



PUBLIC DISCLOSURE

July 18, 2016

**COMMUNITY REINVESTMENT ACT
PERFORMANCE EVALUATION**

Green Bank, National Association

Charter Number 24749

4000 Greenbriar
Houston, TX 77098

Office of the Comptroller of the Currency

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Suite 1410
Houston, TX 77010-3031

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.

Table of Contents

OVERALL CRA RATING2

DEFINITIONS AND COMMON ABBREVIATIONS3

DESCRIPTION OF INSTITUTION7

SCOPE OF THE EVALUATION8

FAIR LENDING OR OTHER ILLEGAL CREDIT PRACTICES REVIEW 11

STATE RATING..... 12

 STATE OF (TEXAS)..... 12

 STATE OF (KENTUCKY) 29

APPENDIX A: SCOPE OF EXAMINATION A-1

APPENDIX B: SUMMARY OF STATE RATINGSB-1

APPENDIX C: MARKET PROFILES FOR FULL-SCOPE AREAS.....C-1

APPENDIX D: TABLES OF PERFORMANCE DATA..... D-7

Overall CRA Rating

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

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

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

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

The major factors that support this rating include:

- The bank originates a majority of loans inside its assessment areas (AA);
- The bank’s lending activity is adequate;
- Overall good geographic distribution, as evidenced by good small loans to businesses performance;
- An overall adequate borrower income distribution, as evidenced by adequate small loans to small businesses loan performance;
- Community development (CD) lending had a positive impact on the Lending Test in the Houston and Dallas AAs and a neutral impact in the Austin AA. CD loans supported affordable housing initiatives, economic development, and community services targeted to low-and moderate-income (LMI) individuals.
- The bank has an overall adequate level of qualified CD investments that are responsive to the needs of the community including statewide and broader regional investments;
- The bank provides an adequate level of CD services to the community.

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

Green Bank, N.A. (Green Bank or the bank), is an interstate, community-oriented national bank, headquartered in Houston, Texas, and is a wholly owned subsidiary of Green Bancorp, Inc., also located in Houston, Texas. The bank was originally chartered as Redstone Bank, N.A., in 1999, and renamed Green Bank following the acquisition of Redstone Bank by Green Bancorp, Inc., in 2007.

As of December 31, 2015, the bank reported total assets of \$3.8 billion, total loans (net of unearned income and allowance) of \$3.1 billion, total deposits of \$3.1 billion, and Tier One Capital of \$343 million. Total loans (net of unearned income and allowance) consisted of 34.19 percent commercial real estate, 32.56 percent commercial and industrial loans, 9.41 percent residential real estate loans (1 to 4 family homes), 6.25 percent multifamily real estate loans, and 11.67 percent construction and development loans. The remaining loans are types other than those listed above. Historically, the bank's primary lending focused on commercial lending, but through acquisitions that occurred since the previous Performance Evaluation, mortgage lending became a primary product. Green Bank purchased SharePlus Bank in October 2014 and residential lending was listed as SharePlus' primary loan product in its October 2012 CRA PE.

This is Green Bank's first performance evaluation as a Large Bank. At the previous performance evaluation dated July 29, 2013, as an Intermediate Small Bank, total assets were at \$1.7 billion. As of March 31, 2013, the bank had total assets of \$1.69 billion, total loans (net of unearned income and allowance) of \$1.24 billion, total deposits of \$1.48 billion, Tier One Capital of \$162.1 million, and net income as of December 31, 2012 of \$9 million.

As of December 31, 2015, the Houston AA represented 54.05 percent of the bank's total deposits, 46.67 percent of the branch network and 55.34 percent of total reportable loans. The Dallas AA represented 42.98 percent of the bank's total deposits, 40.00 percent of the bank's network and 26.98 percent of total reportable loans.

Green Bank has expanded over the years with growth in other markets and into another state. Since the previous CRA evaluation, four branches were added with the acquisition of SharePlus Bank in October 2014. Three of these branches serve the Dallas AA (AA) and one in the Jefferson County AA. One of the acquired branches in the Dallas AA was located in a low-income CT and was subsequently closed. Green Bank most recently acquired Patriot Bank in October 2015. The Patriot Bank acquisition, including branches acquired, is not included in the scope of this CRA evaluation as the bank did not have six months of data to perform a meaningful analysis. Including the SharePlus Bank acquisition, Green Bank also operates 18 automated teller machines (ATMs) in the Houston AA, Dallas AA, Austin AA, and Jefferson County AA. During the evaluation period, there were no deposit taking ATMs. The branch office activity includes no branch opening and three branch closings (one in a low-income CT and two upper-income CTs) since the previous evaluation.

For the review period, Green Bank has 15 full-service branches, 14 in Texas, including a limited-service facility, and one full-service branch in Louisville, Kentucky.

There are seven branches located in Harris, Montgomery, and Liberty Counties serving the bank's Houston AA; six branches located in Dallas, Collin, and Fannin Counties serving the Dallas AA; one branch located in Travis County serving the Austin AA and one branch located in Louisville, KY servicing the Jefferson County AA.

In the state of Texas, one Houston AA branch is located in a moderate-income CT and one Dallas AA branch is located in a middle-income CT. All other Texas branches are located in upper-income CTs. The one Jefferson County AA branch is located in a moderate-income CT.

The bank offers a variety of deposit and loan products for businesses and individuals that meet the needs of the community. Products and services include checking and savings accounts, ATM cards, debit cards, online banking, safe deposit boxes, individual retirement accounts, and certificates of deposit, among other options for consumer and business customers.

The acquisition of SharePlus Bank affected Green Bank's loan portfolio. Prior to the acquisition, Green Bank was primarily a commercial lender and mortgage loan products were generally offered only as accommodations to support the Bank's commercial customer base. However, with the acquisition, mortgage lending became a major loan product as mortgage loan products represented 52.47 percent and small business loans represented 47.53 percent of reportable loans located inside the bank's AA. As a result of this change in composition of loans, for mortgage loan performance, more weight will be applied to years 2014-2015 than 2013 loans when the bank did not have a focus on mortgage lending. Additionally, more weight will be applied to business loans since this loan product was consistent throughout the evaluation period.

There are no known financial, legal, or other impediments affecting Green Bank's ability to meet the credit needs of its AAs. The bank received a CRA rating of "Satisfactory" at its last CRA evaluation dated July 29, 2013.

Scope of the Evaluation

Evaluation Period/Products Evaluated

The Performance Evaluation assesses Green Bank's performance under the Lending, Investment, and Service Tests. The evaluation period for the Lending Test was January 1, 2013 through December 31, 2015, except for CD activities. For CD loans and the Investment and Service Tests, the evaluation period was from July 29, 2013 through July 18, 2016. We evaluated the bank's CD lending based on data collected by the bank. In assessing performance with respect to the Investment Test, we evaluated the bank's investments, grants and donations that satisfied the definition of CD. Performance under the Service Test was assessed based on such factors as alternative delivery systems, hours of operation, and the availability of products and programs throughout the AAs, with a focus on low- and moderate-income geographies. We also considered any services the bank provided in its AAs tailored to the needs of low- and moderate-income individuals and geographies. The Service Test also included a review of retail and CD services provided in the AAs.

In this evaluation, we considered home mortgage loan information reported by Green Bank through HMDA reports. Multifamily housing was included in the evaluation of the Houston AA. Green Bank did not originate or purchase any small loans to farms during the evaluation period, therefore, we did not evaluate this product separately and Table 12 is not included in this performance.

The full scope AAs in the state of Texas were given the most weight due to the high percentage of deposits (97.03 percent), number of reportable loans during the review period (73.15 percent), and total branch representation (86.67 percent). The Houston AA and Dallas AA received equal weight in the final Lending Test rating. Small business loans were given more weight in the Texas full-scope areas as business loans are the bank's primary product as they represented, by number, 72.56 percent of reportable loans for the review period. In the state of Kentucky, the bank did not originate or purchase a sufficient number of home loan products in the AA to perform a meaningful analysis of lending performance. Additionally, there were no small business or CD loans purchased or originated since its October 2014 acquisition.

Analysis of HMDA data for the years 2013 through 2015 are based on the 2010 Census data. This is consistent with how financial institutions are required to file loan data, and consistent with the manner in which aggregate peer data was generated. Regarding HMDA loans, home purchase and home refinance loans were the predominant loan products in the Texas full-scope areas during the review period. As a result, performance for home mortgage purchase and home refinance loans received more weight in the Texas full-scope areas. In some full-scope AAs, there were an insufficient number of home improvement loans to allow for a meaningful analysis.

In our analysis of home mortgage loans, we considered the level of poverty in each AA and the impact it could have on the ability of lower-income families to obtain loans. Similarly, we considered housing costs relative to area incomes and the limiting affects those costs could have on the demand for loans by lower-income families. Refer to Appendix C: Market Profiles for poverty levels and housing costs for each full-scope AA.

Data Integrity

Prior to conducting the CRA Performance Evaluation, we reviewed the integrity of the bank's reportable HMDA and small business loan data. OCC personnel reviewed the bank's HMDA and Small Business Loan Application Registers (LAR). We also reviewed the appropriateness of CD activities as it pertains to CD loans, investments, and services. The review focused on Green Bank's policies and procedures for collecting and ensuring the accuracy of its data, and included transactional sampling. Any errors noted in the bank's LARs, lending, investments, and services records were corrected, and the current CRA Performance Evaluation is based on accurate data.

Selection of Areas for Full-Scope Review

Green Bank's overall rating is primarily based on performance in the state of Texas. Equal weight was given to Houston AA and Dallas AA. The Houston AA deposits represent 54.05 percent of total deposits, reportable loans of 47.95 percent, and seven branches that represent 46.67 percent of total branches. The Dallas AA deposits represented 42.98 percent of total deposits, reportable loans of 27.18 percent, and six branches that represent 40.00 percent of total branches. The other AA in the state of Texas was analyzed using limited-scope evaluation procedures.

Inside/Outside Ratio

The inside/out ratio is a bank-wide calculation and not calculated by individual rating area or AA. Analysis is limited to bank loan originations and purchases and does not include any affiliated data. For the combined three-year evaluation period, Green Bank originated a majority (71.03 percent) of all loan products inside the bank's AAs. The percentage in number of loans originated inside the AAs by loan type were home purchase loans (61.02 percent), home improvement loans (60.00 percent), home refinance loans (79.03 percent), and small loans to businesses (71.57 percent). The bank did not originate any small loans to farms during the evaluation period.

Ratings

Green Bank's overall rating is primarily based on performance in the state of Texas. The Houston AA and Dallas AA received equal weight. Lesser weight was placed on performance in the state of Kentucky since only 1.93 percent of total reportable loans during the review period and only 0.93 percent of total deposits were located in the state. For the Lending Test and the overall rating, small loans to businesses are assigned the greatest weight since this has been a primary loan product for the bank throughout the evaluation period. Prior to the purchase of SharePlus Bank in October 2014, Green Bank was primarily a commercial lender; therefore, for mortgage loan products, we put more weight on the bank's 2014-2015 performance. During the evaluation period, in the state of Kentucky, Green Bank did not generate any small business loans and there were an insufficient number of home loan products to perform a meaningful analysis for lending performance. Therefore, there was no loan analysis in the state of Kentucky.

Small loans to businesses represented 72.56 percent of reportable loans by number during the evaluation period. All business loans were in the state of Texas. Small loans to businesses represented 42.73 percent of reportable business loans in the Houston AA, 19.52 percent in the Dallas AA, and 10.31 percent in the Austin AA. Additionally, the bank had no branches in low-income CTs and three branches in moderate-income CTs. Therefore, for the geographic distribution test, less weight was given than the other lending assessment factors given the low number of low- and moderate-income CTs in the AA. The Lending Test rating was supportable by a significant number and dollar amount of CD loans.

