



LARGE BANK

Comptroller of the Currency
Administrator of National Banks

Washington, DC 20219

PUBLIC DISCLOSURE

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COMMUNITY REINVESTMENT ACT PERFORMANCE EVALUATION

Cadence Bank, National Association
Charter Number: 3656

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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 **Cadence Bank, National Association** with respect to the Lending, Investment, and Service Tests:

Performance Levels	Cadence Bank 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:

- Overall, Cadence’s level of lending activity throughout the full-scope assessment areas is good.
- The bank’s geographic distribution of loans is good and their distribution of loans by income level is also good.
- A high level of CD loans were made in the full-scope areas in MS and TN which had a positive impact on the lending test rating for these states.
- Cadence’s level of CD investments is adequate.
- Cadence’s delivery systems are reasonably accessible to geographies and individuals of different income levels.
- An adequate level of CD services was provided during this evaluation period.

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.

Effective September 1, 2005, the Board of Governors of the Federal Reserve System, Office of the Comptroller of the Currency, and the Federal Deposit Insurance Corporation have adopted the following additional language as part of the revitalize or stabilize definition of community development. Activities that revitalize or stabilize-

- (i) Low- or moderate-income geographies;
- (ii) Designated disaster areas; or
- (iii) Distressed or underserved nonmetropolitan middle-income geographies designated by the Board, Federal Deposit Insurance Corporation, and Office of the Comptroller of the Currency, based on-
 - a. Rates of poverty, unemployment, and population loss; or
 - b. Population size, density, and dispersion. Activities that revitalize and stabilize geographies designated based on population size, density, and dispersion if they help to meet essential community needs, including needs of low- and moderate-income individuals.

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 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 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

Cadence Bank N.A. (Cadence) is a \$1.8 billion interstate financial institution headquartered in Starkville, MS. Cadence operates 38 branches and 41 ATMs in 7 assessment areas throughout the states of Mississippi, Alabama, Florida, Tennessee and Georgia. Cadence entered the Tennessee market in 2004 with the acquisition of Enterprise Bancshares in Memphis, Tennessee. In 2006, Cadence entered the higher growth markets of Florida and Georgia with the acquisition of SunCoast Bank, a \$140 million bank in Sarasota, Florida and Seasons Bank, an \$88 million bank in Blairsville, Georgia. During this evaluation period, Cadence also expanded their presence in the Birmingham, AL and Nashville, Tennessee markets.

Cadence is wholly owned by Cadence Financial Corp. (CFC), a one bank holding company also headquartered in Starkville, MS. On October 6, 2010, Community Bancorp LLC (CBC) agreed to acquire CFC. CBC is a bank holding company headquartered in Houston, Texas whose only asset was Cadence Financial Corp. until CBC purchased Superior Bank, FSB in the second quarter of 2011.

Cadence has 2 active wholly-owned subsidiaries, NBC Service Corporation (Services) and NBC Insurance Services of AL (NBC). Services was formed to provide additional financial services that otherwise might not be provided by Cadence. For 2009, its primary activity was limited to its investment in Commerce National Insurance Company (CNIC). CNIC is an inactive credit life insurance company. NBC was formed in 1999 for the purpose of selling annuity products in the state of Alabama. For 2009, its activities were insignificant. The activities of these subsidiaries have no CRA impact.

On February 28, 2010, Cadence closed its mortgage division which was headquartered in Birmingham, AL and the bank's mortgage production is now limited to those products which will be retained by the bank. Also, Cadence disposed of all the assets associated with Galloway-Chandler-McKinney Insurance Agency, Inc. on August 31, 2009. Galloway was a wholly-owned subsidiary of Cadence that operated as an independent insurance agency, with its primary source of revenue coming from commissions and premiums on the sale of property and casualty insurance, title insurance, life insurance, annuities and other commercial lines.

Cadence provides a variety of wholesale and retail financial services, including mortgage loans, investment services and trusts. Cadence's customer base is well diversified and consists of business, agriculture, government, education and individual accounts.

As of December 31, 2009, Cadence's total assets were \$1.8 billion. Deposits totaled \$1.5 billion and net loans were \$1 billion. The loan portfolio was comprised of 1-4 family residential loans (23 percent), non-farm/non-residential real estate loans (39 percent), commercial and industrial loans (17 percent), construction and development loans (12 percent), loans to individuals (2 percent) and other loans (7 percent). The bank's net Tier 1 Capital was \$102 million. As illustrated by the bank's loan mix, Cadence is primarily a commercial lender followed by residential real estate lending.

There are no legal, financial, or other factors impeding the ability of the bank to meet the financial service needs of its assessment areas. Cadence last CRA examination was May 17, 2007 at which time a Satisfactory CRA rating was assigned.

Scope of the Evaluation

Evaluation Period/Products Evaluated

This Performance Evaluation assesses the bank's performance under the Lending, Investment, and Service Tests. In evaluating the bank's lending performance, we reviewed their residential mortgage loans subject to filing under the Home Mortgage Disclosure Act (HMDA), small loans to businesses and farms, and community development (CD) loans. With the exception of CD loans, the evaluation period for the Lending Test is January 1, 2007 through September 30, 2010. For CD loans and the Investment and Service Tests, the evaluation period is May 14, 2007 through January 3, 2011.

The Investment Test includes a review of investments, grants and donations made in the bank's AAs that meet the definition of CD investments. The Service Test evaluates the bank's branch distribution, hours of operation, branch openings and closings, alternative delivery systems, retail and commercial loans and deposit products and services and community development services provided in the bank's AAs.

Data Integrity

Prior to this examination, we reviewed the bank's data collection and verification efforts and concluded that they were adequate. No significant changes have occurred in these processes since our last exam, therefore the lending data used in this evaluation is considered accurate.

Selection of Areas for Full-Scope Review

In each state where the bank has an office, a sample of assessment areas (AAs) within that state was selected for full-scope reviews. Refer to the "Scope" section under each applicable state for details regarding how the areas were selected.

Ratings

The bank's overall rating is a blend of the state ratings. Of the 5 states, the state of Mississippi carried the most weight as it represents 50 percent of the bank's branching network, 57 percent of their deposit base and 69 of all loans made during this evaluation period. The states of Tennessee and Alabama were the next most significant states and received equal weight while the states of Florida and Georgia received the least weight in arriving at the overall bank rating.

The state ratings are based primarily on those areas that received full-scope reviews. Refer to the "Scope" section under each State Rating section for details regarding how the areas were weighted in arriving at the respective ratings.

Fair Lending or Other Illegal Credit Practices Review

We found no evidence of discriminatory or other illegal credit practices inconsistent with helping to meet community credit needs.

State Rating

State of Mississippi

CRA Rating for (Mississippi)¹:	Satisfactory
The lending test is rated:	Outstanding
The investment test is rated:	Low Satisfactory
The service test is rated:	High Satisfactory

The major factors that support this rating include:

- Cadence's lending activity in the nonMSA AA is excellent.
- Overall, the geographic distribution of loans is good and their distribution of loans by income level is excellent.
- Cadence originated a relatively high level of CD loans which had a positive impact on the lending test rating.
- The bank has an adequate level of CD investments.
- Cadence's delivery systems are readily accessible to geographies and individuals in the AA.

Description of Institution's Operations in Mississippi

Cadence has 1 AA in the state of Mississippi. This AA includes 8 contiguous counties in northern Mississippi including Clay, Lowndes, Monroe, Neshoba, Noxubee, Oktibbeha, Webster and Winston counties. Cadence is headquartered in Oktibbeha County. This AA has 50 census tracts of which 0 are low-income, 10 are moderate-income, 30 are middle-income and 10 are upper-income census tracts. The bank operates 19 banking offices and 22 ATMs throughout this nonMSA AA.

Competition in the AA is moderate. There are traditional and non-traditional lenders, as well as mortgage and finance companies that compete for mortgage loans in this area. The bank's major competitors are larger regional financial institutions and community banks ranging in assets from \$21 million to \$96 billion.

The state of Mississippi represents 57 percent of the bank's deposits and 50 percent of their branching network. In terms of loans, Cadence made 68 percent of their HMDA loans, 65 percent of their small loans to businesses and 95 percent of their small loans to farms in this state.

¹ For institutions with branches in two or more states in a multistate metropolitan area, this statewide evaluation does not reflect performance in the parts of this state contained within the multistate metropolitan area. Refer to the multistate metropolitan area rating and discussion for the rating and evaluation of the institution's performance in that area.

Refer to the market profiles for the state of Mississippi in appendix C for detailed demographics and other performance context information for assessment areas that received full-scope reviews.

Scope of Evaluation in Mississippi

Cadence has 1 AA in the state of Mississippi, the nonMSA AA which includes 8 contiguous counties in northern Mississippi. The nonMSA AA received a full-scope review. The ratings for the state of Mississippi are based on the bank's performance in the nonMSA AA.

Refer to the table in Appendix A for more information.

During this examination, we contacted an economic development agency. The contact indicated that the needs in the community are job training, education and more economic development.

The opportunity to make CD loans and investments or provide CD services in this AA is limited. We identified a few organizations that operate in the AA and provide affordable housing or community services to low and moderate-income individuals or that promote economic development by financing small businesses.

LENDING TEST

Conclusions for Areas Receiving Full-Scope Reviews

The bank's performance under the lending test in Mississippi is rated Outstanding. Based on full-scope reviews, the bank's performance in the nonMSA AA is excellent.

Lending Activity

Refer to Tables 1 Lending Volume in the state of Mississippi section of appendix D for the facts and data used to evaluate the bank's lending activity.

Cadence's lending activity in the nonMSA AA is excellent.

Based on the June 30, 2010 FDIC Deposit Market Share data, Cadence held a 24.15 percent deposit market share and ranked 1st among 16 FDIC insured financial institutions in the AA. In 2009, the bank achieved a 19.06 percent market share in making small loans to businesses and ranked number 2 among 38 lenders indicating an excellent performance. The number 1 lender was a credit card operation with an average loan size of \$6 thousand. In terms of small loans to farms, the bank ranked number 1 with a market share of 45.93 percent and number 5 in HMDA loans with a market share of 5.48 percent based on the number of loans made. There are 16 institutions making small loans to farms and 163 institutions making HMDA loans in the AA.

During this evaluation period, Cadence made 1,418 HMDA loans, 4,336 small loans to businesses and 1,142 small loans to farms. In arriving at the overall lending test rating, more weight was placed on small loans to businesses and the other 2 products received equal weight.

In terms of HMDA loans, 44 percent were home purchase, 27 percent were home improvement and 29 percent were refinance loans. As a result, more weight will be placed on home purchase loans and equal weight will be placed on the other 2 products. Multi-family loans were not analyzed during this review. The bank made 3 multi-family loans during this evaluation period and any analysis of these loans would be meaningless.

This weighing is reflective of Cadence's business strategy and overall lending activity during this evaluation period.

Distribution of Loans by Income Level of the Geography

Overall, the geographic distribution of loans is good. The distribution of HMDA and small loans to farms is adequate while the distribution of small loans to businesses is excellent.

Home Mortgage Loans

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

The bank's geographic distribution of HMDA loans is adequate.

There are no low-income geographies in this AA. In evaluating the bank's performance in moderate-income tracts we considered the demographics of the AA and how these demographics could impact the bank's opportunity to make loans in this AA. In moderate-income tracts, there are 8,740 families of which 32 percent of them live below the poverty level. This factor limits the bank's ability to make loans in these tracts.

In moderate-income geographies, the bank's distribution of home purchase and refinance loans is adequate. Their percentage of both home purchase and refinance loans is lower than the percentage of owner-occupied units in this AA. Their market share of these loans in these tracts is also lower than the demographics. However, their distribution of home improvement loans is good. The bank's percentage of home improvement loans is near the demographic comparator and their home improvement market share is also near their overall market share.

Small Loans to Businesses

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

The bank's geographic distribution of small loans to businesses is excellent.

In moderate-income geographies, Cadence distribution of loans is near the percentage of businesses located in moderate tracts and their market share in moderate tracts significantly exceeds their overall market share.

Small Loans to Farms

Refer to Table 7 in the state of Mississippi section of appendix D for the facts and data used to evaluate the geographic distribution of the bank's origination/purchase of small loans to farms.

The bank's geographic distribution of small loans to farms is adequate.

In moderate-income geographies, the bank's distribution of loans is lower than the percentage of farms in these tracts. The bank's market share in moderate-income tracts is also lower than their overall market share. However, the bank's lending performance is somewhat mitigated by the fact that there are only 69 farms located in these tracts which limits the bank's opportunity to make loans in these areas.

