Review:									
Barrington AA	0	0	36	800	36	800	44.4	0	0
Statewide/Regional	0	0	1	1000	1	1000	55.6	0	0

* 'Prior Period Investments' means investments made in a previous period that are outstanding as of the examination date.

** '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 AND BRANCH OPENINGS/CLOSINGS FEBRUARY 8, 1999 TO DECEMBER 6, 2004								Geography: BARRINGTON AA				Evaluation Period:					
Assessment Area:	Deposits	Branches						Branch Openings/Closings				Population					
	% of Rated Area Deposits in AA	# of BANK 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:																	
Barrington AA	100.00	2	100.0	NA	0	0	100.0	1	0	0	0	0	+1	NA	5.28	8.99	85.74