Fair Lending or Other Illegal Credit Practices Review

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

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

State Rating

State of Texas

CRA Rating for Texas	Low 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:

- An adequate level of lending for small loans to businesses;
- An overall good level of geographic distribution of home loans to borrowers and loans to small businesses;
- An overall adequate distribution of lending by income level of the borrower;
- A positive level of CD loans that were responsive to community needs;
- An adequate level of qualified investments that were responsive to community needs;
- A branch distribution that is poor as it is accessible to limited portions of low- and moderate-income geographies; and
- An adequate level of CD services that was responsive to community needs.

Description of Institution's Operations in Texas

Green Bank has three AAs within the state of Texas: The Houston-The Woodlands-Sugar Land MSA (Houston AA) comprised of Fort Bend, Harris, and Montgomery Counties. The Dallas-Fort Worth-Arlington MSA (Dallas AA). The MSA consists of two Metropolitan Divisions within a larger metropolitan area, Dallas-Plano-Irving and the Fort Worth-Arlington. Dallas and Collin counties comprise the Dallas AA. The Austin AA is comprised of Bastrop County, Caldwell County, Hays County, Travis County, and Williamson County.

For the Lending Test, in year 2013, mortgage loans were generally offered only as accommodations to support the Bank's commercial customer base. However, with the acquisition of SharePlus Bank in October 2014, mortgage lending became a major product. During the review period, other than the presence of the bank's website, the bank did not promote or specifically advertise the availability of mortgage loan products. For the review period, by dollar amount, mortgage lending represented 52.47 percent of total reportable loans and 27.44 percent of the number of reportable loans.

Refer to the market profiles for the state of Texas in Appendix C for detailed demographics and other performance context information for AAs that received full-scope reviews.

Scope of Evaluation in Texas

For the state of Texas, we completed full scope reviews of the Houston and Dallas AAs and completed a limited scope review of the Austin AA. The state of Texas represented 99.07 percent of total deposits, 92.95 percent of total loans, and 99.33 percent of total branches.

The Houston and Dallas AAs received full-scope reviews since they account for a substantial majority of the bank's loans, deposits, and branches. The Houston and Dallas AAs each carry equal weight in ratings.

Refer to Appendix A for more information on the Texas AA reviews.

LENDING TEST

Conclusions for Areas Receiving Full-Scope Reviews

The bank's performance under the Lending Test is rated "Low-Satisfactory". Based on full-scope reviews, the bank's performance in the Houston and Dallas AAs is adequate. The bank had better performance in the geographic distribution test for both AAs. More weight was given to the Small Business loan performance in the Houston and Dallas AAs as business loans are the bank's primary product. Business loans represented 72.56 percent of total number of reportable loans. CD loans had a positive impact on the Houston AA and Dallas full-scope AAs.

Lending Activity

The bank's overall lending in the state of Texas is adequate. During the review period, the bank originated or purchased 1,086 loans of which 1,065 or 98.07 percent were in the AAs in the state of Texas.

Refer to Tables 1 Lending Volume and Other in Appendix D for the facts and data used to evaluate the bank's lending activity.

Distribution of Loans by Income Level of the Geography

The overall geographic distribution of home loans to borrowers and loans to small businesses is good.

Home Mortgage Loans

During the evaluation period, the distribution of home purchase loans by income level of the geography is good with stronger performance in 2014-2015. Home purchase loans represent 54.01 percent of reportable home mortgage loan products in the Houston AA. Multifamily loans had a positive impact on the rating.

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

Houston AA

Overall geographic distribution of home loans to borrowers and loans to small businesses in the Houston AA is excellent with stronger performance in low-income CTs.

Home Purchase Loans

The distribution of home purchase loans by income level of the geography is good. The bank had excellent performance in home purchase and multifamily but did not have enough loan penetration in home improvement and home refinance loans to make a meaningful analysis.

According to the 2010 census information, 14 percent of households in the Houston AA live below the poverty level. The median housing value from the U.S. Department of Housing and Urban Development (HUD) is reported at \$156,680.

Refer to the **Market Profile** section of this Performance Evaluation for additional factors in the area which support a lack of available affordable housing in the Houston AA.

During 2014-2015, the percentage of loan originations to borrowers located in low-income CTs at 6.12 percent is excellent and exceeds the 5.28 percent of owner occupied units located in low-income CTs. Green Bank had adequate performance for low-income CTs although there was no market share when compared to its overall market share of 0.03 percent by geography. The percentage of loan originations to borrowers located in moderate-income CTs at 6.12 percent is very poor and significantly lower than the 24.88 percent of owner occupied units located in moderate-income CTs. Green Bank's market share for moderate-income CTs at 0.02 percent is somewhat lower than its overall market share of 0.03 percent by geography and is considered adequate performance.

During 2013, the bank did not originate or purchase any loans in low-income CTs which is considered very poor performance. The percentage of loan originations to borrowers located in moderate-income CT at 4.00 percent is very poor and significantly lower than 24.88 percent of owner occupied units located in moderate-income CTs. The bank did not have a notable market share for low-income borrowers for purchase loans. The market share for moderate-income borrowers of 0.01 percent is lower than its overall market share of 0.03 percent by geography and is considered adequate performance.

Home purchase loans represent 54.01 percent of reportable home mortgage products in the Houston AA and will be weighted in the overall Lending Test rating.

Home Improvement Loans

During the evaluation period, Green Bank did not originate a sufficient number of home improvement loans in the AA to perform a meaningful analysis of lending performance. Green Bank only originated one home improvement loan. This product will not have any weight in the overall Lending Test rating.

Home Refinance Loans

During the evaluation period, Green Bank did not originate a sufficient number of home refinance loans in the AA to perform a meaningful analysis of lending performance. During 2014-2015, Green Bank originated or purchased twelve loans, and in 2013 the bank originated or purchased a total of six loans. This product will not have any weight in the overall Lending Test rating.

Multifamily Loans

Overall, the income distribution for multifamily loans is excellent with more weight given in the Houston AA. Multifamily loans represented 19.80 percent of total reportable loans and will be weighted accordingly in the overall Lending Test in the Houston AA.

In the Houston AA, Green Bank originated or refinanced 28 multifamily loans in 2014-2015 and 15 multifamily loans in 2013. The bank had excellent penetration in both low- and moderate-income CTs for this product for years 2014-2015.

In 2014-2015, the percentage of loans originated or refinanced in low-income CTs is 35.71 percent and exceeded the 24.39 percent of multifamily units. The percentage of loans originated or refinanced in moderate-income CTs is 39.29 percent and exceeds the 32.01 percent of multifamily units. Green Bank exceeded the market share in both low-income and moderate-income CTs. Green Bank's market share in low-income CTs of 7.35 percent exceeded the overall market share of 4.64 percent. In moderate-income CTs, Green Bank's market share of 5.77 percent exceeded the overall market share of 4.64 percent. This product represents 31.39 percent of the Houston AA reportable mortgage products and will be weighted in the overall Lending Test rating.

During 2013, Green Bank originated or refinanced fifteen multifamily loans. The bank's performance of 20.00 percent in low-income CTs was near to the 24.39 percent of multifamily units and the performance of 20.00 percent in moderate-income CTs was somewhat lower than the 32.01 percent of multifamily units. The bank's market share performance in low-income CTs is similar to the 2014-2015 excellent performance and is weaker than the 2014-2015 performance in moderate-income CTs with somewhat lower than performance. This product will not have any weight in the overall Lending Test rating.

Refer to the **Community Development** section of this Performance Evaluation, as some of the loans qualified as CD loans.

Dallas AA

Overall geographic distribution of home loans to borrowers and loans to small businesses in the Dallas AA is good. The bank's performance in 2014-2015 was better than the 2013 performance.

Home Purchase Loans

During the evaluation period, the distribution of home purchase loans by income level of the geography is excellent with stronger performance in 2014-2015. Home purchase loans represent 40.74 percent of reportable home mortgage products in the Dallas AA.

According to the 2010 census information, 10 percent of households in the Dallas AA live below the poverty level. The median housing value from HUD is reported at \$213,355.

Refer to the **Market Profile** section of this Performance Evaluation for additional factors in the area, which support a lack of available affordable housing in the Dallas AA.

During 2014-2015, Green Bank had excellent distribution of loans in low- and moderate-income CTs. The percentage of loan originations or purchases to borrowers located in low-income CTs at 6.67 percent is excellent and exceeds the 2.51 percent of owner occupied units located in low-income CTs. Green Bank did not have a significant market share for this product in low- or moderate-income CTs. The percentage of loan originations to borrowers located in moderate-income CTs at 30.00 percent is excellent and exceeds the 12.59 percent of owner occupied units located in moderate-income CTs. Home purchase loans represent 41 percent of home mortgage products in the Dallas AA.

During 2013, Green Bank did not originate a sufficient number of home purchase loans in the Dallas AA to perform a meaningful analysis of lending performance. The bank originated three loans during the review period. There were no loans in low-income CTs. The percentage of loans in moderate-income CTs at 66.67 percent is excellent performance and exceeded the 12.59 percent of owner occupied units located in moderate-income CTs. The bank did not have a notable market share for low or moderate-income borrowers for purchase loans. This product will not have any weight in the overall Lending Test rating.

Home purchase loans represent 40.74 percent of the Dallas AA reportable mortgage products and will be weighted in the overall Lending Test rating.

Home Improvement Loans

During the evaluation period, Green Bank did not originate a sufficient number of home improvement loans in the AA to perform a meaningful analysis of lending performance. The bank did not originate or purchase any home improvement loans during the evaluation period. This product will not have any weight in the overall Lending Test rating.

Home Refinance Loans

The distribution of home refinance loans by income level of the geography is good with excellent performance in low-income CTs.

During 2014-2015, the percentage of loan originations or purchases to borrowers located in low-income CTs at 2.86 percent is excellent and exceeds the 2.51 percent of the owner occupied units located in low-income CTs. In moderate-income CTs, Green Bank's performance of 8.57 percent is somewhat lower the 12.59 percent of owner occupied units located in moderate-income CTs. Green Bank did not have a market share for owner occupied units located in low- or moderate-income CTs, given an overall market share of 0.01 percent for both CTs, which is adequate performance. Home refinance loans represent 47 percent of home mortgage products in the Dallas AA.

During 2013, Green Bank did not originate a sufficient number of home refinance loans in the AA to perform a meaningful analysis of lending performance. The bank originated or purchased two home refinance loans during the evaluation period. This product will not have any weight in the overall Lending Test.

Multifamily Loans

Green Bank originated or refinanced nine multifamily loans in the Dallas AA during 2014-2015. The bank had good penetration in low-income CTs and excellent penetration in moderate-income CTs. The market share for both low- and moderate-income exceeded the overall market share for multifamily households and is considered excellent. This product represents 12 percent of the reportable loans and this product will not have any weight in the overall Lending Test rating.

During 2013, the bank did not originate or refinance a sufficient number of multifamily loans in the AA to perform a meaningful analysis of lending performance. Green Bank originated two multifamily loans during the review period. This product will not have any weight in the overall Lending Test rating.

Small Loans to Businesses

Overall, the geographic distribution of small loans to businesses is good with excellent performance in the Houston AA.

Refer to Table 6 in Appendix D for the facts and data used to evaluate the geographic distribution of the bank's originations/refinance of small loans to businesses.

Small loans to businesses are Green Bank's primary loan product (74 percent) in the Houston AA and Dallas AAs and more weight was given to this product in the overall Lending Test rating.

Houston AA

During the review period, overall, the geographic distribution of small loans to businesses in the Houston AA is excellent with excellent performance in low-income CTs.