Lending Gap Analysis

Maps and reports detailing Cadence's lending activity over the evaluation period for HMDA, small loans to businesses, and small loans to farms were reviewed to identify gaps in the geographic distribution of those loans. We did not identify any unexplained conspicuous gaps.

Inside/Outside Ratio

A substantial majority of Cadence's loans were made inside the bank's AAs. Overall, 92 percent of the number and 90 percent of the dollar amount of loans originated during this evaluation period were made inside in the bank's combined AAs. Based on the number of loans made, 93 percent of small loans to businesses, 89 percent of HMDA loans and 92 percent of small loans to farms were originated in the combined AAs. This analysis was performed at the bank level rather than at the AA or state level. This analysis had a positive impact on the bank's geographic distribution of loans.

Distribution of Loans by Income Level of the Borrower

Overall, the distribution of loans by income level is excellent. The distribution of HMDA loans is adequate while the distribution of small loans to businesses and small loans to farms is excellent.

Home Mortgage Loans

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

In evaluating the bank's lending performance, we considered several demographic factors that could hamper the bank's ability to make HMDA loans in this AA. The 2010 updated median family income for the AA is \$42,400 as a result low-income families earn less than \$21,200 while moderate-income families earn less than \$33,920. When you consider that the median housing value is \$63,744, it would be difficult for many low and/or moderate-income families to purchase and maintain a home.

The bank's distribution of HMDA loans is adequate.

When we considered the economic factors, the bank's distribution of home purchase and refinance loans is adequate. Cadence's distribution of both home purchase and refinance loans to low-income borrowers is significantly lower than the percentage of low-income families in the AA. However, their market share of home purchase loans is lower than while their market share of refinance loans exceeds their overall market share.

In terms of moderate-income borrowers, their distribution of both home purchase and refinance loans is lower than the demographic comparators. Their market share of home purchase and refinance loans to moderate-income borrowers is near and lower than their overall market share, respectively.

The bank's distribution of home improvement loans is good. Their distribution of loans to low-income borrowers is lower than the demographics while their percentage of loans to moderate-income borrowers exceeds the demographics. Their market share to both low and moderate-income borrowers exceeds and significantly exceeds their overall market share, respectively.

Small Loans to Businesses

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

The distribution of small loans to businesses is excellent.

The bank's percentage of small loans to businesses exceeds the percentage of small businesses in the AA. The bank's small business market share significantly exceeds their overall market share (regardless of the revenue size of the business). Also, 88 percent of the loans made during this evaluation period, were for \$100 thousand or less indicating that the bank is meeting the needs of businesses for smaller dollar loans.

Small Loans to Farms

Refer to Table 12 in the state of Mississippi section of appendix D 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 farms is also excellent.

The bank's percentage of small loans to farms is near the percentage of small farms in the AA however their small farm market share exceeds their overall market share (regardless of the revenue size of the farm). Also, 89 percent of the loans made during this evaluation period, were for \$100 thousand or less.

Community Development Lending

Refer to Table 1 Lending Volume in the state of Mississippi section of appendix D 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.

Cadence originated a high level of CD loans during this evaluation period. The bank made 7 loans totaling \$10,209 million which had a positive impact on the lending test rating. These CD loans provided affordable housing, community services to low- or moderate-income individuals, stabilize/revitalize low- or moderate-income areas or provided economic development through job creation.

Some specific examples of the CD loans originated during this evaluation period follows:

- A \$5.5 million loan to a manufacturing company. This loan was for equipment and installation following the construction of a new facility. The business is located in a distressed tract and will create 55 new jobs for low and moderate-income individuals.
- A \$3 million loan to a company for business expansion. The loan proceeds will enable the company to create new jobs for low and moderate-income individuals. The business is located in a distressed middle-income tract.
- A \$905 million construction loan to build a new clinic in a distressed middle income census tract. The clinic primarily serves individuals on Medicaid.

Product Innovation and Flexibility

Cadence did not offer innovative or flexible loan products during this evaluation period.

INVESTMENT TEST

Conclusions for Areas Receiving Full-Scope Reviews

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

Refer to Table 14 in the state of Mississippi section of appendix D for the facts and data used to evaluate the bank's level of qualified investments.

During this evaluation period, Cadence made an adequate level of qualified investments in the nonMSA AA totaling \$1,241 million. This conclusion considers the limited investment opportunities within the AA, the identified needs in the community and the bank's capacity to address these needs.

Cadence made no complex and innovative investments during this evaluation period. The bank made 20 donations totaling \$41 thousand to organizations that provide affordable housing or community services to low- and moderate-income individuals or that revitalize or stabilize low- and moderate-income geographies. Cadence also had two prior period investments totaling \$1.2 million for affordable housing and a qualified school zone bond that continue to have a positive impact on the community.

SERVICE TEST

Conclusions for Areas Receiving Full-Scope Reviews

The bank's performance under the service test in Mississippi is rated High Satisfactory. Based on a full-scope review, the bank's performance in the nonMSA AA is good.

Retail Banking Services

Refer to Table 15 in the state of Mississippi section of appendix D for the facts and data used to evaluate the distribution of the bank's branch delivery system and branch openings and closings.

Cadence's delivery systems are accessible to geographies and individuals of different income levels in its assessment area particularly low and moderate-income areas and individuals. Cadence operates 19 banking offices in this AA and their percentage of branches in moderate-income geographies significantly exceeds the percentage of the population residing in those areas. There are no low-income tracts in this AA. Most low and moderate-income individuals reside in middle-income census tracts. About 47 percent of the bank's branches are in middle-income tracts whereas 61 percent of the population resides in these tracts.

The bank's record of opening and closing branches has not adversely affected the accessibility of delivery systems, particularly in moderate-income geographies or on low- or moderate-income families in the AA. During this evaluation period, the bank closed 1 banking office that was located in a middle-income geography and the bank did not open any branches in this AA.

Cadence offers a full-range of deposit services and loan products, which do not vary in a way that inconveniences certain portions of the assessment area, particularly low- and moderate-income geographies and low- and moderate-income individuals. Office hours and services in the full-scope AA are comparable among locations regardless of the income level of the geography. There are no significant differences in banking hours provided by the branches in the different geographies. In fact, in 6 banking locations, the drive-thru is opened from 9 a.m. until 12 noon on Saturdays; one of these locations is located in a moderate-income tract.

Community Development Services

Based on the number of organizations serviced and the available opportunities in the AA, Cadence's level of CD services is relatively high.

During this evaluation period, the bank provided CD services to 24 qualified CD organizations. The types of services provided included serving on the board or as a member for organizations that provide affordable housing and community services for low- or moderate-income individuals and organizations that promote economic development by financing small businesses or that revitalize or stabilize low- or moderate-income areas. Also, a bank employee provided financial literacy classes to area schools in the AA.

State Rating

State of Alabama

CRA Rating for Alabama²:	Satisfactory
The lending test is rated:	High Satisfactory
The investment test is rated:	Low Satisfactory
The service test is rated:	Low Satisfactory

The major factors that support this rating include:

- Cadence’s lending activity in the Tuscaloosa AA is good.
- The distribution of loans by geography is good and distribution of loans by borrower income level is also good.
- The bank’s level of CD investments is adequate.
- Retail delivery systems are reasonably accessible to geographies and individuals of different income levels throughout the AA.
- The bank’s level of CD services is adequate.

Description of Institution’s Operations in Alabama

Cadence has 2 AAs in the state of Alabama; the Birmingham and Tuscaloosa MSA AAs. The bank operates 7 banking offices in this state representing 18 percent of the bank’s branching network and 13 percent of their deposit base. In terms of loans, 17 percent of their HMDA loans, 18 percent of their small loans to businesses and 4 percent of their small loans to farms were made in this state

The bank’s major competitors are larger regional financial institutions and community banks with operations in the AA.

Refer to the market profiles for the state of Alabama in appendix C for detailed demographics and other performance context information for assessment areas that received a full-scope review.

² For institutions with branches in two or more states in a multistate metropolitan area, this statewide evaluation does not reflect performance in the parts of this state contained within the multistate metropolitan area. Refer to the multistate metropolitan area rating and discussion for the rating and evaluation of the institution’s performance in that area.

Scope of Evaluation in Alabama

The Tuscaloosa MSA was selected for a full scope review as 81 percent of the bank's deposits and 85 percent of all lending in the state was in this MSA. The Birmingham MSA AA was selected for a limited scope review. The ratings for the state of Alabama are primarily based on the bank's performance in the Tuscaloosa MSA AA.

Refer to the table in Appendix A for more information.

The opportunity to make CD loans and investments and provide CD services in this AA is limited. We identified 7 community development organizations that provide affordable housing, economic development and community services that operate in this AA. In conjunction with this examination we also reviewed a recent community contact performed by the OCC. The contact with a local economic development agency identified affordable housing and economic development as needs in the community.

LENDING TEST

Conclusions for Areas Receiving Full-Scope Reviews

The bank's performance under the lending test in Alabama is rated High Satisfactory. Based on full-scope reviews, the bank's performance in the Tuscaloosa MSA AA is good.

Lending Activity

Refer to Tables 1 Lending Volume in the state of Alabama section of appendix D for the facts and data used to evaluate the bank's lending activity.

Cadence's lending activity in the Tuscaloosa AA is good.

According to FDIC Deposit Market Share data as of June 30, 2010, Cadence held a 6.09 percent deposit market share and ranked 7th in this AA among 17 financial institutions. In 2009, the bank achieved a 6.00 percent market share in making small loans to businesses and ranked 4th among 43 lenders. In terms of HMDA loans, the bank ranked number 27 with a market share of 0.8 percent among 245 lenders and number 1 in small loans to farms with a market share of 41.18 percent among 11 lenders.

During this evaluation period, the bank made 1,046 small loans to businesses, 263 HMDA loans and 41 small loans to farms. In arriving at the overall lending test rating, small loans to business will receive the most weight followed by HMDA loans. Small loans to farms will receive the least weight.

Of the HMDA loans, 54 percent were home purchase loans, 16 percent were home improvement loans and 27 percent were refinance loans. In terms of HMDA products, home purchase loans received the most weight followed by refinance loans and then home improvement loans. This weighting is reflective of the bank's lending performance during the evaluation period and the bank's overall business strategy.

Distribution of Loans by Income Level of the Geography

Overall, the geographic distribution of loans is good. The distribution of HMDA and small loans to farms is adequate while the distribution of small loans to businesses is good.

Home Mortgage Loans

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

The bank's geographic distribution of HMDA loans is adequate.

The Tuscaloosa AA contains 1 low-income geography. During this evaluation period, Cadence did not originate or purchase any home purchase, home improvement or refinance loans in this low-income tract. However the bank's opportunity to make loans in this tract was extremely limited as the tract contains 666 housing units, of which only 3.9 percent (26 units) are owner-occupied and there are 245 lenders competing for HMDA loans in these tracts.

In moderate-income geographies, Cadence distribution of both home purchase and home improvement loans exceeds the percentage of owner occupied units in these tracts. However, the bank made no home improvement loans these tracts in 2009 and their home purchase market share is lower than their overall market share. In terms of refinance loans, the bank's performance is good. Their percentage of loans in moderate-income tracts is near the demographics and the bank's market share significantly exceeds their overall market share.

Multi-family loans were not analyzed as Cadence originated 9 multi-family loans during this evaluation period and any analysis performed would be meaningless

Small Loans to Businesses

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

The bank's distribution of loans is good.

The percentage of loans in low-income tracts is lower than the percentage of businesses in these tracts. However, this lower performance is somewhat mitigated by the modest number of businesses and level of competition located in this tract. According to 2000 census data, there are only 284 businesses located in this low-income tract and 42 institutions making loans. However, the bank's market share in low-income tracts equals their overall market share.

The bank's performance in moderate-income tracts is good. The percentage of bank loans in moderate-income tracts exceeds the demographics and their market share in these tracts is near their overall market share.

Small Loans to Farms

Refer to Table 7 in the state of Alabama section of appendix D for the facts and data used to evaluate the geographic distribution of the bank's origination/purchase of small loans to farms.

The bank's distribution of small loans to farms is adequate.

Cadence made no loans in the low-income tract and their percentage of loans in moderate-income tracts is significantly lower than the percentage of farms located in these geographies. In addition, the bank's market share in moderate-income tracts is lower than their overall market share. However, 2000 census data shows that the low-income tract only has 1 farm and the moderate-income tracts have 51 farms which significantly limit the bank's opportunity to make loans in these geographies. When these factors are considered, the bank's overall performance is considered adequate.