During 2014-2015, the percentage of loans originated and refinanced in low-income CTs of 11.03 percent exceeds the percentage of businesses of 9.88 percent located in low-income CTs.

Green Bank's market share of 0.27 percent exceeds the overall market share of 0.18 percent for loans to small businesses located in low-income CTs. The percentage of loans in moderate-income CTs of 18.62 percent is near to the percentage of businesses located in moderate-income CTs of 21.80 percent. Green Bank's market share of 0.14 percent is near to its overall market share of 0.18 percent for loans to small businesses located in moderate-income CTs.

During 2013, the percentage of loans originated and refinanced in low-income CTs of 16.18 percent exceeded the percent of businesses of 10.00 percent located in low-income CTs. Green Bank's market share of 0.32 percent exceeds the overall market share of 0.22 percent and is excellent performance. The percentage of loans in moderate-income CTs of 13.87 percent is somewhat lower than the percentage of businesses located in moderate-income CTs of 22.37 percent. The market share in moderate-income CTs of 0.08 percent is near to the overall market share of 0.10 percent and is good performance.

Small loans to businesses represent 77.16 percent of the total reportable loans in the Houston AA. The most weight was assigned to this product in the final rating.

Dallas AA

During the review period, the overall geographic distribution of small loans to businesses in the Dallas AA is good.

During 2014-2015, the percentage of loans originated or refinanced in low-income CTs of 3.66 percent is near to the percentage of businesses of 4.31 percent located in low-income CTs. The percentage of loans in moderate-income CTs of 15.85 percent exceeds the percentage of businesses of 11.78 percent located in moderate-income CTs. Green Bank's market share of 0.18 percent for both low- and moderate-income CTs is near to its overall market share of 0.19 percent for loans to small businesses located in low- and moderate-income CTs.

During 2013, Green Bank did not originate or refinance any loans in low-income CTs. The percentage of loans in moderate-income CTs of 10.64 percent is near to the percentage of businesses of 11.49 percent located in moderate-income CTs. Green Bank's market share in low-income CTs of 0.12 percent exceeds the overall market share of 0.10 percent and is excellent performance. The bank's market share of 0.08 percent is near to the overall market share of 0.10 percent in moderate-income CTs and is good performance.

Small loans to businesses represent 72.35 percent of the total reportable loans in the Dallas AA. The most weight was assigned to this product in the final Lending Test rating.

Lending Gap Analysis

We reviewed summary reports and maps, and analyzed the bank's home mortgage and small business lending activity over the evaluation period to identify any gaps in the geographic distribution of loans. We did not identify any unexplained conspicuous gaps.

Distribution of Loans by Income Level of the Borrower

The overall distribution of lending by income level of borrower is adequate. Small loans to businesses performance was good and home mortgage performance was very poor. More weight was given to small business loans as business loans are the bank's primary product.

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

Home Mortgage Loans

Houston AA

Overall, the borrower distribution of home mortgage loans is very poor.

Home Purchase

The overall borrower distribution of home purchase loans by income level of the borrower is very poor.

During 2014-2015, the bank originated or purchased 49 home purchase loans. Green Bank did not originate or purchases any loans to low-income borrowers, which is considered very poor performance, and is significantly lower than the 25.98 percent of families designated as low-income. The percentage of loans originated or purchased to moderate-income borrowers at 3.03 percent is very poor performance and is significantly lower than the 17.21 percent of families designated as moderate-income. The bank did not have a notable market share for low-income borrowers for purchase loans. The market share for moderate-income borrowers of 0.01 percent is lower than the 0.03 percent of families designated as moderate-income and is considered adequate performance.

During 2013, the bank originated or purchased 25 loans and the distribution of home purchase loans by income level of the borrower is very poor. Green Bank did not originate or purchase any loans to low- or moderate-income borrowers during the evaluation period and the performance is considered very poor. The bank did not have a notable market share for low- or moderate-income borrowers.

Home Improvement Loans

During the evaluation period, Green Bank did not originate a sufficient number of home improvement loans in the Houston AA to perform a meaningful analysis of lending performance. Green Bank originated one home improvement loan during the evaluation period. This product will not have any weight in the overall Lending Test rating.

Home Refinance Loans

During the evaluation period, Green Bank did not originate a sufficient number of home refinance loans in the Houston AA to perform a meaningful analysis of lending performance. Green Bank originated twelve home refinance loans during the evaluation period. This product will not have any weight in the overall Lending Test rating.

Dallas AA

Overall, the borrower distribution of home mortgage loans is very poor.

Home Purchase Loans

The overall borrower distribution of home purchase loans by income level of the borrower is poor. The bank's performance in the Dallas AA was better than the Houston AA performance.

During 2014-2015, the bank originated or purchased 30 home purchase loans. Green Bank did not originate or purchase any loans to low-income borrowers, which is considered very poor performance, and is significantly lower than the 19.89 percent of families designated as low-income. The percentage of loans originated or purchased to moderate-income borrowers at 9.09 percent is adequate performance and is somewhat lower than the 14.24 percent of families designated as moderate-income. The bank did not have a notable market share for low-income borrowers for purchase loans. The market share for moderate-income borrowers of 0.03 percent exceeds the 0.02 percent of families designated as moderate-income and is considered excellent performance. The bank's performance will be weighted in the overall Lending Test rating.

During 2013, the bank did not originate or refinance a sufficient number of home purchase loans in the AA to perform a meaningful analysis of lending performance. Green Bank originated three home purchase loans during the evaluation period. This product will not have any weight in the overall Lending Test rating.

Home Improvement

During the evaluation period, Green Bank did not originate a sufficient number of home improvement loans in the Dallas AA to perform a meaningful analysis of lending performance. Green Bank did not originate any home improvement loans during the evaluation period. This product will not have any weight in the overall Lending Test rating.

Home Refinance

The overall borrower distribution of home refinance loans by income level of the borrower is very poor.

During 2014-2015, the distribution of home refinance loans by income level of the borrower is very poor. Green Bank originated 35 home refinance loans during the evaluation period but did not originate or purchase any loans to low- or moderate-income borrowers which is considered very poor performance. This product will be weighted in the overall Lending Test.

During 2013, Green Bank did not originate a sufficient number of home refinance loans in the AA to perform a meaningful analysis of lending performance. The bank originated two home refinance loans during the evaluation period. This product will not have any weight in the overall Lending Test rating.

Small Loans to Businesses

The overall distribution of lending by income level of borrower is adequate.

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

Houston AA

The overall distribution of lending by income level of borrower is adequate. The bank's performance in 2014-2015 is better than the 2013 performance.

During 2014-2015, the distribution of small loans to businesses with annual revenues of \$1 million or less is adequate. The percentage of bank loans originated to businesses in the Houston AA with revenues of \$1 million or less was 48.28 percent, and is somewhat lower than the percentage of businesses in the AA that reported gross annual revenues of \$1 million or less of 78.09 percent and is considered adequate performance. In addition, the bank's market share of 0.22 percent exceeds its overall market share of 0.18 percent.

During 2013, the distribution of small loans to businesses with revenues of \$1 million or less is poor. The percentage of bank loans originated to businesses in the Houston AA with revenues of \$1 million or less was 34.48 percent, and is lower than the percentage of businesses in the AA that reported gross annual revenues of \$1 million or less of 71.15 percent. The bank's market share of 0.18 percent exceeds its overall market share of 0.22 percent.

Small loans to businesses originated by Green Bank in the Houston AA for loans less than \$100,000 totaled 31 percent, loans of \$100,000 to \$250,000 totaled 21.38 percent and loans \$250,000 - \$1 million totaled 47.49 percent.

Dallas AA

During 2014-2015, the distribution of small loans to businesses with annual revenues of \$1 million or less is adequate. The bank's performance in 2013 is better than the 2014-2015 performance.

During 2014-2015, the percentage of bank loans originated to businesses in the Dallas AA with revenues of \$1 million or less was 57.58 percent, and is somewhat lower than the percentage of businesses in the AA that reported gross annual revenues of \$1 million or less of 78.20 percent. In addition, the bank's market share of 0.21 percent exceeds its overall market share of 0.19 percent.

During 2013, the distribution of small loans to businesses with annual revenues of \$1 million or less is excellent. The percentage of bank loans originated to businesses in the Dallas AA with revenues of \$1 million or less was 72.34 percent, and exceeds the percentage of businesses in the AA that reported gross annual revenues of \$1 million or less of 70.90 percent. In addition, the bank's market share of 0.12 percent exceeds its overall market share of 0.10 percent.

Small loans to businesses originated by Green Bank in the Dallas AA for loans less than \$100,000 totaled 32 percent, loans of \$100,000 to \$250,000 totaled 22.42 percent and loans \$250,000 - \$1 million totaled 45.45 percent.

Conclusions for Areas Receiving Limited-Scope Review

Based on limited-scope review, the bank's performance under the Lending Test in the Austin AA is not inconsistent with the bank's overall "Low Satisfactory" performance in the full scope areas. In the Austin AA, the bank's performance is comparable to the bank's overall performance. The bank's not inconsistent performance under the Lending Test in the Austin AA had a positive impact on the overall Lending Test rating in the state.

Refer to Tables 1 through 12 in the state of Texas section of Appendix D for the facts and data that support these conclusions.

Community Development Lending

Refer to Table 1 Lending Volume in the state of Texas section of Appendix D for the facts and data used to evaluate the bank's level of CD 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 multifamily loans, including those that also qualify as CD loans. Table 5 does not separately list CD loans, however.

Houston AA

The bank's level of CD lending had a positive impact on lending performance in the Houston AA. During the evaluation period, the bank originated 44 CD loans totaling \$133.9 million, representing 72.18 percent of Tier One Capital allocated to the AA. CD lending activities were centered in affordable housing initiatives. Of the total CD loans, 38 loans, totaling \$114.8 million or 85.74 percent by dollar volume supported affordable housing initiatives. Five loans, totaling \$17.4 million or 13.00 percent by dollar volume supported economic development. One loan, totaling \$1.6 million or 1.20 percent was to an entity that provides community services targeted to LMI. CD lending activities exhibited good responsiveness to the identified needs in the area, specifically affordable housing for LMI. Specific examples of the bank's responsiveness to the community needs of the AA include:

- A \$7.9 million loan for the purchase and rehabilitation of a class C multifamily apartment located in a low income CT. Rent amounts for all units are below the HUD fair market rents.
- A \$1.6 million loan to hold the real estate for a day care that is located in a moderate-income CT. The day care will create 38 new jobs for LMI individuals.
- A \$1.1 million loan to a manufacturing company where the majority of employees are LMI individuals.

Dallas AA

The bank's level of CD lending had a positive impact on lending performance in the Dallas AA. During the evaluation period, the bank originated four loans totaling \$13.3 million, representing 9.02 percent of Tier One Capital allocated to the AA. These loans exhibited adequate responsiveness to identified needs in the AA, specifically the identified need for CD programs in the AA. CD lending activities were centered in affordable housing. Of the total CD loans, three loans totaling \$9.26 million or 69.62 percent supported economic development. One loan, totaling \$4 million was to an entity that provides community services for LMI individuals. Specific examples of the bank's responsiveness to the community needs of the AA include:

- A \$4 million loan to a non-profit organization that provides community services to low-income individuals.
- A \$7.75 million Community Development Financial Fund loan to a private development entity that creates employment opportunities and provides economic growth in LMI geographies.

Product Innovation and Flexibility

Green Bank did not have any innovative or flexible programs during the evaluation period.

Conclusions for Areas Receiving Limited-Scope Reviews

Based on limited-scope review, the bank's performance under the Lending Test in the Austin AA is not inconsistent with the bank's overall "Low Satisfactory" performance in the full-scope areas. In the Austin AA, the bank's performance is comparable to the bank's overall performance. The bank's not inconsistent performance under the Lending Test in the Austin AA had a positive impact on the overall Lending Test rating in the state.

Refer to Tables 1 through 12 in the state of Texas section of Appendix D for the facts and data that support these conclusions.

INVESTMENT TEST

Conclusions for Areas Receiving Full-Scope Reviews

Green Bank's overall performance under the Investment Test in the state of Texas is "Low Satisfactory". Green Bank made 51 qualifying investments and donations during the review period totaling \$13.1 million in the combined AAs. There were 17 investments from the current and prior period totaling \$13 million and the majority were government sponsored mortgage-back securities secured by mortgages to low- or moderate-income individuals. The 34 donations in the combined AAs total \$107 thousand and were made to community groups and organizations which provide affordable housing and community services to low- and moderate-income individuals and families.

Houston AA

Based on a full-scope review, the bank's performance in the Houston AA is poor.

Refer to Table 14 in the state of Texas 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 \$2.2 million in the Houston AA demonstrates a poor level of qualified investments. Investments represent 1.19 percent of allocated Tier 1 Capital in the AA.

During the evaluation period, Green Bank made one investment in the Houston AA for a total of \$515 thousand. There were \$1.6 million in prior period investments still outstanding in the Houston AA. This level of investments indicates a need for improvement, given the numerous investment opportunities in the AA, the identified needs in the community and the bank's ability to address them. The bank's responsiveness to the CD needs in the AA is poor. The investments are government sponsored mortgage-backed securities secured by mortgages to low- or moderate -income individuals living in the AA. Green Bank made no complex or innovative investments; therefore, these securities represent a poor responsiveness to affordable housing which is a critical need in the AA.

The bank also made 18 donations totaling \$72 thousand to community groups and organizations which provide affordable housing and community services to low- and moderate-income individuals and families. This level of donations did not have an overall impact on the Investment Test rating.

Dallas AA

The bank's performance under the Investment Test in the Dallas AA is adequate. Green Bank made an adequate level of qualified investments totaling \$3.23 million during the evaluation period. There were two investments in the Dallas AA for a total of \$3.3 million. Investments represent 2.25 percent of allocated Tier 1 Capital in the AA. The bank's responsiveness to the CD needs in the AA is adequate. The investments are government sponsored mortgage-backed securities secured by mortgages to low- or moderate -income individuals living in the AA. Although there were no complex or innovative investments, these securities represent an adequate responsiveness to affordable housing which is a critical need in the AA. There were no prior period investments still outstanding in the AA.

In addition, the bank made 14 donations totaling \$33 thousand to community groups and organizations, which provide affordable housing and community services to low- and moderate-income individuals and families. This level of donations did not have an overall impact on the Investment Test rating.

Texas Statewide

In addition to the CD investments that benefitted the bank's AAs in Texas, Green Bank made qualifying investments in the statewide area that included its AAs.

During the evaluation period, the bank made one qualifying investment, a fund totaling \$25 thousand, which benefits one or more of the bank's AAs in the state. The fund supports an innovative use of investments to support CD initiatives. The Texas Mezzanine Fund supports affordable housing and economic development in the state and is designated as a Community Development Financial Institution (CDFI) and a Community Development Entity (CDE).

Broader Regional Area

During the evaluation period, Green Bank made two qualifying investments totaling \$334 thousand to the Lone Star CRA Fund, L.P. and Lone Star Opportunity Fund V, L.P., which may benefit one or more of the bank's AAs in the state. The bank has \$191 thousand in unfunded commitments to the Lone Star CRA Fund, L.P. Both of the investment funds are sponsored by U.S. private equity firm, Lone Star Investment Advisors, which specializes in investments that will create employment opportunities and economic growth in low income areas. The funds support an innovative use of investments to support CD initiatives.

Conclusions for Area Receiving Limited-Scope Reviews

Based on a limited scope review, the bank's performance under the Investment Test in the Austin AA is stronger than the bank's overall "Low Satisfactory" performance under the Investment Test in Texas. The bank has a high level of CD investments in the Austin AA. Their investment performance in the Austin AA did not significantly impact their overall Investment Test rating.

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

SERVICE TEST

Conclusions for Areas Receiving Full-Scope Reviews

Green Bank's performance under the Service Test in the state of Texas is rated "Low Satisfactory". Based on the full scope reviews, the bank's performance in the Houston AA is adequate and performance in the Dallas AA good.

Retail Banking Services

Refer to Table 15 in the state of Texas 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.

Houston AA

The bank's branch distribution in the Houston AA is poor as it is accessible to limited portions of low- and moderate-income geographies. During the evaluation period, the bank had seven branch locations in the Houston AA.

There are no branches in low-income geographies, which is lower than the percent of the population in this geography. There is one branch located in a moderate-income geography, which is lower than the percent of the population within the moderate-income geography. The remaining six branches in the Houston AA are located in upper income CTs, which is significantly higher than the population within the upper income geography. None of the six branches are near to low- or moderate-income CTs.

Branch openings and closings have generally not adversely affected the accessibility of the bank's delivery systems to LMI geographies or individuals. There were no branch openings in the Houston AA during the evaluation period. There were two branch closings, which were both in upper-income CTs.

The degree to which the hours of operations and services offered by branches are reasonably tailored to the needs of the AA and do not vary in a way that inconveniences portions of the AA including LMI geographies and individuals. Hours of operation and services offered between branches are comparable regardless of geographic income levels. Banking lobby hours are Monday through Friday, with extended lobby hours on Fridays in three of the bank's branches within the Houston AA. The locations in which extended hours are offered on Fridays include one location in a moderate-income CT and two locations in upper-income CTs. Drive thru hours are generally Monday through Friday and offered at majority of the branches. All branch lobby locations are closed on Saturdays; however, drive-thru hours are offered at three branch locations on Saturdays. The three branches offering drive-thru services on Saturdays are all within the Houston AA with one location in a moderate-income CT, and two locations in an upper-income CTs.

Management has established alternative delivery systems that provide reasonable access to banking services in all geographic income levels within the AA. Alternative delivery systems include free online banking and bill payment, mobile banking, 24-hour telephone banking, and ATMs for all customers. If a Green Bank customer uses a MoneyPass Network ATM, the ATM surcharge fees are waived. Remote deposit is also a free service offered to all customers as a part of online banking. The bank does not maintain metrics to determine the extent to which alternative delivery systems impact the availability of services in low- and moderate-income geographies or to low- and moderate-income individuals. Therefore, we did not place significant weight on the bank's alternative delivery systems as it relates to the Service Test rating.

Dallas AA

The bank's branch distribution in the Dallas AA is poor as it is accessible to limited portions of low- and moderate-income geographies. As of July 18, 2016, the bank had six branch locations in the Dallas AA. There were no branches located in low- or moderate- income CTs, which is lower than the percent of the population within low- and moderate-income geographies within the AA. There is one branch located in a middle-income CT with the remaining five branches located in upper income CTs. One branch is near to a low-income CT.

Branch openings and closings have generally not adversely affected the accessibility. During the evaluation period, there were two branch openings in the Dallas AA associated with the SharePlus acquisition. All branch openings were located in upper-income CTs. There was one branch closing in the Dallas AA, which was in a low-income CT. The bank decided to close the low-income branch because it was less than a mile from an existing branch.

The degree to which the hours of operations and services offered by branches are reasonably tailored to the needs of the AA and do not vary in a way that inconveniences portions of the AA including LMI geographies. Hours of operation and services offered between branches are comparable regardless of geographic income levels. Banking lobby hours are Monday through Friday. The locations in which extended hours are offered on Fridays include one location in a moderate-income CT and two locations in upper income CTs. Drive-thru hours are Monday through Friday at five of the six branch locations in the Dallas AA. All bank lobby locations are closed on Saturdays in the Dallas AA.

Management has established alternative delivery systems that provide reasonable access to banking services in all geographic income levels within the AA. Alternative delivery systems include free online banking and bill payment, mobile banking, 24-hour telephone banking, and ATMs for all customers. If a Green Bank customer uses a MoneyPass Network ATM, the ATM surcharge fees are waived. Remote deposit is also a free service offered to all customers as a part of online banking. The bank does not maintain metrics to determine the extent to which alternative delivery systems impact the availability of services in low- and moderate-income geographies or to low- and moderate-income individuals. Therefore, we did not place significant weight on the bank's alternative delivery systems as it relates to the Service Test rating.

Community Development Services

Green Bank's performance in providing CD services is adequate. The bank's performance in the Houston AA is adequate. Performance in the Dallas AA is good. CD services were centered in community services and affordable housing services targeted to LMI individuals. Bank employees served with a variety of organizations that benefited LMI individuals, provided affordable housing, and promoted economic development. A good level of the services provided by bank employees involved Board or committee membership. Employees provided technical assistance on financial and banking related matters to community development groups, LMI individuals and families, and small businesses.

Houston AA

The bank's performance in providing CD services in the Houston AA is adequate. During the evaluation period, 12 Green Bank employees provided 319.5 hours of financial expertise to 12 different CD organizations in the Houston AA. There were 7 employees that provided 188 service hours including Board or committee membership. Employees served as instructors for financial literacy courses and small business seminars, processed grant applications for affordable housing programs, developed financial literacy programs for CD organizations, and promoted economic development by providing financial services to small business organizations.

Dallas AA

Green Bank's performance in providing CD services in the Dallas AA is good. During the evaluation period, 39 Green Bank employees provided 868.5 hours of financial expertise to 16 different CD organizations in the Dallas AA. There were 3 employees that provided 110 service hours involving board or committee membership. Employees served as financial literacy instructors for LMI students, analyzed credit requests for affordable housing programs, and assisted with fundraising for scholarships to LMI students. One employee served on a loan committee for an affordable housing funding program of a CDFI.

Conclusions for Areas Receiving Limited-Scope Reviews

Based on the limited-scope review, the bank's performance under the Service Test in the Austin AA is consistent with the bank's overall "Low Satisfactory" performance under the Service Test in Texas. During the evaluation period, 7 bank employees provided 117 service hours to five different CD organizations. The bank has one branch location in the Austin AA, which is located in an upper income CT. There were no branch openings or closings in the Austin AA during the evaluation period. Refer to Table 15 in the state of Texas section of Appendix D for the facts and data that support this conclusion.

State Rating

State of Kentucky

CRA Rating for Kentucky:	Needs to Improve
The Lending Test is rated:	Needs to Improve
The Investment Test is rated:	High Satisfactory
The Service Test is rated:	High Satisfactory

The major factors that support this rating include:

- The bank purchased twenty-one home mortgage loans; however there were not a sufficient number of any home loan product in the AA to perform a meaningful analysis of lending performance;
- Although small business loans is the bank's primary product, there were no small business loans originated or purchased during the evaluation period;
- Green Bank had a good level of qualified CD investments that are responsive to the needs of the community;
- The bank's service performance in the Jefferson County AA is good.

Description of Institution's Operations in Kentucky

The Jefferson County AA was part of a Green Bank October 2014 SharePlus Bank acquisition. The one branch was previously part of Frito Lay, Pepsico and Yum! Brands. To meet the needs of the vast employee network, SharePlus Bank developed the unique "Bank at Work" program which provides online access to banking products and services. The branch is located in the building of YUM! Brand and was restricted to current and prior employees until mid – 2015. The branch has three employees and represents 0.93 percent on total deposits and 1.93 percent of total reportable loans.

Jefferson County AA received a full-scope review. For the Lending Test, the bank purchased twenty-one mortgage products and there were no small business loans or CD loans originated or purchased since the October 2014 acquisition. Therefore, the lack of lending activity had a negative impact on the Lending Test.