Lending Gap Analysis

Maps and reports detailing Cadence's lending activity over the evaluation period for home mortgage, small loans to businesses, and small loans to farms were reviewed to identify gaps in the geographic distribution of those loans. We did not identify any unexplained conspicuous gaps.

Inside/Outside Ratio

A substantial majority of Cadence's loans were made inside the bank's AAs. Overall, 92 percent of the number and 90 percent of the dollar amount of loans originated during this evaluation period were made inside in the bank's combined AAs. By number of loans originated, 93 percent of small loans to businesses, 89 percent of HMDA loans and 92 percent of small loans to farms were originated in the combined AAs. This analysis was performed at the bank level rather than the AA or state level. This analysis had a positive impact on the geographic distribution of loans.

Distribution of Loans by Income Level of the Borrower

Overall, the distribution of loans by income level is good. The distribution of small loans to businesses is excellent and the distribution of small loans to farms is good. Their distribution of HMDA loans is adequate.

Home Mortgage Loans

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

The bank's distribution of HMDA loans is adequate.

In evaluating the bank's HMDA performance, we considered the demographics of the AA. According to 2000 census data, the median housing value is \$98,767 and the estimated median housing value increased to \$154,300 for 2009. When we considered the fact that the 2000 median family income for low-income families was less than \$21,379 and moderate-income families was less than \$34,206 it would be difficult for these families to afford or maintain a home.

The bank's percentage of both home purchase and refinance loans is significantly lower than the percentage of low-income borrowers in the AA. Their home purchase and refinance market shares are lower than and significantly exceeds their overall market share, respectively. The bank's percentage of home improvement loans to low-income borrowers is near the demographic comparator however, the bank made no home improvement loans in 2009 to low-income borrowers.

The bank's percentage of both home purchase and home improvement loans to moderate-income borrowers is significantly lower than the percentage of moderate-income borrowers in the AA. Their market share of these products is also significantly lower than their overall market share. The bank's distribution of refinance loans is lower than the demographics while their product market share is significantly lower than their overall market share.

Small Loans to Businesses

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

The bank's distribution of small loans to businesses is excellent.

The bank's percentage of small loans to businesses is near the percentage of small businesses in the AA while their small business market share significantly exceeds their overall market share (regardless of the revenue size of the business). Also, 75 percent of the loans made during this evaluation period, were for \$100 thousand or less indicating that the bank is meeting the needs of businesses for smaller dollar loans.

Small Loans to Farms

Refer to Table 12 in the state of Alabama section of appendix D for the facts and data used to evaluate the borrower distribution of the bank's origination/purchase of small loans to businesses.

The bank's distribution of small loans to farms is good.

The bank's percentage of small loans to farms is near the percentage of small farms in the AA. Their small farm market share is also near their overall market share (regardless of the revenue size of the business). Also, 83 percent of the loans made during this evaluation period, were for \$100 thousand or less indicating a good performance.

Community Development Lending

Refer to Table 1 Lending Volume in the state of Alabama section of appendix D 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.

Cadence originated an adequate level of CD loans during this evaluation period. During this evaluation period, the bank made 1 loan totaling \$3,225 million for a 116 unit apartment complex. The tenants make less than 50 percent of the MSA median family income and this is a qualified CD loan because it provides affordable housing for low- and moderate-income individuals. The bank's CD lending activity had a neutral impact on the lending test rating.

Product Innovation and Flexibility

Cadence did not offer innovative or flexible loan products during this evaluation period.

Conclusions for Areas Receiving Limited-Scope Reviews

Based on a limited-scope review, the bank's performance under the lending test in the Birmingham AA is weaker than the bank's overall High Satisfactory performance under the lending test in Alabama. The bank's distribution of loans by income level is weaker in the Birmingham AA. However, the bank's performance in the Birmingham AA did not have a significant impact on the overall lending test rating.

Refer to the Tables 1 through 13 in the state of Alabama section of appendix D for the facts and data that support these conclusions.

INVESTMENT TEST

Conclusions for Areas Receiving Full-Scope Reviews

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

Refer to Table 14 in the state of Alabama section of appendix D for the facts and data used to evaluate the bank's level of qualified investments.

The bank's total qualifying investments of \$269 thousand demonstrates an adequate level of qualified investments. This conclusion considers the limited investment opportunities within the AA and the bank's capacity to address these needs.

During the evaluation period, Cadence made 2 investments in the Tuscaloosa AA for a total of \$266 thousand. These investments were mortgage backed securities secured by mortgages to low- or moderate-income individuals living in the AA. Cadence made no complex and innovative investments.

In addition, the bank made 3 donations totaling \$3,700 to organizations that provide affordable housing and community services to low- and moderate-income individuals.

There were no prior period investments still outstanding in this AA.

Conclusions for Area Receiving Limited-Scope Reviews

Based on a limited-scope review, the bank's performance under the investment test in the Birmingham AA is stronger than the bank's overall Low Satisfactory performance under the investment test in Alabama. The bank made a high level of CD investments in the Birmingham AA. Their investment performance in the Birmingham AA did not significantly impact their overall Investment test rating.

Refer to the Table 14 in the state of Alabama section of appendix D for the facts and data that support these conclusions.

SERVICE TEST

Conclusions for Areas Receiving Full-Scope Reviews

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

Retail Banking Services

Refer to Table 15 in the state of Alabama section of appendix D for the facts and data used to evaluate the distribution of the bank's branch delivery system and branch openings and closings.

Cadence's retail delivery systems are reasonably accessible to geographies and individuals of different income levels throughout the full-scope assessment area. Cadence has 5 full-service banking offices in the Tuscaloosa AA; of which none are located in low-income tract and 1 is located in moderate-income tract. However, the percentage of the population in the low-income tract is very low at 1.18 percent and the percentage of branches in moderate-income tracts is near the percentage of population residing in these areas.

The bank's record of opening and closing branches in this AA is good. During this evaluation period, Cadence did not open or close a branch in this AA which had a positive impact on the accessibility of delivery systems, particularly in low- or moderate-income geographies or on low- or moderate-income families in the AA.

Cadence offers a full-range of deposit services and loan products, which do not vary in a way that inconveniences the assessment area, particularly low- and moderate-income geographies and low- and moderate-income individuals. Office hours and services in the full-scope AA are comparable among locations regardless of the income level of the geography. There are no significant differences in banking hours provided by the branches in the different geographies.

Community Development Services

Based on the number of organizations serviced and the available opportunities in the AA, Cadence's level of CD services is adequate and had a neutral impact on the Service Test rating.

During this evaluation period, the bank provided CD services to 3 qualified CD organizations. The types of services provided included serving on the board of organizations that provide community services to low- or moderate-income individuals or to organizations that stabilize or revitalize low-or moderate-income areas. Also, a bank employee provided financial literacy classes to area schools in the AA.

Conclusions for Areas Receiving Limited-Scope Reviews

Based on a limited-scope review, the bank's performance under the service test in the Birmingham AA is not inconsistent with the bank's overall Low Satisfactory performance under the service test in Alabama.

Refer to Table 15 in the state of Alabama section of appendix D for the facts and data that support these conclusions.

State Rating

State of Tennessee

CRA Rating for Tennessee³:	Satisfactory
The lending test is rated:	High Satisfactory
The investment test is rated:	Low Satisfactory
The service test is rated:	Low Satisfactory

The major factors that support this rating include:

- Cadence's lending activity in the Memphis AA is good.
- Their distribution of loans by geography is good and their distribution of loans by income level is adequate.
- A high level of CD loans was made which had a positive impact on the Lending Test rating.
- An adequate level of CD investments was made during this evaluation period.
- Retail delivery systems are reasonably accessible to geographies and individuals of different income levels.

Description of Institution's Operations in Tennessee

Cadence has 2 AAs in the state of Tennessee, the Memphis and Nashville MSAs in their entirety. With the acquisition of Enterprise Bancshares in 2004, Cadence entered the Memphis, Tennessee market. The bank further expanded its presence in Tennessee by opening de novo offices in Nashville in 2006 and 2007.

Cadence operates 7 branches in the state of Tennessee. The state of Tennessee represents 18 percent of the bank's branching network, 18 percent of the bank's deposit base and 12 percent of all loans made by the bank during this evaluation period.

The bank's major competitors are larger regional financial institutions and community banks with operations in the AA such as First Tennessee, Regions Bank, SunTrust, Bank of America and Wells Fargo.

³ For institutions with branches in two or more states in a multistate metropolitan area, this statewide evaluation does not reflect performance in the parts of this state contained within the multistate metropolitan area. Refer to the multistate metropolitan area rating and discussion for the rating and evaluation of the institution's performance in that area.

Refer to the market profiles for the state of Tennessee in appendix C for detailed demographics and other performance context information for assessment areas that received full-scope reviews.

Scope of Evaluation in Tennessee

The majority of the bank's branches, deposits and lending activity in the state are in the Memphis MSA. About 69 percent of the bank's loans, 71 percent of the bank's branching network and 73 percent of the bank's deposits in the state are in the Memphis AA. As a result, we selected the Memphis AA to receive a full-scope review and selected the Nashville AA to receive a limited scope review. Therefore, the ratings for the state of Tennessee are based primarily on their performance in the Memphis MSA AA.

Refer to the table in Appendix A for more information.

There are numerous opportunities to make CD loans and investments and provide CD services in this AA. We identified at least 56 community development organizations that operate in this AA including several CDCs and other CD organizations that provide affordable housing, community services, or economic development activities that operate in the area. In conjunction with this examination, we reviewed a recent OCC community contact with an affordable housing organization that operates in the AA. Based on our community contact and review of other demographic and economic information, affordable housing was identified as a need in this AA.

LENDING TEST

Conclusions for Areas Receiving Full-Scope Reviews

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

Lending Activity

Refer to Tables 1 Lending Volume in the state of Tennessee section of appendix D for the facts and data used to evaluate the bank's lending activity.

Cadence's lending activity in the Memphis AA is good.

According to FDIC Deposit Market Share data as of June 30, 2010, Cadence had a 1.16 percent deposit market share and ranked 16th in this AA among 35 financial institutions. Cadence was also ranked 16th with a market share of 1.03 percent in making small loans to businesses among 76 lenders which reflects a good performance. In terms of HMDA loans, Cadence was ranked 110th with a HMDA lending market share of 0.05 percent among 409 lenders in this AA.

During this evaluation period, the bank made 99 HMDA loans, 713 small loans to businesses and 1 small loan to farms. Small loans to businesses will receive the most weight followed by HMDA loans. Small loans to farms will not be evaluated during this review as a nominal number of loans were made and any analysis performed would be meaningless.

Of the total number of HMDA loans, 60 percent were home purchase loans, 3 percent were home improvement loans and 37 percent were refinance loans. Of the HMDA products, home purchase loans received the most weight followed by refinance loans. Home improvement loans were not evaluated as a nominal number of these loans were made during this evaluation period.

This weighting is reflective of the bank's lending performance during the evaluation period and the bank's overall business strategy.

Distribution of Loans by Income Level of the Geography

Overall, the geographic distribution of loans is good. The distribution of small loans to businesses is good while the distribution of HMDA loans is adequate.

Home Mortgage Loans

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

In evaluating the geographic distribution of HMDA loans in both low and moderate-income tracts we considered the high percentage of families that live below the poverty level. There are 22,245 families in low-income tracts, of which 41.64 percent live below the poverty level. In moderate-income tracts, there are 63,644 families, of which 21.57 percent live below the poverty level. The high percentage of families that live below the poverty level coupled with the bank's limited time and branching network in the market hampered their abilities to make loans in these tracts.

The geographic distribution of HMDA loans is adequate.

The bank's distribution of home purchase loans in both low and moderate-income tracts is significantly lower than the demographic comparators. Since Cadence made no home purchase loans in 2009 in either low or moderate-income geographies their market share was zero. The bank's distribution of refinance loans in both low and moderate-income tracts were significantly lower than and lower than the demographic comparators, respectively. While the bank made no refinance loans in low-income tracts in 2009 their market share in moderate-income tracts significantly exceeds their overall market share.

Home improvement and multi-family loans were not evaluated as Cadence originated a minimal number of these loans during this evaluation period. Cadence originated 3 home improvement loans and 1 multi-family loan and any analysis performed on these products would have been meaningless.

Small Loans to Businesses

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

The bank's geographic distribution of small loans to businesses is good.

In low-income geographies, the bank's distribution of loans is lower than the percentage of businesses located in these tracts while their market share is near their overall market share. Their distribution of loans in moderate-income tracts is excellent. Both their distribution of loans and market share in these tracts significantly exceeds the demographic comparators.