Scope of Evaluation in Kentucky

For the state of Kentucky, we completed a full scope review of the Jefferson County AA. The state represent 0.93 percent of total deposits, 1.93 percent of total loans, and 6.67 percent of total branches.

LENDING TEST

Conclusions for Areas Receiving Full-Scope Reviews

The bank's performance under the Lending Test is rated "Needs to Improve". Based on the full scope review, the bank's performance in the Jefferson County AA is poor. The lending activity for the state consisted of twenty-one home mortgage loans; nine home purchase loans and twelve refinance loans. Green Bank did not originate or purchase a sufficient number of home loan products in the AA to perform a meaningful analysis of lending performance. Additionally, there were no small business loans or CD loans originated or purchased in the AA during the evaluation period.

The lack of small business loans is not an acceptable level of lending and is considered very poor performance which reflects very poor performance for the distribution of loans by income level of the geography and distribution of loans by income level of the borrower.

Lending Activity

Refer to Tables 1 through 12 in the state of Kentucky section of Appendix D for the facts and data that support these conclusions.

Community Development Lending

CD lending had a neutral impact on the Lending Test performance in the Jefferson County AA. The bank did not originate any CD loans in the AA during the evaluation period.

INVESTMENT TEST

Conclusions for Areas Receiving Full-Scope Reviews

The bank's performance under the Investment Test in Kentucky is rated "High Satisfactory". Based on a full-scope review, the bank's performance in the Jefferson County AA is good.

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

The bank's four qualifying investments total \$3.1 million in the Jefferson County AA and demonstrates an excellent level of qualified investments. Investments represent 97 percent of allocated Tier 1 Capital in the AA. During the evaluation period, Green Bank made two investments in the Jefferson County AA for a total of \$3.1 million. The bank's responsiveness to the CD needs in the AA is good.

The investments are government sponsored mortgage-backed securities secured by mortgages to low- or moderate -income individuals living in the AA. Green Bank made no complex or innovative investments. There were no prior period investments still outstanding in the Jefferson County AA.

The bank also made two donations totaling \$2 thousand to community groups and organizations which provide affordable housing and community services to low- and moderate-income individuals and families.

SERVICE TEST

Conclusions for Areas Receiving Full-Scope Reviews

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

Retail Banking Services

Refer to Table 15 in the state of Kentucky 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.

Jefferson AA

The bank's branch distribution in the Jefferson MSA is good. The branch is reasonably accessible to essentially all portions of the bank's AA. The bank has one branch located in the Jefferson AA. The branch is located in a moderate-income CT. The percentage of branches in moderate-income CTs exceeded the percentage of the population in moderate-income geographies.

Branch openings and closings have not adversely affected the accessibility of the bank's delivery systems to LMI geographies or individuals. The bank's only branch in the Jefferson AA was opened during the evaluation period and is located in a moderate-income CT. There were no branch closings in the Jefferson AA.

Branch hours and services do not vary in a way that inconveniences portions of the AA, particularly LMI individuals.

Management has established alternative delivery systems that provide reasonable access to banking services in all geographic income levels within the AA. Alternative delivery systems include free online banking and bill payment, mobile banking, 24-hour telephone banking, and ATMs for all customers. Members of the MoneyPass Network, have waived ATM surcharge fees. Remote deposit is also a free service offered to all customers as a part of online banking.

The bank does not maintain metrics to determine the extent to which alternative delivery systems impact the availability of services in low- and moderate-income geographies or to low- and moderate-income individuals. Therefore, we did not place significant weight on the bank's alternative delivery systems as it relates to the Service Test rating.

Community Development Services

The bank's performance in providing CD services is good. In the Jefferson AA, performance is good. CD services were centered in supporting CD organizations that provided community services targeted to LMI individuals. During the evaluation period, two bank employees provided 44 service hours to four different organizations in the Jefferson AA. One employee provided 25 service hours by serving as a Board member. Employees served as instructors for financial literacy courses targeted to LMI individuals, served as a council member for improving education for LMI students, and provided financial expertise to an organization serving the homeless.

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): (01/01/13 to 12/31/15) Investment and Service Tests and CD Loans: (07/29/13 to 07/18/16)	
Financial Institution	Products Reviewed	
Green Bank, N.A. (Green Bank) Houston, TX	Home Purchase; Home Improvement; Home Refinance; Multifamily; Small Business, Community Development loans; Qualified Investments; Community Development Services	
Affiliate(s)	Affiliate Relationship	Products Reviewed
None	NA	NA
List of Assessment Areas and Type of Examination		
Assessment Area	Type of Exam	Other Information
<u>Texas:</u> Houston AA	Full-Scope Review	Fort Bend, Harris, and Montgomery Counties
Dallas AA	Full-Scope Review	Dallas and Collin Counties
Austin AA	Limited-Scope Review	Bastrop, Caldwell, Hays, Travis, and Williamson Counties
<u>Kentucky:</u> Jefferson County AA	Full-Scope Review	Louisville-Jefferson County

Appendix B: Summary of State Ratings

RATINGS Green Bank, N.A.				
Overall Bank:	Lending Test Rating*	Investment Test Rating	Service Test Rating	Overall Bank/State/ Rating
Green Bank	Low Satisfactory	Low Satisfactory	Low Satisfactory	Low Satisfactory
State:				
Texas	Low Satisfactory	Low Satisfactory	Low Satisfactory	Low Satisfactory
Kentucky	Needs to Improve	High Satisfactory	High Satisfactory	Needs to Improve

(*) The Lending Test is weighted more heavily than the Investment and Service Test in the overall rating.

Appendix C: Market Profiles for Full-Scope Areas

State of Texas

Houston TX AA

Demographic Information for Full-Scope Area: Houston TX AA						
Demographic Characteristics	#	Low % of #	Moderate % of #	Middle % of #	Upper % of #	NA* % of #
Geographies (Census Tracts/BNAs)	825	14.79	31.27	23.52	30.06	0.36
Population by Geography	4,397,115	11.93	30.02	26.64	31.07	0.33
Owner-Occupied Housing by Geography	870,265	5.28	24.88	28.20	41.64	0.00
Businesses by Geography	373,545	9.88	21.80	23.49	44.75	0.08
Farms by Geography	5,637	6.60	19.87	27.30	46.23	0.00
Family Distribution by Income Level	1,020,616	25.98	17.21	17.38	39.44	0.00
Distribution of Low- and Moderate-Income Families throughout AA Geographies	440,717	20.38	41.69	23.90	14.04	0.00
Median Family Income	= \$63,898	Median Housing Value		= 156,680		
HUD Adjusted Median Family Income for 2015	= \$70,100	Unemployment Rate		= 3.60%		
Households Below the Poverty Level	= 14%					

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

Source: 1990 U.S. Census, and 2015 HUD updated MFI.

The Houston AA is located along the Gulf Coast region in southeastern Texas. Fort Bend, Harris, and Montgomery counties comprise the Houston AA. According to the 2010 census, Houston is the largest city in Harris County. The 2010 census also indicates the Houston AA population totaled 4.3 million, and 25.98 percent of the families in the AA were low-income and 17.21 percent were moderate-income. The bank's AA meets the requirements of the CRA regulation and does not exclude any area, particularly LMI geographies.

The FFIEC Updated MSA Median Family Income in the AA is \$70,100 in 2015. The 2010 census data showed 14.15 percent of families had income below the poverty level.

Competition for financial services is strong. Per the June 30, 2015 FDIC Deposit Market Share Report, Green Bank ranks 20th out of 103 financial institutions in the AA, with less than one percent of the market share. The competition within the AA includes several large nationwide and two regional institutions. The top five competitors, in order of their ranking, are JP Morgan Chase Bank, N.A.; Wells Fargo Bank, N.A.; Bank of America, N.A.; Compass Bank and Amegy Bank, N.A.

Green Bank operates seven branches in the AA as of the end of the evaluation period, all with deposit-taking ATMs. As of June 2015, the bank had \$931 million in deposits in the AA, representing 54.05 percent of total deposits.

Employment and Economic Factors

According to the U.S. Bureau of Labor Statistics reports, the unemployment rate for the AA declined from 5.6 percent as of January 2014 to 4.60 percent as of December 2015. The 2015 national unemployment rate was 5.0 percent and the Texas unemployment rate was 4.50 percent. The U.S. Bureau of Labor Statistics labor force data indicates the leading industries are sales and related services, office and administrative support, and food preparation and servicing related. According to the July 2015 Moody's Economic & Consumer Credit Analytics report, the top five employers in the AA are Wal-Mart Stores, Inc., University of Texas, Insperity (Human Resources and Professional Employer Organization), the H-E-B chain of grocery stores, and National Oilwell Varco. With the decline in unemployment, the economic condition is strong.

Housing

Based on the 2010 census data, owner-occupied units total 52.20 percent of total housing units; occupied rental units comprise 36.17 percent, and vacant units comprise 11.64 percent. Additionally, low-income and moderate-income CTs contained 5.28 percent and 24.88 percent of owner occupied units, respectively. According to the 2010 census data, within LMI CTs, occupied rental units comprised 21.66 percent of units in low-income CTs and 33.38 percent of units in moderate-income CTs.

According to the Federal Housing Finance Agency, the median housing price for first the quarter of 2014 was \$199,770 and increased to \$229,070 in the fourth quarter of 2015.

Dallas, TX AA

Demographic Information for Full-Scope Area: Dallas TX AA						
Demographic Characteristics	#	Low % of #	Moderate % of #	Middle % of #	Upper % of #	NA* % of #
Geographies (Census Tracts/BNAs)	394	9.90	17.51	23.60	48.48	0.51
Population by Geography	1,772,888	9.66	17.43	23.68	49.22	0.00
Owner-Occupied Housing by Geography	385,713	2.51	12.59	22.84	62.05	0.00
Businesses by Geography	201,505	4.31	11.78	23.52	60.02	0.38
Farms by Geography	3,212	3.49	14.10	23.97	58.31	0.12
Family Distribution by Income Level	425,911	19.89	14.24	17.17	48.70	0.00
Distribution of Low- and Moderate-Income Families throughout AA Geographies	145,371	19.59	28.83	26.42	25.16	0.00
Median Family Income	= \$67,175	Median Housing Value		= 213,355		
HUD Adjusted Median Family Income for 2015	= \$70,500	Unemployment Rate		= 3.26%		
Households Below the Poverty Level	= 10%					

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

Source: 1990 U.S. Census, and 2015 HUD updated MFI.

The Dallas AA is the largest inland metropolitan area in the United States commonly referred to as North Texas or North Central Texas. The MSA consists of two Metropolitan Divisions within larger metropolitan areas, Dallas-Plano-Irving and the Fort Worth-Arlington. Dallas and Collin counties comprise the Dallas AA. Dallas is the largest urban center in the MSA and the fourth populous metropolitan area in the United States. According to the 2010 census, the Dallas AA population totaled 1.7 million, and 19.89 percent of the families in the AA were low-income and 14.24 percent were moderate-income. The bank's AA meets the requirements of the CRA regulation and does not exclude any area, particularly LMI geographies.

The FFIEC Updated MSA Median Family Income in the AA is \$70,500 in 2015. The 2010 census data showed 10.21 percent of families had income below the poverty level.

Competition for financial services is strong. Per the June 30, 2015 FDIC Deposit Market Share Report, Green Bank ranks 26th out of 160 financial institutions in the AA, with less than one percent of the market share. The competition within the AA includes several large nationwide and two regional institutions. The top five competitors, in order of their ranking are Bank of America, N.A.; JP Morgan Chase Bank, N.A.; Wells Fargo Bank, N.A.; Texas Capital Bank; and Compass Bank. Green Bank operates six branches in the AA as of the end of the evaluation period, all with deposit-taking ATMs. As of June 2015, the bank had \$871 million in deposits in the AA, representing 42.98 percent of total deposits.