Lending Gap Analysis

Maps and reports detailing Cadence's lending activity over the evaluation period for HMDA, small loans to businesses, and small loans to farms were reviewed to identify gaps in the geographic distribution of those loans. We did not identify any unexplained conspicuous gaps.

Inside/Outside Ratio

A substantial majority of Cadence's loans were made inside the bank's AAs. Overall, 92 percent of the number and 90 percent of the dollar amount of loans originated during this evaluation period were made inside in the bank's combined AAs. By number of loans originated, 93 percent of small loans to businesses, 89 percent of HMDA loans and 92 percent of small loans to farms were originated in the combined AAs. This analysis was performed at the bank level rather than the AA or state level. This analysis had a positive impact on the geographic distribution of loans.

Distribution of Loans by Income Level of the Borrower

Overall, the distribution of loans is adequate. The bank's distribution of small loans to businesses is adequate and their distribution of HMDA loans is poor.

Home Mortgage Loans

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

The bank's distribution of HMDA loans is poor.

The bank's distribution of both home purchase and refinance loans to low-income borrowers is significantly lower than the demographic comparators. The bank made no home purchase or refinance loans in 2009 to low-income borrowers therefore their market share was zero.

Their distribution of both home purchase and refinance loans to moderate-income borrowers is lower than and significantly lower than the demographic comparators, respectively. The bank made no home purchase loans in 2009 to moderate-income borrowers whereas their market share of refinance loans to moderate-income borrowers equals their overall market share.

Small Loans to Businesses

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

The bank's distribution of loans is adequate.

The bank's percentage of small loans to businesses is lower than the percentage of small businesses in the AA. However, their small business market share significantly exceeds their overall market share (regardless of the revenue size of the business). Also, 66 percent of the loans made during this evaluation period were for \$100 thousand or less.

Community Development Lending

Refer to Table 1 Lending Volume in the state of Tennessee section of appendix D 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.

Cadence originated a high level of CD loans during this evaluation period. The bank made 5 loans totaling \$7,492 million which had a positive impact on the lending test rating. These CD loans provided affordable housing or community services to low- or moderate-income individuals, stabilized or revitalized of low- or moderate-income areas or provided economic development through job creation.

Some specific examples of the CD loans originated during this evaluation period follows:

- An \$800 thousand line of credit to a non-profit healthcare clinic for operations. The clinic has four locations, three in a low-income and one in a moderate-income tract and provides outreach programs and health care to all individuals regardless of repayment ability.
- A \$5,492 million loan to a service company for expansion. The facility is located in a low-income tract and will help retain and add jobs to the area.

Product Innovation and Flexibility

Cadence did not offer innovative or flexible loan products during this evaluation period.

Conclusions for Areas Receiving Limited-Scope Reviews

Based on limited-scope reviews, the bank's performance under the lending test in the Nashville AA is not inconsistent with the bank's overall High Satisfactory performance under the lending test in Tennessee.

Refer to the Tables 1 through 13 in the state of Tennessee section of appendix D for the facts and data that support these conclusions.

INVESTMENT TEST

Conclusions for Areas Receiving Full-Scope Reviews

The bank's performance under the investment test in Tennessee is rated Low Satisfactory. Based on full-scope reviews, the bank's performance in the Memphis AA is adequate.

Refer to Table 14 in the state of Tennessee section of appendix D for the facts and data used to evaluate the bank's level of qualified investments.

During the evaluation period, Cadence made 7 investments in the Memphis AA for a total of \$4,733 million. This level of investments is adequate given the numerous investment opportunities in the AA, the identified needs in the community and the bank's ability to address those needs. Of the total investment amount, \$4,721 million of these investments were mortgage backed securities secured by mortgages to low- or moderate-income individuals living in the AA. These investments exhibit an adequate responsiveness to the credit and community development needs of the Memphis AA. Cadence made no complex and innovative investments.

In addition, the bank made 4 donations totaling \$12 thousand to organizations that provide affordable housing, revitalize/stabilize of low- and moderate-income geographies and community services to low- and moderate-income individuals.

There were no prior period investments still outstanding in this AA.

Conclusions for Area Receiving Limited-Scope Reviews

Based on limited-scope reviews, the bank's performance under the investment test in the Nashville AA is not inconsistent with the bank's overall Low Satisfactory performance under the investment test in Tennessee.

Refer to the Table 14 in the state of Tennessee section of appendix D for the facts and data that support these conclusions.

SERVICE TEST

Conclusions for Areas Receiving Full-Scope Reviews

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

Retail Banking Services

Refer to Table 15 in the state of Tennessee section of appendix D for the facts and data used to evaluate the distribution of the bank's branch delivery system and branch openings and closings.

Cadence's retail delivery systems are reasonably accessible to geographies and individuals of different income levels throughout the full-scope assessment area. The Memphis AA consists of 784 square miles and 2005 estimated population of 909,035 individuals. Cadence entered this market through a bank acquisition; acquiring 5 full-service banking offices; of which 4 are located in upper-income tracts and 1 is located in a middle-income tract. All of the branches are located in the southern portion of the county. The bank has no branches located in low or moderate-income tracts however several of their branches are in close proximity to these tracts.

The bank's record of opening and closing branches in this AA is good. During this evaluation period, Cadence did not open or close a branch in this AA which had a positive impact on the accessibility of delivery systems, particularly in low- or moderate-income areas or on low- or moderate-income families in the AA.

Cadence offers a full-range of deposit services and loan products, which do not vary in a way that inconveniences the assessment area, particularly low- and moderate-income geographies and low- and moderate-income individuals. Office hours and services in the full-scope AA are comparable among locations regardless of the income level of the geography. There are no significant differences in banking hours provided by the branches in the different geographies.

Community Development Services

Based on the number of organizations serviced and the available opportunities in the AA, Cadence's level of CD services is adequate. During this evaluation period, the bank provided CD services to 13 qualified CD organizations. The types of services provided included serving on the board or on the fund raising or finance committee for organizations that provide community services or affordable housing for low- or moderate-income individuals.

Conclusions for Areas Receiving Limited-Scope Reviews

Based on limited-scope reviews, the bank's performance under the service test in the Nashville AA is not inconsistent with the bank's overall Low Satisfactory performance under the service test in Tennessee. Refer to Table 15 in the state of Tennessee section of appendix D for the facts and data that support these conclusions.

State Rating

State of Florida

CRA Rating for Florida⁴:	Satisfactory
The lending test is rated:	Low Satisfactory
The investment test is rated:	Low Satisfactory
The service test is rated:	Low Satisfactory

The major factors that support this rating include:

- Cadence's lending activity in the Sarasota AA is adequate.
- The geographic distribution of loans is adequate. The distribution of loans by income level is also adequate.
- Cadence made an adequate level of CD investments in this AA.
- Banking offices are reasonably accessible to geographies and individuals of different income levels throughout this AA.

Description of Institution's Operations in Florida

The bank entered the Florida market in 2006 with the acquisition of SunCoast Bank in Sarasota, Florida. With this acquisition, the bank acquired 3 banking offices and 3 ATMs in this AA. The AA, Sarasota MSA, includes Manatee and Sarasota counties in their entirety and includes 143 census tracts of which 1 is low-income, 31 moderate-income, 77 middle-income and 34 upper-income tracts.

The state of FL represents 10 percent of the bank's deposit base and 8 percent of their branching network. About 1 percent of the bank's HMDA loans, 1 percent of loans to small farms and 3 percent of small loans to businesses made during this evaluation period were made in this state.

The Sarasota AA is heavily banked with 47 institutions operating 311 banking offices. Cadence has a small presence in this AA and is ranked 22nd with a deposit market share of 0.91 percent. The bank's top competitors are larger regional and multi-national financial institutions such as Wells Fargo, Bank of America, BB&T, SunTrust, Iberia Bank, Fifth Third and Regions with a combined market share of 65.84 percent.

⁴ For institutions with branches in two or more states in a multistate metropolitan area, this statewide evaluation does not reflect performance in the parts of this state contained within the multistate metropolitan area. Refer to the multistate metropolitan area rating and discussion for the rating and evaluation of the institution's performance in that area.

Refer to the market profiles for the state of Florida in appendix C for detailed demographics and other performance context information for assessment areas that received full-scope reviews.

Scope of Evaluation in Florida

Cadence has 1 AA in the state of Florida, the Sarasota MSA AA which includes Manatee and Sarasota counties in their entirety. This AA meets the requirements of the regulation. The Sarasota AA received a full-scope review and the ratings for the state of Florida are based on the bank's performance in that AA.

Refer to the table in Appendix A for more information.

We reviewed a recent community contact conducted by the OCC of a local governmental organization. The contact identified the following needs in the community: (1) economic development, (2) housing (i.e. home improvement and home ownership), (3) lack of mixed use development, (4) community services such as financial literacy and second chance banking products and services, and (5) accessibility to public transportation.

The opportunity to make CD loans and investments and participate in CD services in this AA is high. We identified several community organizations that operate in the area providing community services and affordable housing or whose primary mission is to stabilize or revitalize low or moderate-income areas.

LENDING TEST

Conclusions for Areas Receiving Full-Scope Reviews

The bank's performance under the lending test in Florida is rated Low Satisfactory. Based on full-scope reviews, the bank's performance in the Sarasota MSA AA is adequate.

Lending Activity

Refer to Tables 1 Lending Volume in the state of Florida section of appendix D for the facts and data used to evaluate the bank's lending activity.

Cadence's lending activity in the Sarasota AA is adequate.

According to FDIC Deposit Market Share data as of June 30, 2010, Cadence had a 0.91 percent deposit market share in the Sarasota AA and was ranked 22nd among 47 institutions. Cadence was ranked 24th among 95 lenders in making small loans to businesses with a market share of 0.29 percent. In terms of HMDA loans, the bank ranked 135th with a market share of 0.04 percent among 553 lenders.

During this evaluation period, Cadence made 19 HMDA loans, 185 small loans to businesses and 1 small loan to a farm in the Sarasota AA. HMDA and small loans to farms will not be evaluated during this review as there are not enough loans to perform a meaningful analysis.

Distribution of Loans by Income Level of the Geography

Home Mortgage Loans

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

HMDA loans were not analyzed as Cadence made 19 HMDA related loans in this AA during this evaluation period and any analysis performed on these loans would be meaningless.

This AA is highly competitive with 47 financial institutions with banking offices. Cadence has a limited presence in this market with 3 banking offices and only entered this market in 2006. In addition, the housing market was impacted by the economic downturn in the latter part of 2008 as well as increased foreclosures. Home sales in Manatee and Sarasota counties have steadily declined from 8,500 per quarter in 2007 to 5,500 per quarter in 2010. Home prices have also declined over this same period from \$235 thousand to \$140 thousand. According to the Federal Reserve of Atlanta the foreclosure rates for Manatee and Sarasota counties for 3rd quarter 2010 were 11.23 percent and 11.55 percent, respectively. This means that over 11 percent of all loans in these counties were in foreclosure process.

Small Loans to Businesses

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

The bank's geographic distribution of loans is adequate.

Cadence made no loans in low income-geographies during this evaluation period. However, there is 1 low-income tract in this AA which has a total of 296 businesses. The bank's opportunity to make loans in this tract is somewhat mitigated by their small presence in this AA and the intense competition to make loans. In moderate-income geographies, the bank's percentage of loans is lower than the percentage of businesses located in these tracts. However, the bank's market share in moderate-income geographies is near their overall market share.

Lending Gap Analysis

Maps and reports detailing Cadence's lending activity over the evaluation period for HMDA, small loans to businesses, and small loans to farms were reviewed to identify gaps in the geographic distribution of those loans. We did not identify any unexplained conspicuous gaps.

Inside/Outside Ratio

A substantial majority of Cadence's loans were made inside the bank's AAs. Overall, 92 percent of the number and 90 percent of the dollar amount of loans originated during this evaluation period were made inside in the bank's combined AAs. By number of loans originated, 93 percent of small loans to businesses, 89 percent of HMDA loans and 92 percent of small loans to farms were originated in the combined AAs. This analysis was performed at the bank level rather than the AA or state level. This analysis had a positive impact on the geographic distribution of loans.

Distribution of Loans by Income Level of the Borrower

Home Mortgage Loans

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

HMDA loans were not analyzed. Cadence made 19 HMDA related loans in this AA during this evaluation period and any analysis performed on these loans would be meaningless.

Small Loans to Businesses

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

The bank's distribution of small loans to businesses is adequate.

The bank's percentage of small loans to businesses is lower than the percentage of small businesses in the AA. Their small business market share significantly exceeds their overall market share (regardless of the revenue size of the business). Also, 41 percent of the loans made during this evaluation period, were for \$100 thousand or less.