Employment and Economic Factors

According to the U.S. Bureau of Labor Statistics reports, the unemployment rate for the AA declined from 5.6 percent as of January 2014 to 3.60 percent as of December 2015. The 2015 national unemployment rate was 5.0 percent and the Texas unemployment rate was 4.50 percent. The U.S. Bureau of Labor Statistics labor force data indicates the leading industries are government, trade, transportation, utilities, health services, financial activities, professional and business services, leisure and hospitality services. According to the Digital Edition of Destination Dallas-Fort Worth, the top five employers in the AA are American Airlines, Bank of American Corporation, Texas Health Resources, Inc., Dallas ISD, and Baylor Health Care System. With the low level of unemployment, the economic condition is deemed strong.

Housing

Based on the 2010 census data, owner-occupied units comprised 53.65 percent of total housing units; occupied rental units comprised 37.40 percent, and vacant units comprised 8.95 percent. Additionally, low-income and moderate-income CTs contained 2.51 percent and 12.59 percent of owner occupied units, respectively. According to the 2010 census data, within LMI CTs, occupied rental units comprised 19.90 percent of units in low-income CTs and 21.69 percent of units in moderate-income CTs.

According to the Federal Housing Finance Agency, the median housing price for the first quarter of 2014 was \$185,610 and increased to \$219,220 in the fourth quarter of 2015.

State of Kentucky

Jefferson County AA

Demographic Information for Full-Scope Area: Jefferson County KY AA						
Demographic Characteristics	#	Low % of #	Moderate % of #	Middle % of #	Upper % of #	NA* % of #
Geographies (Census Tracts/BNAs)	191	17.80	18.32	33.51	29.84	0.52
Population by Geography	741,096	14.10	15.75	39.07	31.08	0.00
Owner-Occupied Housing by Geography	194,488	7.29	13.28	42.47	36.97	0.00
Businesses by Geography	58,199	15.09	12.99	30.40	41.13	0.40
Farms by Geography	1,206	6.97	11.28	36.98	44.61	0.17
Family Distribution by Income Level	185,069	23.07	17.33	19.85	39.75	0.00
Distribution of Low- and Moderate-Income Families throughout AA Geographies	74,764	24.34	22.11	37.91	15.64	0.00
Median Family Income	= \$60,164	Median Housing Value		= 159,265		
HUD Adjusted Median Family Income for 2015	= \$65,400	Unemployment Rate		= 4.46%		
Households Below the Poverty Level	= 15%					

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

Source: 1990 U.S. Census, and 2015 HUD updated MFI.

The Jefferson AA is the 43rd largest MSA in the United States, commonly referred to as the Louisville metropolitan area or Kentuckiana. The primary city is Louisville, 30th most populous in the United States and largest in the Commonwealth of the state. The MSA also contains several counties located in Indiana. Jefferson County, the most populous in Kentucky comprises the Jefferson AA. The 2010 census indicates the Jefferson AA population totaled 741 thousand, and 23.07 percent of the families in the AA were low-income and 17.33 percent were moderate-income. The bank's AA meets the requirements of the CRA regulation and does not exclude any area, particularly LMI geographies.

The FFIEC Updated MSA Median Family Income in the AA is \$64,500 in 2015. The 2010 census data showed 14.75 percent of families had income below the poverty level.

Competition for financial services is strong. Per the June 30, 2015 FDIC Deposit Market Share Report, Green Bank ranks 39th out of 41 financial institutions in the AA, with less than one percent of the market share. The competition within the AA includes one large nationwide and four regional institutions. The top five competitors, in order of their ranking are PNC Bank, N.A.; JP Morgan Chase Bank, N.A.; Fifth Third Bank; Republic Bank & Trust Company; and Stock Yards Bank & Trust. Green Bank operates one branch in the AA which includes a deposit-taking ATM. As of June 2015, the bank had \$18 thousand in deposits in the AA, representing less than 0.93 of total deposits.

Employment and Economic Factors

According to the U.S. Bureau of Labor Statistics reports, the unemployment rate for the AA declined from 5.3 percent as of January 2014 to 4.7 percent as of December 2015. The 2015 national unemployment rate was 5.0 percent and the Kentucky unemployment rate was 5.0 percent. The U.S. Bureau of Labor Statistics labor force data indicates the leading industries are trade, transportation, utilities, professional and business services, education, health services and government. According to the Louisville Business First Journal online edition, the top five employers in the AA are the United Parcel Service, Humana Inc., Norton Healthcare Inc., Amazon.com LLC, and Ford Motor Company. With the decline in unemployment, economic conditions is deemed strong.

Housing

Based on the 2010 census data, owner-occupied units comprised 53.65 percent of total housing units, occupied rental units comprised 58.21 percent, and vacant units comprised 10.04 percent. Additionally, low-income and moderate-income CTs contained 7.29 percent and 13.28 percent of owner occupied units, respectively. According to the 2010 census data, within LMI CTs, occupied rental units comprised 26.20 percent of units in low-income CTs and 21.31 percent of units in moderate-income CTs.

According to the Federal Housing Finance Agency, the median housing price for the first quarter of 2014 was \$286,050 and increased to \$307,870 in the fourth quarter of 2015.

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 Texas

Table 1. Lending Volume

LENDING VOLUME		Geography: TEXAS						Evaluation Period: January 1, 2014 to December 31, 2015				
MA/Assessment Area:	% of Rated Area Loans (#) in MA/AA*	Home Mortgage		Small Loans to Businesses		Small Loans to Farms		Community Development Loans**		Total Reported Loans		% of Rated Area Deposits in MA/AA***
		#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	#	\$(000's)	
Full Review:												
Houston AA	51.70	90	137,930	290	95,860	0	0	36	121,356	380	233,790	54.56
Dallas AA	32.52	74	34,935	165	51,979	0	0	2	5,500	239	86,914	43.38
Limited Review:												
Austin AA	12.93	27	26,839	68	18,368	0	0	0	0	95	45,207	0.00

* Loan Data as of December 31, 2015. Rated area refers to either the state or multi-state MA rating area.

** The evaluation period for Community Development Loans is 07/29/13 to 07/18/16.

*** Deposit Data as of 06/30/15. Rated Area refers to either the state, multi-state MA, or institution, as appropriate.

Table 2. Geographic Distribution of Home Purchase Loans

Geographic Distribution: HOME PURCHASE		Geography: TEXAS					Evaluation Period: January 1, 2014 to December 31, 2015					Market Share (%) by Geography*				
MA/Assessment Area:	Total Home Purchase Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies							
	#	% of Total**	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	Overall	Low	Mod	Mid	Upp	
Full Review:																
Houston AA	49	48.51	5.28	6.12	24.88	6.12	28.20	16.33	41.64	71.43	0.03	0.00	0.02	0.02	0.04	
Dallas AA	30	29.70	2.51	6.67	12.59	30.00	22.84	6.67	62.06	56.67	0.02	0.00	0.00	0.03	0.02	
Limited Review:																
Austin AA	13	12.87	7.56	7.69	19.66	15.38	26.78	23.08	45.99	53.85	0.04	0.06	0.00	0.03	0.05	

* Based on 2014 Peer Mortgage Data

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

*** Percentage of Owner Occupied Units is the number of owner occupied housing units in a particular geography divided by the number of owner occupied housing units in the area based on 2010 Census information.

Table 3. Geographic Distribution of Home Improvement Loans

Geographic Distribution: HOME IMPROVEMENT			Geography: TEXAS				Evaluation Period: January 1, 2014 to December 31, 2015					Market Share (%) by Geography*				
MA/Assessment Area:	Total Home Improvement Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Overall	Low	Mod	Mid	Upp	
	#	% of Total**	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans						
Full Review:																
Houston AA	1	25.00	5.28	0.00	24.88	0.00	28.20	0.00	41.64	100.00	0.00	0.00	0.00	0.00	0.00	
Dallas AA	0	0.00	2.51	0.00	12.59	0.00	22.84	0.00	62.06	0.00	0.00	0.00	0.00	0.00	0.00	
Limited Review:																
Austin AA	3	75.00	7.56	0.00	19.66	0.00	26.78	66.67	45.99	33.33	0.18	0.00	0.00	0.42	0.11	

* Based on 2014 Peer Mortgage Data.

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

*** Percentage of Owner Occupied Units is the number of owner occupied housing units in a particular geography divided by number of owner occupied housing units in the area based on 2010 Census information.

Table 4. Geographic Distribution of Home Mortgage Refinance Loans

Geographic Distribution: HOME MORTGAGE REFINANCE												Geography: TEXAS				Evaluation Period: January 1, 2014 to December 31, 2015				
MA/Assessment Area:	Total Home Mortgage Refinance Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*									
	#	% of Total**	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	Overall	Low	Mod	Mid	Upp					
Full Review:																				
Houston AA	12	18.18	5.28	8.33	24.88	25.00	28.20	8.33	41.64	58.33	0.01	0.19	0.03	0.00	0.01					
Dallas AA	35	53.03	2.51	2.86	12.59	8.57	22.84	5.71	62.06	82.86	0.01	0.00	0.00	0.03	0.01					
Limited Review:																				
Austin AA	7	10.61	7.56	14.29	19.66	0.00	26.78	28.57	45.99	57.14	0.06	0.14	0.00	0.07	0.06					

* Based on 2014 Peer Mortgage Data

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

*** Percentage of Owner Occupied Units is the number of owner occupied housing units in a particular geography divided by number of owner occupied housing units in the area based on 2010 Census information.

Table 5. Geographic Distribution of Multifamily Loans

Geographic Distribution: MULTIFAMILY		Geography: TEXAS					Evaluation Period: January 1, 2014 to December 31, 2015					Market Share (%) by Geography*				
MA/Assessment Area:	Total Multifamily Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies							
	#	% of Total**	% of MF Units***	% BANK Loans	% MF Units***	% BANK Loans	% MF Units***	% BANK Loans	% MF Units***	% BANK Loans	Overall	Low	Mod	Mid	Upp	
Full Review:																
Houston AA	28	68.29	24.39	35.71	32.01	39.29	20.05	10.71	23.54	14.29	4.64	7.35	5.77	2.33	3.08	
Dallas AA	9	21.95	24.26	22.22	20.53	22.22	25.35	11.11	29.86	44.44	1.40	1.49	3.57	0.00	0.00	
Limited Review:																
Austin AA	4	9.76	27.03	50.00	25.27	0.00	25.52	50.00	22.18	0.00	2.70	5.88	0.00	3.57	0.00	

* Based on 2014 Peer Mortgage Data.

** Multifamily loans originated and purchased in the MA/AA as a percentage of all multifamily loans originated and purchased in the rated area.

*** Percentage of multifamily units is the number of multifamily housing units in a particular geography divided by number of multifamily housing units in the area based on 2010 Census information.

Table 6. Geographic Distribution of Small Loans to Businesses

Geographic Distribution: SMALL LOANS TO BUSINESSES			Geography: TEXAS				Evaluation Period: January 1, 2014 to December 31, 2015					Market Share (%) by Geography*				
MA/Assessment Area:	Total Small Business Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Overall	Low	Mod	Mid	Upp	
	#	% of Total**	% of Businesses***	% BANK Loans	% of Businesses***	% BANK Loans	% of Businesses***	% BANK Loans	% of Businesses***	% BANK Loans						
Full Review:																
Houston AA	290	55.56	9.88	11.03	21.80	18.62	23.49	21.03	44.75	49.31	0.18	0.27	0.14	0.17	0.19	
Dallas AA	164	31.42	4.31	3.66	11.78	15.85	23.52	34.15	60.02	46.34	0.19	0.18	0.18	0.19	0.19	
Limited Review:																
Austin AA	68	13.03	8.69	14.71	16.56	22.06	22.68	4.41	51.95	58.82	0.16	0.17	0.18	0.07	0.20	

* Based on 2014 Peer Small Business Data: US.