Community Development Lending

Refer to Table 1 Lending Volume in the state of Florida section of appendix D 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.

Cadence originated an adequate level of CD loans during this evaluation period. The bank made 1 loan totaling \$373 thousand and had a neutral impact on the lending test rating. This loan financed the expansion of a strip shopping center located in a moderate-income tract and enabled the shopping center retain 3 businesses and add 2 new businesses.

Product Innovation and Flexibility

Cadence did not offer innovative or flexible loan products during this evaluation period.

INVESTMENT TEST

Conclusions for Areas Receiving Full-Scope Reviews

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

Refer to Table 14 in the state of Florida section of appendix D for the facts and data used to evaluate the bank's level of qualified investments.

During this evaluation period, Cadence made an adequate level of qualified investments totaling \$211 thousand. This conclusion considers the ample investment opportunities within the AA and the bank's capacity to address these needs.

Cadence made 1 investment in the Sarasota AA for a total of \$208 thousand. This investment was a mortgage backed security secured by mortgages to low- or moderate-income individuals living in the AA. This investment exhibit an adequate responsiveness to the credit and community development needs of the Sarasota AA. Cadence made no complex and innovative investments.

In addition, the bank made 2 donations totaling over \$3 thousand to an organization that provide affordable housing to low- and moderate-income individuals and to an organization that revitalize/stabilize low- and moderate-income geographies.

There were no prior period investments still outstanding in this AA.

SERVICE TEST

Conclusions for Areas Receiving Full-Scope Reviews

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

Retail Banking Services

Refer to Table 15 in the state of Florida section of appendix D for the facts and data used to evaluate the distribution of the bank's branch delivery system and branch openings and closings.

Cadence's retail delivery systems are reasonably accessible to geographies and individuals of different income levels throughout the full-scope assessment area. Cadence entered this market in 2006 through a bank acquisition. Cadence now operates 3 full-service banking offices in the Sarasota AA; of which 2 are located in middle-income tracts and 1 located in an upper-income tract.

The Sarasota AA consists of 1,618 square miles and a 2008 estimated population of 690,825 individuals. Considering the bank's limited presence in this AA, the intense banking competition and the vastness of the AA, the geographic distribution of the bank's retail banking system is considered reasonable.

The bank's record of opening and closing banking offices in this AA is good. During this evaluation period, Cadence did not close or open any banking offices in this AA.

Cadence offers a full-range of deposit services and loan products, which do not vary in a way that inconveniences the assessment area, particularly low- and moderate-income geographies and low- and moderate-income individuals. Office hours and services in the full-scope AA are comparable among locations regardless of the income level of the geography. There are no significant differences in banking hours provided by the branches in the different geographies.

Community Development Services

Based on the number of organizations serviced and the available opportunities in the AA, Cadence's level of CD services is adequate.

During this evaluation period, the bank provided CD services to 6 qualified CD organizations. The types of services provided included serving on the loan committee, finance committee, or investment committee for organizations that provide community services or affordable housing for low- or moderate-income individuals. Also, a bank employee was a presenter at a small business lending fair and provided credit counseling and discussed financing options to all attendees.

State Rating

State of Georgia

CRA Rating for Georgia⁵:	Satisfactory
The lending test is rated:	Low Satisfactory
The investment test is rated:	Low Satisfactory
The service test is rated:	Low Satisfactory

The major factors that support this rating include:

- Cadence's lending activity in the nonMSA AA is adequate.
- Their geographic distribution of loans is adequate. Their distribution of loans by income level is good.
- An adequate level of CD investments was made in this AA.
- Retail delivery systems are reasonably accessible to different geographies and individuals of different income levels.

Description of Institution's Operations in Georgia

Cadence entered the Georgia market with the purchase of Seasons Bank in Blairsville, Georgia in 2006. With this acquisition, Cadence acquired 2 banking offices and 2 ATMs in this AA. The AA in the state of Georgia includes Union and Fannin counties in their entirety and meets the legal requirements of regulation. The AA consists of 8 census tracts of which 1 is a moderate-income tract and 7 are middle-income census tracts.

The state of Georgia represents 2.27 percent of the bank's deposits, 5.26 percent of their branching network and 1.44 percent of all loans made during this evaluation period. Cadence is ranked number 6 in deposit market share with a market share of 1.97 percent. The bank's major competitors are United Community Bank (75 percent deposit market share) and Community & Southern Bank (11 percent deposit market share).

Refer to the market profiles for the state of Georgia in appendix C for detailed demographics and other performance context information for assessment areas that received full-scope reviews.

⁵ For institutions with branches in two or more states in a multistate metropolitan area, this statewide evaluation does not reflect performance in the parts of this state contained within the multistate metropolitan area. Refer to the multistate metropolitan area rating and discussion for the rating and evaluation of the institution's performance in that area.

Scope of Evaluation in Georgia

Cadence has 1 AA in the state of Georgia, the nonMSA AA which includes Union and Fannin counties. The nonMSA AA received a full-scope review. The ratings for the state of Georgia are based on their performance in the nonMSA AA.

Refer to the table in Appendix A for more information.

The opportunity to make CD loans or investments or provide CD services in this AA is limited. We did not identify any nonprofit community development organizations with the capacity and/or financial stability to take on any significant level of debt or project. However, we did identify a few regional organizations that serve this AA and provide affordable housing or community services to low and moderate-income individuals.

LENDING TEST

Conclusions for Areas Receiving Full-Scope Reviews

The bank's performance under the lending test in Georgia is rated Low Satisfactory. Based on full-scope reviews, the bank's performance in the nonMSA AA is adequate.

Lending Activity

Refer to Tables 1 Lending Volume in the state of Georgia section of appendix D for the facts and data used to evaluate the bank's lending activity.

Cadence's lending activity in the nonMSA AA is adequate.

According to FDIC Deposit Market Share data as of June 30, 2010, Cadence had a 1.97 percent deposit market share in the nonMSA AA and was ranked 6th among 7 institutions. Cadence was ranked 14th among 27 small business lenders with a market share of 0.67 percent. In terms of HMDA lending, the bank ranked 31st with a market share of 0.4 percent among 186 lenders.

During this evaluation period, Cadence made 62 HMDA loans, 77 small loans to businesses and 5 small loans to farms. In terms of individual HMDA products, the bank originated 20 home purchase, 10 home improvement and 32 refinance loans. In arriving at the overall lending test rating, small loans to businesses and HMDA will receive equal weight. The only HMDA product reviewed was refinance loans as there were not enough home purchase and home improvement loans to perform a meaningful analysis.

Distribution of Loans by Income Level of the Geography

Overall, the geographic distribution of loans is adequate. The distribution of HMDA loans is adequate while the distribution of small loans to businesses is poor.

Home Mortgage Loans

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

There are no low-income geographies in this AA. The AA contains 1 moderate-income tract located north of Cadence's branch in a very rural, mountainous area that has 859 families and 1,000 owner-occupied units. In moderate-income tracts, the percentage of refinance loans is significantly lower than the demographics. The bank made no loans in 2009 in moderate-income geographies therefore their market share is zero.

Small Loans to Businesses

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

The bank's geographic distribution of loans is poor. During this evaluation period, Cadence made no loans in the moderate-income tract. As a result, their market share in these tracts is zero. There are 307 businesses located in this moderate-income tract.

Lending Gap Analysis

Maps and reports detailing Cadence's lending activity over the evaluation period for HMDA, small loans to businesses, and small loans to farms were reviewed to identify gaps in the geographic distribution of those loans. We did not identify any unexplained conspicuous gaps.

Inside/Outside Ratio

A substantial majority of Cadence's loans were made inside the bank's AAs. Overall, 92 percent of the number and 90 percent of the dollar amount of loans originated during this evaluation period were made inside in the bank's combined AAs. By number of loans originated, 93 percent of small loans to businesses, 89 percent of HMDA loans and 92 percent of small loans to farms were originated in the combined AAs. This analysis was performed at the bank level rather than the AA or state level. This analysis had a positive impact on the geographic distribution of loans.

Distribution of Loans by Income Level of the Borrower

Overall the distribution of loans by income level is good. The distribution of HMDA loans is adequate while the distribution of small loans to businesses is excellent.

Home Mortgage Loans

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

The bank's distribution of refinance loans is adequate.

Their percentage of refinance loans to low income borrower is significantly lower than the demographic comparator and since the bank made no loans in 2009 to low-income borrowers their market share was zero. In terms of moderate-income borrowers, both the bank's distribution of loans and their market share significantly exceeds the demographic comparators.

Small Loans to Businesses

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

The bank's distribution of small loans to businesses is excellent.

The bank's percentage of small loans to businesses exceeds the percentage of small businesses in the AA. Their small business market share significantly exceeds their overall market share (regardless of the revenue size of the business). Also, 76 percent of the loans made during this evaluation period, were for \$100 thousand or less indicating that the bank is meeting the needs of businesses for smaller dollar loans.

Community Development Lending

Refer to Table 1 Lending Volume in the state of Georgia section of appendix D 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.

Cadence made no CD loans in this AA during this evaluation period. This had a neutral impact on the lending test rating.

Product Innovation and Flexibility

Cadence did not offer innovative or flexible loan products during this evaluation period.

INVESTMENT TEST

Conclusions for Areas Receiving Full-Scope Reviews

The bank's performance under the investment test in Georgia is rated Low Satisfactory. Based on full-scope reviews, the bank's performance in the nonMSA AA is adequate.

Refer to Table 14 in the state of Georgia section of appendix D for the facts and data used to evaluate the bank's level of qualified investments.

During this evaluation period, Cadence made an adequate level of qualified investments totaling \$367 thousand. This conclusion considers the limited investment opportunities within the AA, the identified credit needs in the community and the bank's capacity to address these needs.

Of the total investment amount, Cadence made 2 investments for a total of \$365 thousand that were mortgage backed securities secured by mortgages to low- or moderate-income individuals living in the AA. These investments exhibit an adequate responsiveness to the credit and community development needs of the AA. Cadence made no complex and innovative investments.

Also, the bank made 3 donations totaling over \$2 thousand to organizations that provide affordable housing and community services to low- and moderate-income individuals.

There were no prior period investments that are still outstanding in this AA.

SERVICE TEST

Conclusions for Areas Receiving Full-Scope Reviews

The bank's performance under the service test in Georgia is rated Low Satisfactory. Based on full-scope reviews, the bank's performance in the nonMSA AA is adequate.

Retail Banking Services

Refer to Table 15 in the state of Georgia section of appendix D for the facts and data used to evaluate the distribution of the bank's branch delivery system and branch openings and closings.

Cadence's retail delivery systems are reasonably accessible to geographies and individuals of different income levels throughout the full-scope assessment area. Cadence has 2 full-service banking offices in the nonMSA AA both of which are located in middle-income tracts. This AA contains 8 census tracts; 7 of which are middle-income and 1 moderate-income tract. About 92 percent of the population and 89 percent of low and moderate-income families live in the middle-income tracts.

The bank's record of opening and closing offices in this AA is good. During this evaluation period, Cadence did not open or close any banking offices in this AA.

Cadence offers a full-range of deposit services and loan products, which do not vary in a way that inconveniences the assessment area, particularly low- and moderate-income geographies and low- and moderate-income individuals. Office hours and services in the full-scope AA are comparable among locations regardless of the income level of the geography. There are no significant differences in banking hours provided by the branches in the different geographies.

Community Development Services

Based on the number of organizations serviced and the available opportunities in the AA, Cadence's level of CD services is adequate.

During this evaluation period, the bank provided CD services to 4 qualified CD organizations. The types of services provided included serving on the board or as a member of organizations that provide community services or affordable housing for low- or moderate-income individuals. Also, an employee also served as a member of a redevelopment organization that provides grants to the downtown area.

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 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	Lending Test (excludes CD loans): (01/01/07 to 09/30/10) Investment and Service Tests and CD Loans: (05/14/07 to 01/03/11)	
Financial Institution	Products Reviewed	
Cadence Bank N.A. (Cadence) Starkville, MS	HMDA, Small Loans to Businesses, Small Loans to Farms, and CD Loans	
Affiliate(s)	Affiliate Relationship	Products Reviewed
N/A		
List of Assessment Areas and Type of Examination		
Assessment Area	Type of Exam	Other Information
Mississippi NonMSA AA	Full-scope	
Alabama Tuscaloosa MSA #46220	Full-scope	
Birmingham MSA #13820	Limited-scope	
Tennessee Memphis MSA #32820	Full-scope	
Nashville MSA #34980	Limited-scope	
Florida Sarasota MSA #35840	Full-scope	
Georgia NonMSA AA	Full-scope	

Appendix B: Summary of Multistate Metropolitan Area and State Ratings

RATINGS Cadence Bank N.A.				
Overall Bank:	Lending Test Rating*	Investment Test Rating	Service Test Rating	Overall Bank/State/ Rating
Cadence Bank	High Satisfactory	Low Satisfactory	Low Satisfactory	Satisfactory
State Ratings:				
Mississippi	Outstanding	Low Satisfactory	High Satisfactory	Satisfactory
Alabama	High Satisfactory	Low Satisfactory	Low Satisfactory	Satisfactory
Tennessee	High Satisfactory	Low Satisfactory	Low Satisfactory	Satisfactory
Florida	Low Satisfactory	Low Satisfactory	Low Satisfactory	Satisfactory
Georgia	Low Satisfactory	Low Satisfactory	Low Satisfactory	Satisfactory

(*) The lending test is weighted more heavily than the investment and service tests in the overall rating.