** 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 2015.

Table 7. Geographic Distribution of Small Loans to Farms

Geographic Distribution: SMALL LOANS TO FARMS												Geography: TEXAS		Evaluation Period: January 1, 2014 to December 31, 2015				
MA/Assessment Area:	Total Small Farm Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*							
	#	% of Total**	% of Farms***	% BANK Loans	% of Farms***	% BANK Loans	% of Farms***	% BANK Loans	% of Farms***	% BANK Loans	Overall	Low	Mod	Mid	Upp			
Full Review:																		
Houston AA	0	0.00	6.60	0.00	19.87	0.00	27.30	0.00	46.23	0.00	0.00	0.00	0.00	0.00	0.00			
Dallas AA	0	0.00	3.49	0.00	14.10	0.00	23.97	0.00	58.31	0.00	0.00	0.00	0.00	0.00	0.00			
Limited Review:																		
Austin AA	0	0.00	6.80	0.00	19.90	0.00	23.30	0.00	50.00	0.00	0.00	0.00	0.00	0.00	0.00			

* Based on 2014 Peer Small Business Data: US.

** 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 2015.

Table 8. Borrower Distribution of Home Purchase Loans

Borrower Distribution: HOME PURCHASE		Geography: TEXAS					Evaluation Period: January 1, 2014 to December 31, 2015					Market Share*				
MA/Assessment Area:	Total Home Purchase Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Market Share*					
	#	% of Total**	% Families***	% BANK Loans****	% Families***	% BANK Loans****	% Families***	% BANK Loans****	% Families***	% BANK Loans****	Overall	Low	Mod	Mid	Upp	
Full Review:																
Houston AA	49	48.51	25.98	0.00	17.21	3.03	17.38	9.09	39.44	87.88	0.03	0.00	0.01	0.01	0.04	
Dallas AA	30	29.70	19.89	0.00	14.24	9.09	17.17	4.55	48.70	86.36	0.02	0.00	0.03	0.02	0.02	
Limited Review:																
Austin AA	13	12.87	24.61	0.00	16.96	0.00	17.60	0.00	40.83	100.00	0.03	0.00	0.00	0.00	0.06	

* Based on 2014 Peer Mortgage Data.

** 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 2010 Census information.

**** As a percentage of loans with borrower income information available. No information was available for 26.7% of loans originated and purchased by Bank.

Table 9. Borrower Distribution of Home Improvement Loans

Borrower Distribution: HOME IMPROVEMENT		Geography: TEXAS					Evaluation Period: January 1, 2014 to December 31, 2015					Market Share*				
MA/Assessment Area:	Total Home Improvement Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers							
	#	% of Total**	% Families***	% BANK Loans****	% Families***	% BANK Loans****	% Families***	% BANK Loans****	% Families***	% BANK Loans****	Overall	Low	Mod	Mid	Upp	
Full Review:																
Houston AA	1	25.00	25.98	0.00	17.21	0.00	17.38	0.00	39.44	100.00	0.00	0.00	0.00	0.00	0.00	
Dallas AA	0	0.00	19.89	0.00	14.24	0.00	17.17	0.00	48.70	0.00	0.00	0.00	0.00	0.00	0.00	
Limited Review:																
Austin AA	3	75.00	24.61	0.00	16.96	0.00	17.60	0.00	40.83	100.00	0.12	0.00	0.00	0.00	0.20	

* Based on 2014 Peer Mortgage Data.

** 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 2010 Census information.

**** As a percentage of loans with borrower income information available. No information was available for 25.0% of loans originated and purchased by Bank.

Table 10. Borrower Distribution of Home Mortgage Refinance Loans

Borrower Distribution: HOME MORTGAGE REFINANCE			Geography: TEXAS				Evaluation Period: January 1, 2014 to December 31, 2015					Market Share*				
MA/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****	% Families***	% BANK Loans****	% Families***	% BANK Loans****	% Families***	% BANK Loans****						
Full Review:																
Houston AA	12	18.18	25.98	0.00	17.21	0.00	17.38	10.00	39.44	90.00	0.01	0.00	0.00	0.02	0.02	
Dallas AA	35	53.03	19.89	0.00	14.24	0.00	17.17	4.00	48.70	96.00	0.01	0.00	0.00	0.00	0.01	
Limited Review:																
Austin AA	7	10.61	24.61	0.00	16.96	0.00	17.60	0.00	40.83	100.00	0.05	0.00	0.00	0.00	0.08	

* Based on 2014 Peer Mortgage Data.

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

*** Percentage of Families is based on the 2010 Census information.

**** As a percentage of loans with borrower income information available. No information was available for 21.2% of loans originated and purchased by Bank.

Table 11. Borrower Distribution of Small Loans to Businesses

Borrower Distribution: SMALL LOANS TO BUSINESSES		Geography: TEXAS			Evaluation Period: January 1, 2014 to December 31, 2015				
MA/Assessment Area:	Total Small Loans to Businesses		Businesses With Revenues of \$1 million or less		Loans by Original Amount Regardless of Business Size			Market Share*	
	#	% of Total**	% of Businesses***	% 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:									
Houston AA	290	55.45	78.09	48.28	31.03	21.38	47.59	0.18	0.22
Dallas AA	165	31.55	78.20	57.58	32.12	22.42	45.45	0.19	0.21
Limited Review:									
Austin AA	68	13.00	77.47	41.18	39.71	25.00	35.29	0.16	0.14

* Based on 2014 Peer Small Business Data: US.

** 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 - 2015).

**** 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 2.10% of small loans to businesses originated and purchased by the Bank.

Table 14. Qualified Investments

QUALIFIED INVESTMENTS									
Geography: TEXAS					Evaluation Period: July 29, 2013 to July 18, 2016				
MA/Assessment Area:	Prior Period Investments*		Current Period Investments		Total Investments			Unfunded Commitments**	
	#	\$(000's)	#	\$(000's)	#	\$(000's)	% of Total	#	\$(000's)
Full Review:									
Houston AA	5	1,620	19	587	24	2,207	22.16	0	0
Dallas AA	0	0	16	3,323	16	3,323	33.36	0	0
Broader Regional Area	0	0	2	334	2	334	3.35	1	191
Texas-Statewide	0	0	1	25	1	25	0.25	0	0
Limited Review:									
Austin AA	4	4,070	0	0	4	4,071	40.87	0	0

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

** 'Unfunded Commitments' means legally binding investment commitments that are tracked and recorded by the institution's financial reporting system.

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

DISTRIBUTION OF BRANCH DELIVERY SYSTEM AND BRANCH OPENINGS/CLOSINGS Geography: TEXAS										Evaluation Period: July 29, 2013 to July 18, 2016							
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:																	
Houston AA	54.56	7	50.00	0	14.29	0	85.71	0	2	0	0	0	-2	11.93	30.02	26.64	31.07
Dallas AA	43.39	6	42.86	0	0	16.67	83.33	2	1	-1	0	0	2	9.66	17.43	23.68	49.22
Limited Review:																	
Austin AA	2.06	1	7.14	0	0	0	100	0	0	0	0	0	0	17.49	24.43	24.39	33.46

Table 1. Lending Volume

LENDING VOLUME		Geography: TEXAS						Evaluation Period: January 1, 2013 to December 31, 2013				
MA/Assessment Area:	% of Rated Area Loans (#) in MA/AA*	Home Mortgage		Small Loans to Businesses		Small Loans to Farms		Community Development Loans**		Total Reported Loans		% of Rated Area Deposits in MA/AA***
		#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	#	\$(000's)	
Full Review:												
Houston AA	62.96	47	44,492	174	60,409	0	0	8	12,518	221	104,901	0.00
Dallas AA	15.38	7	10,010	47	13,842	0	0	2	9,250	54	23,852	0.00
Limited Review:												
Austin AA	21.65	32	20,657	44	11,358	0	0	1	1,873	76	32,015	0.00

* Loan Data as of December 31, 2013. Rated area refers to either the state or multi-state MA rating area.

** The evaluation period for Community Development Loans is 07/29/13 to 07/18/16.

*** Deposit Data as of [Date]. Rated Area refers to either the state, multi-state MA, or institution, as appropriate.

Table 2. Geographic Distribution of Home Purchase Loans

Geographic Distribution: HOME PURCHASE		Geography: TEXAS					Evaluation Period: January 1, 2013 to December 31, 2013					Market Share (%) by Geography*				
MA/Assessment Area:	Total Home Purchase Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*					
	#	% of Total**	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	Overall	Low	Mod	Mid	Upp	
Full Review:																
Houston AA	25	44.64	5.28	0.00	24.88	4.00	28.20	12.00	41.64	84.00	0.03	0.00	0.01	0.01	0.05	
Dallas AA	3	5.36	2.51	0.00	12.59	66.67	22.84	0.00	62.06	33.33	0.01	0.00	0.06	0.00	0.00	
Limited Review:																
Austin AA	28	50.00	7.56	7.14	19.66	10.71	26.78	17.86	45.99	64.29	0.10	0.13	0.06	0.07	0.13	

* Based on 2013 Peer Mortgage Data

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

*** Percentage of Owner Occupied Units is the number of owner occupied housing units in a particular geography divided by the number of owner occupied housing units in the area based on 2010 Census information.

Table 3. Geographic Distribution of Home Improvement Loans

Geographic Distribution: HOME IMPROVEMENT			Geography: TEXAS				Evaluation Period: January 1, 2013 to December 31, 2013					Market Share (%) by Geography*				
MA/Assessment Area:	Total Home Improvement Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Overall	Low	Mod	Mid	Upp	
	#	% of Total**	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans						
Full Review:																
Houston AA	1	50.00	5.28	0.00	24.88	0.00	28.20	0.00	41.64	100.00	0.03	0.00	0.00	0.00	0.05	
Dallas AA	0	0.00	2.51	0.00	12.59	0.00	22.84	0.00	62.06	0.00	0.00	0.00	0.00	0.00	0.00	
Limited Review:																
Austin AA	1	50.00	7.56	0.00	19.66	0.00	26.78	0.00	45.99	100.00	0.13	0.00	0.00	0.00	0.26	

* Based on 2013 Peer Mortgage Data.

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

*** Percentage of Owner Occupied Units is the number of owner occupied housing units in a particular geography divided by number of owner occupied housing units in the area based on 2010 Census information.

Table 4. Geographic Distribution of Home Mortgage Refinance Loans

Geographic Distribution: HOME MORTGAGE REFINANCE												Geography: TEXAS				Evaluation Period: January 1, 2013 to December 31, 2013				
MA/Assessment Area:	Total Home Mortgage Refinance Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*									
	#	% of Total**	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	Overall	Low	Mod	Mid	Upp					
Full Review:																				
Houston AA	6	60.00	5.28	0.00	24.88	16.67	28.20	0.00	41.64	83.33	0.01	0.00	0.01	0.00	0.01					
Dallas AA	2	20.00	2.51	50.00	12.59	0.00	22.84	0.00	62.06	50.00	0.01	0.19	0.00	0.00	0.00					
Limited Review:																				
Austin AA	2	20.00	7.56	0.00	19.66	0.00	26.78	50.00	45.99	50.00	0.01	0.00	0.00	0.02	0.01					

* Based on 2013 Peer Mortgage Data

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

*** Percentage of Owner Occupied Units is the number of owner occupied housing units in a particular geography divided by number of owner occupied housing units in the area based on 2010 Census information.