Appendix C: Market Profiles for Full-Scope Areas

State of Mississippi

The state of MS represents a significant portion of the bank's operations. Approximately 57 percent of the bank's deposits and 69 percent of their lending activity was made in this state.

Mississippi is one of the most impoverished states in the country. Even before the current economic downturn, incomes in Mississippi were well behind the rest of the country. Median household incomes continue to decline, having the greatest impact on Black Mississippians. Most of the state's high-poverty areas are in the rural western part of the state. The area adjacent to the Gulf of Mexico is also dotted with several high-poverty areas. Over 40 percent of the areas with the highest poverty rates are also areas with the highest percent of people of color. Lower levels of education are blamed for being the greatest contributor to the state's high-poverty levels.

Overall, the state has very low educational attainment (measured by high school or college completion). Only 78 percent of the state's adult population holds a high school degree, which is the lowest percentage in the country and compares to 84 percent of the United States as a whole. Only 26 percent have earned college degrees, compared to 34 percent nationally. Only 59 percent of Latinos and 70 percent of Blacks in the state have a high school diploma, which suggests that people of color, especially Blacks and Latinos, may not have the same educational opportunity as others in Mississippi. Since 1980, the college graduation gap between Mississippi and the rest of the country has widened from 76 percent of the national rate to below 70 percent. The economic crisis has both further damaged the state's education system but it also positively impacted the education system with \$965 million awarded under the Recovery Act to support public education in Mississippi. However, small rural communities lack the capacity and organizational infrastructure to apply for these funds.

Agriculture is Mississippi's number one industry, employing approximately 29 percent of the state's workforce either directly or indirectly. Agriculture in Mississippi is a 6.3 billion-dollar industry. In terms of revenue generated, Mississippi's top five agricultural products are chickens, cotton, soybeans, aquaculture (farm raised catfish), and cattle and calves. Mississippi is ranked number one in the U.S. in aquaculture and ranked number five in the U. S. in cotton and poultry. There are approximately 42,000 farms in the state covering eleven million acres. Agriculture makes a significant contribution to all 82 counties.

NonMSA AA

Demographic Information for Full Scope Area: MS NonMSA AA – Cadence						
Demographic Characteristics	#	Low % of #	Moderate % of #	Middle % of #	Upper % of #	NA* % of #
Geographies (Census Tracts/BNAs)	50	0.00	20.00	60.00	20.00	0.00
Population by Geography	236,167	0.00	15.20	61.19	23.61	0.00
Owner-Occupied Housing by Geography	62,766	0.00	12.13	63.50	24.37	0.00
Business by Geography	21,101	0.00	16.62	61.24	22.13	0.00
Farms by Geography	587	0.00	11.75	69.17	19.08	0.00
Family Distribution by Income Level	61,991	22.79	14.60	18.48	44.13	0.00
Distribution of Low and Moderate Income Families throughout AA Geographies	23,176	0.00	20.62	63.31	16.07	0.00
Median Family Income		33,550	Median Housing Value		63,744	
HUD Adjusted Median Family Income for 2010		42,400	Unemployment Rate (2000 US Census)		3.74%	
Households Below Poverty Level		23%				

(*) The NA category consists of geographies that have not been assigned an income classification.

Source: 2000 US Census and 2010 HUD updated MFI

Within the state of Mississippi, Cadence has 1 AA, the nonMSA AA, which includes 8 contiguous counties in northern MS including Clay, Lowndes, Monroe, Neshoba, Noxubee, Okibbeha, Webster and Winston counties. The AA consists of 50 census tracts, of which 10 are designated as moderate-income, 30 are middle-income and 10 are upper-income tracts. The bank’s AA does not arbitrarily exclude any areas, particularly low- or moderate-income areas. The AA is primarily composed of rural counties that are located in the northeastern portion of the state.

Manufacturing drives the economy in Clay, Lowndes, Monroe, Noxubee, Webster, and Winston Counties whereas Public Administration is the primary employment sector in Neshoba County and Accommodation and Food Services is the primary sector in Okibbeha County. Okibbeha County is the home of Mississippi State University and also the headquarters for Cadence Bank.

Today Okibbeha County remains primarily agriculturally-based with emphasis on timber, beef cattle, dairy products, hay and soybeans. However, it has built a sound industrial base with some twenty-five industries employing over 2,300 people. Higher education and extensive research programs of Mississippi State University remain its primary industry. Student enrollment at Mississippi State is approximately 13,867 with grounds, physical plant and equipment valued at more than \$275 million.

Some of the major employers in the AA include Mississippi State University, Columbus Air Force Base and Weyerhaeuser Corp, Severcorr and Mississippi University for Women.

There are 16 financial institutions with 95 banking offices in this AA, of which Cadence is ranked number 1 with a deposit market share of 24.15 percent. Cadence has 19 banking offices and 22 ATMs in this AA. Major competition comes from larger regional institutions such as Bancorp South (13.4 percent market share), BankFirst Financial (13.4 percent market share) and Regions Bank (13.25 percent market share).

State of Alabama

Tuscaloosa AA

Demographic Information for Full Scope Area: Tuscaloosa MSA AA – Cadence						
Demographic Characteristics	#	Low % of #	Moderate % of #	Middle % of #	Upper % of #	NA* % of #
Geographies (Census Tracts/BNAs)	45	2.22	26.67	46.67	24.44	0.00
Population by Geography	164,875	1.18	27.97	49.26	21.59	0.00
Owner-Occupied Housing by Geography	40,958	0.06	19.03	54.09	26.81	0.00
Business by Geography	11,377	2.50	28.58	44.82	24.10	0.00
Farms by Geography	267	0.37	19.10	52.43	28.09	0.00
Family Distribution by Income Level	42,107	20.02	16.79	20.05	43.14	0.00
Distribution of Low and Moderate Income Families throughout AA Geographies	15,499	0.79	38.66	47.76	12.78	0.00
Median Family Income		42,757	Median Housing Value		98,767	
HUD Adjusted Median Family Income for 2010		56,300	Unemployment Rate (2000 US Census)		2.97%	
Households Below Poverty Level		19%				

(*) The NA category consists of geographies that have not been assigned an income classification.
 Source: 2000 US Census and 2010 HUD updated MFI

The Tuscaloosa AA includes Tuscaloosa County in its entirety. The AA includes 45 census tracts including 1 low, 12 moderate, 21 middle and 11 upper-income tracts. The bank’s AA does not arbitrarily exclude any areas, particularly low- or moderate-income areas.

Tuscaloosa County is second largest county in the state in terms of area and the sixth largest in terms of population. Tuscaloosa County is part of the Tuscaloosa MSA which includes Hale, Greene and Tuscaloosa counties. Tuscaloosa is the principal city of the Tuscaloosa MSA and is the county seat.

Tuscaloosa is the regional center of industry, commerce, healthcare and education for West Alabama. Tuscaloosa was ranked #11 in the November 2009 issue of [Fortune Small Business](#) as one of the "50 Best Places to Launch a Small Business" and [http://en.wikipedia.org/wiki/Tuscaloosa, Alabama - cite note-14#cite note-14](http://en.wikipedia.org/wiki/Tuscaloosa,_Alabama_-_cite_note-14#cite_note-14) Tuscaloosa is also the home of the University of Alabama. While the county attracted international attention when Mercedes-Benz announced it would build its first automotive assembly plant in North America there, the university remains the dominant economic and cultural engine in the county. Major employers include the University of Alabama (6,500 employees), DCH Regional Medical Center (4,558 employees), Mercedes Benz (3,869 employees), Board of Education (2,100 employees) and BF Goodrich Tires (1,450 employees).

For 2009, the estimated population of the county was 184,035 and approximately 28.3 percent of the population lived below the poverty level. The 2009 estimated median household income was \$35,304 compared to the state average of \$40,489 and the estimated median house or condo value was \$154,300 and the median gross rent was \$687.

Competition in the assessment area is modest with 17 financial institutions operating out of 57 banking offices. Major competition is provided by large regional and multi-national banks such as Regions, Synovus, Wells Fargo, RBC and Compass Bank and several community banks such as Capstone and Bryant Bank.

State of Tennessee

Memphis MSA AA -

Demographic Information for Full Scope Area: Memphis MSA AA – Cadence						
Demographic Characteristics	#	Low % of #	Moderate % of #	Middle % of #	Upper % of #	NA* % of #
Geographies (Census Tracts/BNAs)	216	19.44	27.31	21.30	30.56	1.39
Population by Geography	897,472	10.95	28.64	24.87	35.01	0.53
Owner-Occupied Housing by Geography	213,444	6.66	23.82	24.99	44.53	0.00
Business by Geography	59,472	9.26	18.71	20.50	51.06	0.47
Farms by Geography	1,081	5.27	16.19	21.92	56.15	0.46
Family Distribution by Income Level	230,409	23.02	16.24	18.82	41.92	0.00
Distribution of Low and Moderate Income Families throughout AA Geographies	90,465	19.05	42.83	23.65	14.47	0.00
Median Family Income		46,771	Median Housing Value		103,992	
HUD Adjusted Median Family Income for 2010		58,100	Unemployment Rate (2000 US Census)		3.33%	
Households Below Poverty Level		15%				

(*) The NA category consists of geographies that have not been assigned an income classification.

Source: 2000 US Census and 2010 HUD updated MFI

This AA includes Shelby County in its entirety which is part of the Memphis MSA. Shelby County includes 216 census tracts; 42 low, 59 moderate, 46 middle, 66 upper-income and 3 not designated. The bank’s AA does not arbitrarily exclude any areas, particularly low- or moderate-income areas.

Memphis has historically served as a commercial and social center for western Tennessee, northern Mississippi and eastern Arkansas and is considered by many to be the true capital of the Mississippi River delta

The median sales price of existing single-family homes continued to increase each year from 2005 to 2007 and reached a high of \$137,200 in 2007 but then began to decline and reached a low of \$119,200 in 2009. Declining home prices and lower mortgage interest rates have helped to create a higher demand for affordable housing. However, obstacles still facing the area include slow income growth among single wage earner households who are not able to buy or rent a home. Tennessee Housing Development Agency (THDA) offers a variety of programs to alleviate housing problems and has implemented the programs based on identified needs in the Memphis MSA as a part of the federal housing and economic recovery acts.

Memphis is the world headquarters for FedEx, which provides 32,000 jobs to the MSA. Other industries in the AA include education, government, healthcare, retail, and tourism. The MSA has limited occupational diversity with the top three largest employers employing 40 percent of the local employees. New companies are moving to the area to capitalize on the area’s well developed distribution systems. However, the Memphis MSA unemployment rate of 10.9 percent is higher than the national and state averages. The Memphis economy is expected to see some employment growth in the near future, but obstacles still facing the area include high levels of bankruptcy of big retailers and foreclosures, as well as the lack of industrial diversity or a high dependence on one employer.

Competition for financial services within the MSA is intense and includes several branches of multi-national and regional banks, local community banks, credit unions and other nonbank financial service providers.

Contact by the OCC with a local based non-profit organization identified affordable housing for low- and moderate-income families as a continued credit need in the assessment area.

State of Florida

Sarasota AA

Demographic Information for Full Scope Area: Sarasota MSA AA – Cadence						
Demographic Characteristics	#	Low % of #	Moderate % of #	Middle % of #	Upper % of #	NA* % of #
Geographies (Census Tracts/BNAs)	143	0.70	21.68	53.85	23.78	0.00
Population by Geography	589,959	0.67	25.18	52.01	22.14	0.00
Owner-Occupied Housing by Geography	201,474	0.30	20.46	54.68	24.56	0.00
Business by Geography	80,817	0.37	18.60	51.91	29.12	0.00
Farms by Geography	2,350	0.30	16.98	56.00	26.72	0.00
Family Distribution by Income Level	169,248	17.71	19.64	23.60	39.06	0.00
Distribution of Low and Moderate Income Families throughout AA Geographies	63,209	0.98	35.28	50.96	12.78	0.00
Median Family Income HUD Adjusted Median Family Income for 2010 Households Below Poverty Level		48,550 62,200 8%	Median Housing Value Unemployment Rate (2000 US Census)		126,784 1.58%	

(*) The NA category consists of geographies that have not been assigned an income classification.
Source: 2000 US Census and 2010 HUD updated MFI

The Sarasota AA includes Sarasota and Manatee counties in their entirety. Sarasota and Manatee counties are located on Florida’s west coast, north of Fort Myers and south of St. Petersburg and are part of the North Port-Bradenton-Sarasota MSA. The bank’s AA does not arbitrarily exclude any areas, particularly low- or moderate-income areas.

The AA is made up of 143 census tracts; 1 low, 31 moderate, 77 middle and 34 upper-income tracts. According to the 2000 census, the population of the Sarasota AA makes up 3.6 percent of the state’s population.

The local economy is largely supported by tourism, retail trade and service industries. Major employers in the area include the School Board of Sarasota, county government, Sarasota Memorial Health Care, and Tropicana. As of 12/31/2010, the unemployment rate was 11.4 percent in Sarasota and 11.5 in Bradenton counties compared to the state average of 11.6 percent.

The estimated median household income in 2009 was \$37,736 compared to the state average of \$44,736. The median house or condo value in 2009 was \$192,597 compared to the state average of \$182,400. There were 16.7 percent of the residents that live below the poverty level compared to 12.5 percent for the state of Florida. Home sales dropped from a high of 6,500 for third quarter 2006 to a low of 3,000 for third quarter 2010 and the median price also dropped from \$240 thousand to \$120 thousand.

Competition in the assessment area is strong. The assessment area has 47 financial institutions with 311 banking offices. Banks with the largest presence are Wells Fargo, Bank of America, SunTrust, Iberia Bank, Branch Banking & Trust, Regions Bank and Fifth Third. Cadence has 3 banking offices in this assessment area.

State of Georgia

NonMSA AA

Demographic Information for Full Scope Area: Georgia NonMSA AA – Cadence						
Demographic Characteristics	#	Low % of #	Moderate % of #	Middle % of #	Upper % of #	NA* % of #
Geographies (Census Tracts/BNAs)	8	0.00	12.50	87.50	0.00	0.00
Population by Geography	37,087	0.00	7.70	92.30	0.00	0.00
Owner-Occupied Housing by Geography	12,804	0.00	7.83	92.17	0.00	0.00
Business by Geography	4,945	0.00	6.21	93.79	0.00	0.00
Farms by Geography	106	0.00	7.55	92.45	0.00	0.00
Family Distribution by Income Level	11,268	18.89	19.95	23.37	37.80	0.00
Distribution of Low and Moderate Income Families throughout AA Geographies	4,376	0.00	10.85	89.15	0.00	0.00
Median Family Income		37,320	Median Housing Value		93,885	
HUD Adjusted Median Family Income for 2010		46,400	Unemployment Rate (2000 US Census)		1.57%	
Households Below Poverty Level		14%				

(*) The NA category consists of geographies that have not been assigned an income classification.

Source: 2000 US Census and 2010 HUD updated MFI

The bank’s AA includes Union and Fannin counties in their entirety and does not arbitrarily exclude any areas, particularly low- or moderate-income geographies. There are 8 census tracts in this AA, of which 1 is moderate and 7 are middle-income tracts.

Union and Fannin Counties are located in the north eastern portion of the state approximately 90 miles north of Atlanta. The largest town is Blue Ridge which is the county seat of Fannin County. The AA is located deep in the heart of the Chattahoochee National Forest and North Georgia’s Blue Ridge Mountains. The area is very rural in nature, and has tourism as an important component of its industry base, as the communities are located in the edge of the mountains. The community is composed of a significant number of second homes and rental properties related to the tourism industry.

As of December 2010, the unemployment rate for Fannin County was 9.7 percent compared to 9.1 percent for Union County. Major employers in the area are Fannin Regional Hospital, Heritage Healthcare of Blue Ridge, Ingles Markets Mercier Orchards and Unihealth Solutions.

Competition in the AA is modest with 7 institutions having 16 banking offices. Institutions with the largest presence include large regional institutions such United Community Bank with 6 banking offices (74.94 percent market share), Community & Southern Bank with 2 banking offices (11.40 percent market share and Citizens South Bank with 2 banking offices (4.69 percent market share). Cadence operates 2 banking offices in this AA with a market share of 1.97 percent.

Appendix D: Tables of Performance Data

Content of Standardized Tables

A separate set of tables is provided for each state. All multistate metropolitan 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 % 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. [Note: Do not renumber the tables.]

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. See Interagency Q&As __.12 (i) - 5 and - 6 for guidance on when a bank may receive positive CRA consideration for such loans. Refer to the CRA section of the Compliance Policy intranet page for guidance on table placement.
- 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 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. Refer to the CRA section of the Compliance Policy intranet page for guidance on table placement.

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.

Tables of Performance Data

State of Mississippi

State of Alabama

State of Tennessee

State of Florida

State of Georgia

Table 1. Lending Volume

LENDING VOLUME												
Geography: MISSISSIPPI												
Evaluation Period: JANUARY 1, 2007 TO SEPTEMBER 30, 2010												
Assessment Area (2010):	% 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:												
NonMSA AA	100.00	1,418	131,030	4,336	226,591	1,142	50,238	7	10,209	6,896	418,068	100.00

Table 2. Geographic Distribution of Home Purchase Loans

Geographic Distribution: HOME PURCHASE															
Geography: MISSISSIPPI															
Evaluation Period: JANUARY 1, 2007 TO SEPTEMBER 30, 2010															
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	Over all	Low	Mod	Mid	Upp
Full Review:															
NonMSA AA	616	100.00	0.00	0.00	12.13	7.95	63.50	53.73	24.37	38.31	5.54	0.00	3.09	5.87	5.63

* Loan Data as of September 30, 2010. Rated area refers to either state or multi-state MA rating area.

** The evaluation period for Community Development Loans is from January 01, 2010 to December 31, 2010.

*** Deposit Data as of January 11, 2011. Rated Area refers to either the state, multi-state MA, or institution, as appropriate.

* Based on 2009 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 units in a particular geography divided by the number of owner occupied housing units in the area based on 2000 Census information.

**** Data shown includes only One to Four-family and manufactured housing. (Property type of 1 or 2)

Table 3. Geographic Distribution of Home Improvement Loans

Geographic Distribution: HOME IMPROVEMENT			Geography: MISSISSIPPI				Evaluation Period: JANUARY 1, 2007 TO SEPTEMBER 30, 2010									
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	Overall	Low	Mod	Mid	Upp	
Full Review:																
NonMSA AA	382	100.00	0.00	0.00	12.13	11.78	63.50	61.52	24.37	26.70	23.79	0.00	23.08	21.09	31.13	

Table 4. Geographic Distribution of Home Mortgage Refinance Loans

Geographic Distribution: HOME MORTGAGE REFINANCE			Geography: MISSISSIPPI				Evaluation Period: JANUARY 1, 2007 TO SEPTEMBER 30, 2010									
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:																
NonMSA AA	417	100.00	0.00	0.00	12.13	6.24	63.50	56.83	24.37	36.93	3.44	0.00	1.46	3.33	4.19	

* Based on 2009 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 units in a particular geography divided by the number of owner occupied housing units in the area based on 2000 Census information.

**** Data shown includes only One to Four-family and manufactured housing. (Property type of 1 or 2)

* Based on 2009 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 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.

**** Data shown includes only One to Four-family and manufactured housing. (Property type of 1 or 2)

Table 1. Lending Volume

LENDING VOLUME													Geography: FLORIDA		Evaluation Period: JANUARY 1, 2007 TO SEPTEMBER 30, 2010	
Assessment Area (2010):	% 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:																
Sarasota MSA AA	100.00	19	4,118	185	46,179	1	100	1	373	206	50,770	100.00				

Table 2. Geographic Distribution of Home Purchase Loans

Geographic Distribution: HOME PURCHASE																Geography: FLORIDA		Evaluation Period: JANUARY 1, 2007 TO SEPTEMBER 30, 2010	
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	Over all	Low	Mod	Mid	Upp				
Full Review:																			
Sarasota MSA AA	5	100.00	0.30	0.00	20.46	0.00	54.68	40.00	24.56	60.00	0.01	0.00	0.00	0.00	0.03				

* Loan Data as of September 30, 2010. Rated area refers to either state or multi-state MA rating area.

** The evaluation period for Community Development Loans is from January 01, 2010 to December 31, 2010.

*** Deposit Data as of January 11, 2011. Rated Area refers to either the state, multi-state MA, or institution, as appropriate.

* Based on 2009 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 units in a particular geography divided by the number of owner occupied housing units in the area based on 2000 Census information.

**** Data shown includes only One to Four-family and manufactured housing. (Property type of 1 or 2)

Table 3. Geographic Distribution of Home Improvement Loans

Geographic Distribution: HOME IMPROVEMENT		Geography: FLORIDA				Evaluation Period: JANUARY 1, 2007 TO SEPTEMBER 30, 2010					Market Share (%) by Geography*				
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***	% BANK Loans****	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans					
Full Review:															
Sarasota MSA AA	6	100.00	0.30	0.00	20.46	0.00	54.68	33.33	24.56	66.67	0.29	0.00	0.00	0.00	0.94

Table 4. Geographic Distribution of Home Mortgage Refinance Loans

Geographic Distribution: HOME MORTGAGE REFINANCE		Geography: FLORIDA				Evaluation Period: JANUARY 1, 2007 TO SEPTEMBER 30, 2010					Market Share (%) by Geography*				
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***	% BANK Loans****	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans					
Full Review:															
Sarasota MSA AA	7	100.00	0.30	0.00	20.46	0.00	54.68	57.14	24.56	42.86	0.05	0.00	0.00	0.04	0.07

* Based on 2009 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 units in a particular geography divided by the number of owner occupied housing units in the area based on 2000 Census information.

**** Data shown includes only One to Four-family and manufactured housing. (Property type of 1 or 2)

* Based on 2009 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 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.

**** Data shown includes only One to Four-family and manufactured housing. (Property type of 1 or 2)

Table 5. Geographic Distribution of Multifamily Loans

Geographic Distribution: MULTIFAMILY		Geography: FLORIDA				Evaluation Period: JANUARY 1, 2007 TO SEPTEMBER 30, 2010									
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	Overall	Low	Mod	Mid	Upp
Full Review:															
Sarasota MSA AA	1	100.00	0.53	0.00	20.94	0.00	43.00	100.00	35.54	0.00	9.09	0.00	0.00	25.00	0.00

Table 6. Geographic Distribution of Small Loans to Businesses

Geographic Distribution: SMALL LOANS TO BUSINESSES		Geography: FLORIDA				Evaluation Period: JANUARY 1, 2007 TO SEPTEMBER 30, 2010									
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:															
Sarasota MSA AA	185	100.00	0.37	0.00	18.60	12.43	51.91	57.30	29.12	30.27	0.29	0.00	0.28	0.34	0.22

* Based on 2009 Peer Mortgage Data (USPR)

** Multi-family loans originated and purchased in the MA/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.

**** Multifamily loan distribution includes Home Purchases, Home Improvement and Refinances.

* Based on 2009 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: FLORIDA				Evaluation Period: JANUARY 1, 2007 TO SEPTEMBER 30, 2010									
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***	% BANK Loans	% of Farms***	% BANK Loans	% of Farms***	% BANK Loans	% of Farms***	% BANK Loans	Overall	Low	Mod	Mid	Upp	
Full Review:																
Sarasota MSA AA	1	100.00	0.30	0.00	16.98	0.00	56.00	0.00	26.72	100.00	0.00	0.00	0.00	0.00	0.00	

Table 8. Borrower Distribution of Home Purchase Loans

Borrower Distribution: HOME PURCHASE			Geography: FLORIDA				Evaluation Period: JANUARY 1, 2007 TO SEPTEMBER 30, 2010									
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 15	% BANK Loans****	% Families***	% BANK Loans****	% Families***	% BANK Loans****	Overall	Low	Mod	Mid	Upp	
Full Review:																
Sarasota MSA AA	5	100.00	17.71	0.00	19.64	20.00	23.60	20.00	39.06	60.00	0.01	0.00	0.00	0.00	0.02	

* Based on 2009 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).

* Based on 2009 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 0.0% of loans originated and purchased by bank.