Table 5. Geographic Distribution of Multifamily Loans

Geographic Distribution: MULTIFAMILY		Geography: TEXAS					Evaluation Period: January 1, 2013 to December 31, 2013					Market Share (%) by Geography*				
MA/Assessment Area:	Total Multifamily Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies							
	#	% of Total**	% of MF Units***	% BANK Loans	% MF Units***	% BANK Loans	% MF Units***	% BANK Loans	% MF Units***	% BANK Loans	Overall	Low	Mod	Mid	Upp	
Full Review:																
Houston AA	15	83.33	24.39	20.00	32.01	20.00	20.05	46.67	23.54	13.33	4.31	4.76	2.65	9.09	2.11	
Dallas AA	2	11.11	24.26	100.00	20.53	0.00	25.35	0.00	29.86	0.00	1.03	3.85	0.00	0.00	0.00	
Limited Review:																
Austin AA	1	5.56	27.03	100.00	25.27	0.00	25.52	0.00	22.18	0.00	0.88	3.13	0.00	0.00	0.00	

* Based on 2013 Peer Mortgage Data.

** Multifamily loans originated and purchased in the MA/AA as a percentage of all multifamily loans originated and purchased in the rated area.

*** Percentage of multifamily units is the number of multifamily housing units in a particular geography divided by number of multifamily housing units in the area based on 2010 Census information.

Table 6. Geographic Distribution of Small Loans to Businesses

Geographic Distribution: SMALL LOANS TO BUSINESSES												Geography: TEXAS		Evaluation Period: January 1, 2013 to December 31, 2013				
MA/Assessment Area:	Total Small Business Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*							
	#	% of Total**	% of Businesses***	% BANK Loans	% of Businesses***	% BANK Loans	% of Businesses**	% BANK Loans	% of Businesses***	% BANK Loans	Overall	Low	Mod	Mid	Upp			
Full Review:																		
Houston AA	173	65.53	10.00	16.18	22.37	13.87	23.35	21.97	44.21	47.98	0.22	0.32	0.13	0.23	0.24			
Dallas AA	47	17.80	4.36	0.00	11.49	10.64	24.31	29.79	59.46	59.57	0.10	0.12	0.08	0.11	0.10			
Limited Review:																		
Austin AA	44	16.67	8.77	6.82	16.41	22.73	22.63	6.82	52.09	63.64	0.19	0.10	0.30	0.06	0.23			

* Based on 2013 Peer Small Business Data: US.

** 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 2013.

Table 7. Geographic Distribution of Small Loans to Farms

Geographic Distribution: SMALL LOANS TO FARMS												Geography: TEXAS		Evaluation Period: January 1, 2013 to December 31, 2013				
MA/Assessment Area:	Total Small Farm Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*							
	#	% of Total**	% of Farms***	% BANK Loans	% of Farms***	% BANK Loans	% of Farms***	% BANK Loans	% of Farms***	% BANK Loans	Overall	Low	Mod	Mid	Upp			
Full Review:																		
Houston AA	0	0.00	6.61	0.00	21.13	0.00	28.05	0.00	44.20	0.00	0.00	0.00	0.00	0.00	0.00			
Dallas AA	0	0.00	3.78	0.00	13.85	0.00	24.39	0.00	57.80	0.00	0.00	0.00	0.00	0.00	0.00			
Limited Review:																		
Austin AA	0	0.00	7.07	0.00	20.17	0.00	23.77	0.00	48.95	0.00	0.00	0.00	0.00	0.00	0.00			

* Based on 2013 Peer Small Business Data: US.

** 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 2013.

Table 8. Borrower Distribution of Home Purchase Loans

Borrower Distribution: HOME PURCHASE		Geography: TEXAS					Evaluation Period: January 1, 2013 to December 31, 2013					Market Share*				
MA/Assessment Area:	Total Home Purchase Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Market Share*					
	#	% of Total**	% Families***	% BANK Loans****	% Families***	% BANK Loans****	% Families***	% BANK Loans****	% Families***	% BANK Loans****	Overall	Low	Mod	Mid	Upp	
Full Review:																
Houston AA	25	44.64	25.98	0.00	17.21	0.00	17.38	0.00	39.44	100.00	0.03	0.00	0.00	0.00	0.05	
Dallas AA	3	5.36	19.89	0.00	14.24	0.00	17.17	0.00	48.70	100.00	0.01	0.00	0.00	0.00	0.01	
Limited Review:																
Austin AA	28	50.00	24.61	0.00	16.96	0.00	17.60	0.00	40.83	100.00	0.07	0.00	0.00	0.00	0.12	

* Based on 2013 Peer Mortgage Data.

** 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 2010 Census information.

**** As a percentage of loans with borrower income information available. No information was available for 26.8% of loans originated and purchased by Bank.

Table 9. Borrower Distribution of Home Improvement Loans

Borrower Distribution: HOME IMPROVEMENT		Geography: TEXAS					Evaluation Period: January 1, 2013 to December 31, 2013					Market Share*				
MA/Assessment Area:	Total Home Improvement Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers							
	#	% of Total**	% Families***	% BANK Loans****	% Families***	% BANK Loans****	% Families***	% BANK Loans****	% Families***	% BANK Loans****	Overall	Low	Mod	Mid	Upp	
Full Review:																
Houston AA	1	50.00	25.98	0.00	17.21	0.00	17.38	0.00	39.44	100.00	0.03	0.00	0.00	0.00	0.05	
Dallas AA	0	0.00	19.89	0.00	14.24	0.00	17.17	0.00	48.70	0.00	0.00	0.00	0.00	0.00	0.00	
Limited Review:																
Austin AA	1	50.00	24.61	0.00	16.96	0.00	17.60	0.00	40.83	100.00	0.14	0.00	0.00	0.00	0.24	

* Based on 2013 Peer Mortgage Data.

** 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 2010 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.

Table 11. Borrower Distribution of Small Loans to Businesses

Borrower Distribution: SMALL LOANS TO BUSINESSES		Geography: TEXAS			Evaluation Period: January 1, 2013 to December 31, 2013				
MA/Assessment Area:	Total Small Loans to Businesses		Businesses With Revenues of \$1 million or less		Loans by Original Amount Regardless of Business Size			Market Share*	
	#	% of Total**	% of Businesses***	% 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:									
Houston AA	174	65.66	71.15	34.48	24.71	22.99	52.30	0.22	0.18
Dallas AA	47	17.74	70.90	72.34	31.91	23.40	44.68	0.10	0.12
Limited Review:									
Austin AA	44	16.60	69.39	45.45	34.09	38.64	27.27	0.19	0.19

* Based on 2013 Peer Small Business Data: US.

** 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 - 2013).

**** Small loans to businesses with revenues of \$1 million or less as a percentage of all loans reported as small loans to businesses. No information was available for 1.13% of small loans to businesses originated and purchased by the Bank.

Table 1. Lending Volume

LENDING VOLUME		Geography: KENTUCKY						Evaluation Period: January 1, 2014 to December 31, 2015				
MA/Assessment Area:	% of Rated Area Loans (#) in MA/AA*	Home Mortgage		Small Loans to Businesses		Small Loans to Farms		Community Development Loans**		Total Reported Loans		% of Rated Area Deposits in MA/AA***
		#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	#	\$(000's)	
Full Review:												
Jefferson County KY	2.86	21	3,167	0	0	0	0	0	0	21	3,167	0.00
Limited Review:												

* Loan Data as of December 31, 2015. Rated area refers to either the state or multi-state MA rating area.

** The evaluation period for Community Development Loans is 07/29/13 to 07/18/16.

*** Deposit Data as of 06/30/15. Rated Area refers to either the state, multi-state MA, or institution, as appropriate.

Table 11. Borrower Distribution of Small Loans to Businesses

Borrower Distribution: SMALL LOANS TO BUSINESSES		Geography: KENTUCKY			Evaluation Period: January 1, 2014 to December 31, 2015				
MA/Assessment Area:	Total Small Loans to Businesses		Businesses With Revenues of \$1 million or less		Loans by Original Amount Regardless of Business Size			Market Share*	
	#	% of Total**	% of Businesses***	% 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:									
Jefferson County KY	0	0.00	75.79	0.00	0.00	0.00	0.00	0.01	0.00
Limited Review:									

* Based on 2014 Peer Small Business Data: US.

** 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 - 2015).

**** 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 2.10% of small loans to businesses originated and purchased by the Bank.

Table 14. Qualified Investments

QUALIFIED INVESTMENTS									
Geography: KENTUCKY									
Evaluation Period: July 29, 2013 to July 18, 2016									
MA/Assessment Area:	Prior Period Investments*		Current Period Investments		Total Investments			Unfunded Commitments**	
	#	\$(000's)	#	\$(000's)	#	\$(000's)	% of Total	#	\$(000's)
Full Review:									
Jefferson County KY	0	0	4	3,110	4	3,110	100	0	0
Limited Review:									

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

** 'Unfunded Commitments' means legally binding investment commitments that are tracked and recorded by the institution's financial reporting system.

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

DISTRIBUTION OF BRANCH DELIVERY SYSTEM AND BRANCH OPENINGS/CLOSINGS Geography: KENTUCKY																	Evaluation Period: January 1, 2013 to December 31, 2015			
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:																				
Jefferson AA	100	1	100	0	100	0	0	1	0	0	1	0	0	14.10	15.75	39.07	31.08			
Limited Review:																				

Table 1. Lending Volume

LENDING VOLUME		Geography: KENTUCKY						Evaluation Period: January 1, 2013 to December 31, 2013				
MA/Assessment Area:	% of Rated Area Loans (#) in MA/AA*	Home Mortgage		Small Loans to Businesses		Small Loans to Farms		Community Development Loans**		Total Reported Loans		% of Rated Area Deposits in MA/AA***
		#	\$(000's)	#	\$(000's)	#	\$(000's)	#	\$(000's)	#	\$(000's)	
Full Review:												
Jefferson County KY	0.00	0	0	0	0	0	0	0	0	0	0	0.00
Limited Review:												

* Loan Data as of December 31, 2013. Rated area refers to either the state or multi-state MA rating area.

** The evaluation period for Community Development Loans is 07/29/13 to 07/18/16.

*** Deposit Data as of 06/30/15. Rated Area refers to either the state, multi-state MA, or institution, as appropriate.

Table 11. Borrower Distribution of Small Loans to Businesses

Borrower Distribution: SMALL LOANS TO BUSINESSES		Geography: KENTUCKY			Evaluation Period: January 1, 2013 to December 31, 2013				
MA/Assessment Area:	Total Small Loans to Businesses		Businesses With Revenues of \$1 million or less		Loans by Original Amount Regardless of Business Size			Market Share*	
	#	% of Total**	% of Businesses***	% 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:									
Jefferson County KY	0	0.00	70.88	0.00	0.00	0.00	0.00	0.00	0.00
Limited Review:									

* Based on 2013 Peer Small Business Data: US.

** 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 - 2013).

**** 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.

Table 14. Qualified Investments

QUALIFIED INVESTMENTS									
		Geography: KENTUCKY				Evaluation Period: July 29, 2013 to July 18, 2016			
MA/Assessment Area:	Prior Period Investments*		Current Period Investments		Total Investments			Unfunded Commitments**	
	#	\$(000's)	#	\$(000's)	#	\$(000's)	% of Total	#	\$(000's)
Full Review:									
Jefferson County KY	0	0	4	3,110	4	3110	100	0	0
Limited Review:									

* 'Prior Period Investments' means investments made in a previous evaluation 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.