15 Data shown includes only One to Four-family and manufactured housing. (Property type of 1 or 2)

Table 9. Borrower Distribution of Home Improvement Loans

Borrower Distribution: HOME IMPROVEMENT		Geography: FLORIDA					Evaluation Period: JANUARY 1, 2007 TO SEPTEMBER 30, 2010					Market Share*				
Assessment Area:	Total Home Improvement Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Overall	Low	Mod	Mid	Upp	
	#	% of Total**	% Families*	% BANK Loans****	% Families16	% BANK Loans****	% Families***	% BANK Loans****	% Families***	% BANK Loans****						
Full Review:																
Sarasota MSA AA	6	100.00	17.71	0.00	19.64	50.00	23.60	50.00	39.06	0.00	0.00	0.00	0.00	0.00	0.00	

Table 10. Borrower Distribution of Home Mortgage Refinance Loans

Borrower Distribution: HOME MORTGAGE REFINANCE		Geography: FLORIDA					Evaluation Period: JANUARY 1, 2007 TO SEPTEMBER 30, 2010					Market Share*				
Assessment Area:	Total Home Mortgage Refinance Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Overall	Low	Mod	Mid	Upp	
	#	% of Total**	% Families**	% BANK Loans****	% Families17	% BANK Loans****	% Families***	% BANK Loans****	% Families***	% BANK Loans****						
Full Review:																
Sarasota MSA	7	100.00	17.71	0.00	19.64	20.00	23.60	20.00	39.06	60.00	0.04	0.00	0.00	0.05	0.04	

* Based on 2009 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 66.7% of loans originated and purchased by bank.

16 Data shown includes only One to Four-family and manufactured housing. (Property type of 1 or 2)

* Based on 2009 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 28.6% of loans originated and purchased by bank.

17 Data shown includes only One to Four-family and manufactured housing. (Property type of 1 or 2)

Table 11. Borrower Distribution of Small Loans to Businesses

Borrower Distribution: SMALL LOANS TO BUSINESSES									
Geography: FLORIDA					Evaluation Period: JANUARY 1, 2007 TO SEPTEMBER 30, 2010				
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:									
Sarasota MSA AA	185	100.00	83.38	50.81	40.54	21.62	37.84	0.00	0.60

Table 12. Borrower Distribution of Small Loans to Farms

Borrower Distribution: SMALL LOANS TO FARMS									
Geography: FLORIDA					Evaluation Period: JANUARY 1, 2007 TO SEPTEMBER 30, 2010				
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***	% BANK Loans****	\$100,000 or less	>\$100,000 to \$250,000	>\$250,000 to \$500,000	All	Rev\$ 1 Million or Less
Full Review:									
Sarasota MSA AA	1	100.00	95.70	100.00	100.00	0.00	0.00	0.00	0.00

* Based on 2009 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 D&B - 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 2.16% of small loans to businesses originated and purchased by the bank.

* Based on 2009 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 D&B - 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 0.00% of small loans to farms originated and purchased by the bank.

Table 14. Qualified Investments

QUALIFIED INVESTMENTS									
Geography: FLORIDA									
Evaluation Period: JANUARY 1, 2007 TO SEPTEMBER 30, 2010									
Assessment Area:	Prior Period Investments*		Current Period Investments		Total Investments			Unfunded Commitments**	
	#	\$(000's)	#	\$(000's)	#	\$(000's)	% of Total	#	\$(000's)
Full Review:									
Sarasota MSA AA	0	0	3	211	3	211	100.00	0	0

Table 15. Distribution of Branch Delivery System and Branch Openings/Closings

DISTRIBUTION OF BRANCH DELIVERY SYSTEM AND BRANCH OPENINGS/CLOSINGS																			
Geography: FLORIDA																			
Evaluation Period: JANUARY 1, 2007 TO SEPTEMBER 30, 2010																			
MA/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:																			
Sarasota MSA AA	100.00	3	100.00	0.00	0.00	66.67	33.33	0	0	0	0	0	0	0	0	0.67	25.18	52.01	22.14

* '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 1. Lending Volume

LENDING VOLUME													Geography: GEORGIA		Evaluation Period: JANUARY 1, 2007 TO SEPTEMBER 30, 2010	
Assessment Area (2010):	% 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:																
NonMSA AA	100.00	62	8,969	77	8,508	5	176	0	0	144	17,653	100.00				

Table 2. Geographic Distribution of Home Purchase Loans

Geographic Distribution: HOME PURCHASE																Geography: GEORGIA		Evaluation Period: JANUARY 1, 2007 TO SEPTEMBER 30, 2010	
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	Over all	Low	Mod	Mid	Upp				
Full Review:																			
NonMSA AA	20	100.00	0.00	0.00	7.83	0.00	92.17	100.00	0.00	0.00	0.35	0.00	0.00	0.39	0.00				

* Loan Data as of September 30, 2010. Rated area refers to either state or multi-state MA rating area.

** The evaluation period for Community Development Loans is from January 01, 2010 to December 31, 2010.

*** Deposit Data as of January 11, 2011. Rated Area refers to either the state, multi-state MA, or institution, as appropriate.

* Based on 2009 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 units in a particular geography divided by the number of owner occupied housing units in the area based on 2000 Census information.

**** Data shown includes only One to Four-family and manufactured housing. (Property type of 1 or 2)

Table 3. Geographic Distribution of Home Improvement Loans

Geographic Distribution: HOME IMPROVEMENT		Geography: GEORGIA				Evaluation Period: JANUARY 1, 2007 TO SEPTEMBER 30, 2010					Market Share (%) by Geography*				
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***	% BANK Loans****	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans					
Full Review:															
NonMSA AA	10	100.00	0.00	0.00	7.83	20.00	92.17	80.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00

Table 4. Geographic Distribution of Home Mortgage Refinance Loans

Geographic Distribution: HOME MORTGAGE REFINANCE		Geography: GEORGIA				Evaluation Period: JANUARY 1, 2007 TO SEPTEMBER 30, 2010					Market Share (%) by Geography*				
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***	% BANK Loans****	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans					
Full Review:															
NonMSA AA	32	100.00	0.00	0.00	7.83	3.13	92.17	96.88	0.00	0.00	0.43	0.00	0.00	0.48	0.00

* Based on 2009 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 units in a particular geography divided by the number of owner occupied housing units in the area based on 2000 Census information.

**** Data shown includes only One to Four-family and manufactured housing. (Property type of 1 or 2)

* Based on 2009 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 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.

**** Data shown includes only One to Four-family and manufactured housing. (Property type of 1 or 2)

Table 5. Geographic Distribution of Multifamily Loans

Geographic Distribution: MULTIFAMILY															Geography: GEORGIA					Evaluation Period: JANUARY 1, 2007 TO SEPTEMBER 30, 2010				
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	% MF Units***	% BANK Loans	Overall	Low	Mod	Mid	Upp							
Full Review:																								
NonMSA AA	0	0.00	0.00	0.00	0.00	0.00	0.00	0.00	100.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00						

Table 6. Geographic Distribution of Small Loans to Businesses

Geographic Distribution: SMALL LOANS TO BUSINESSES															Geography: GEORGIA					Evaluation Period: JANUARY 1, 2007 TO SEPTEMBER 30, 2010				
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 Businessess***	% BANK Loans	% of Businessess***	% BANK Loans	% of Businessess***	% BANK Loans	% of Businessess***	% BANK Loans	% of Businessess***	% BANK Loans	Overall	Low	Mod	Mid	Upp							
Full Review:																								
NonMSA AA	77	100.00	0.00	0.00	6.21	0.00	93.79	100.00	0.00	0.00	0.67	0.00	0.00	0.75	0.00									

* Based on 2009 Peer Mortgage Data (USPR)

** Multi-family loans originated and purchased in the MA/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.

**** Multifamily loan distribution includes Home Purchases, Home Improvement and Refinances.

* Based on 2009 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: GEORGIA					Evaluation Period: JANUARY 1, 2007 TO SEPTEMBER 30, 2010									
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***	% BANK Loans	% of Farms***	% BANK Loans	% of Farms***	% BANK Loans	% of Farms***	% BANK Loans	Overall	Low	Mod	Mid	Upp	
Full Review:																
NonMSA AA	5	100.00	0.00	0.00	7.55	0.00	92.45	100.00	0.00	0.00	3.70	0.00	0.00	3.70	0.00	

Table 8. Borrower Distribution of Home Purchase Loans

Borrower Distribution: HOME PURCHASE		Geography: GEORGIA					Evaluation Period: JANUARY 1, 2007 TO SEPTEMBER 30, 2010									
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 18	% BANK Loans****	% Families***	% BANK Loans****	% Families***	% BANK Loans****	Overall	Low	Mod	Mid	Upp	
Full Review:																
NonMSA AA	20	100.00	18.89	0.00	19.95	7.14	23.37	14.29	37.80	78.57	0.42	0.00	0.00	0.00	0.60	

* Based on 2009 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).

* Based on 2009 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 30.0% of loans originated and purchased by bank.

18 Data shown includes only One to Four-family and manufactured housing. (Property type of 1 or 2)

Table 9. Borrower Distribution of Home Improvement Loans

Borrower Distribution: HOME IMPROVEMENT		Geography: GEORGIA					Evaluation Period: JANUARY 1, 2007 TO SEPTEMBER 30, 2010									
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 ¹⁹	% BANK Loans****	% Families***	% BANK Loans****	% Families***	% BANK Loans****	Overall	Low	Mod	Mid	Upp	
Full Review:																
NonMSA AA	10	100.00	18.89	20.00	19.95	20.00	23.37	10.00	37.80	50.00	0.00	0.00	0.00	0.00	0.00	

Table 10. Borrower Distribution of Home Mortgage Refinance Loans

Borrower Distribution: HOME MORTGAGE REFINANCE		Geography: GEORGIA					Evaluation Period: JANUARY 1, 2007 TO SEPTEMBER 30, 2010									
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 ²⁰	% BANK Loans****	% Families***	% BANK Loans****	% Families***	% BANK Loans****	Overall	Low	Mod	Mid	Upp	
Full Review:																
NonMSA AA	32	100.00	18.89	6.25	19.95	25.00	23.37	12.50	37.80	56.25	0.54	0.00	0.63	0.75	0.51	

* Based on 2009 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 bank.

¹⁹ Data shown includes only One to Four-family and manufactured housing. (Property type of 1 or 2)

* Based on 2009 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 0.0% of loans originated and purchased by bank.

²⁰ Data shown includes only One to Four-family and manufactured housing. (Property type of 1 or 2)

Table 11. Borrower Distribution of Small Loans to Businesses

Borrower Distribution: SMALL LOANS TO BUSINESSES		Geography: GEORGIA			Evaluation Period: JANUARY 1, 2007 TO SEPTEMBER 30, 2010				
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:									
NonMSA AA	77	100.00	81.56	85.71	75.32	7.79	16.88	0.67	1.27

Table 12. Borrower Distribution of Small Loans to Farms

Borrower Distribution: SMALL LOANS TO FARMS		Geography: GEORGIA			Evaluation Period: JANUARY 1, 2007 TO SEPTEMBER 30, 2010				
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***	% BANK Loans****	\$100,000 or less	>\$100,000 to \$250,000	>\$250,000 to \$500,000	All	Rev\$ 1 Million or Less
Full Review:									
NonMSA AA	5	100.00	98.11	100.00	100.00	0.00	0.00	3.70	4.00

* Based on 2009 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 D&B - 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 0.00% of small loans to businesses originated and purchased by the bank.

* Based on 2009 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 D&B - 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 0.00% of small loans to farms originated and purchased by the bank.

Table 14. Qualified Investments

QUALIFIED INVESTMENTS									
			Geography: GEORGIA		Evaluation Period: JANUARY 1, 2007 TO SEPTEMBER 30, 2010				
Assessment Area:	Prior Period Investments*		Current Period Investments		Total Investments			Unfunded Commitments**	
	#	\$(000's)	#	\$(000's)	#	\$(000's)	% of Total	#	\$(000's)
Full Review:									
NonMSA AA	0	0	5	367	5	367	100.00	0	0

Table 15. Distribution of Branch Delivery System and Branch Openings/Closings

DISTRIBUTION OF BRANCH DELIVERY SYSTEM AND BRANCH OPENINGS/CLOSINGS																	
				Geography: GEORGIA				Evaluation Period: JANUARY 1, 2007 TO SEPTEMBER 30, 2010									
MA/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:																	
NonMSA AA	100.00	2	100.00	0.00	0.00	100.00	0.00	0	0	0	0	0	0	0.00	7.70	92.30	0.00

* '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.