

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP  
ONE MANHATTAN WEST  
NEW YORK, NY 10001

TEL: (212) 735-3000

FAX: (212) 735-2000

www.skadden.com

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DIRECT DIAL  
212.735.3488  
DIRECT FAX  
917.777.3488  
EMAIL ADDRESS  
MARK.CHORAZAK@SKADDEN.COM

December 18, 2025

Office of the Comptroller of the Currency  
400 7th Street, S.W.  
Washington, D.C. 20219

Attention: Sebastian R. Astrada  
Director for Licensing,  
Midsized, Trust, Credit Card, and Novel Banks

RE: Augustus National Bank, National Association:  
Interagency Charter and Federal Deposit Insurance  
Application

Dear Mr. Astrada:

On behalf of the organizers of Augustus National Bank, National Association (the “Organizers”), a proposed *de novo* bank (the “Applicant” or “Bank”), we hereby respectfully submit an interagency charter and federal deposit application (the “Application”) to the Office of the Comptroller of the Currency (the “OCC”), pursuant to 12 U.S.C. §§ 21, 24 (Seventh) and 12 C.F.R. § 5.20. The Application is being simultaneously submitted to the Federal Deposit Insurance Corporation, pursuant to 12 U.S.C. § 1815 and 12 C.F.R. § 303.20-23. The Application is set forth in (a) a Public Exhibits Volume (Volume A), and (b) two Confidential Exhibits Volumes (Volume B and Volume C).

In accordance with 12 C.F.R. § 5.8, public notice of the Application is being published in the *Dallas Morning News*, a newspaper of general circulation in Dallas, Texas, on December 19, 2025. A copy of the form of publication is provided at Public Exhibit 2 of Volume A of the Application. An affidavit of publication will be provided as soon as it is available.

Finally, pursuant to OCC guidance, there is no fee for this filing. Capitalized terms used and not defined herein shall have the meaning provided in the Application.

### **Request for Confidential Treatment**

The Organizers hereby respectfully request confidential treatment for the information included in the confidential portion of these application materials and in any other documents marked “confidential” or for which confidential treatment may otherwise be requested (the “Confidential Material”). The Confidential Material contains highly sensitive, non-public, business, financial, supervisory, and personal information regarding the Organizers, the Bank and its proposed shareholders, directors and officers. The Confidential Material includes information regarding the Bank’s business plans and other related information that is not otherwise available to the public, counterparties, and competitors. Disclosure of the Confidential Material would create a competitive disadvantage for the Bank and the Organizers. If they obtained Confidential Material, competitors and other market participants would be able to develop business and investment strategies to the disadvantage of the parties.

Accordingly, the Confidential Material is exempt from disclosure under the Freedom of Information Act (5 U.S.C. §§ 552(b)(4) and (6)), the OCC’s implementing regulations, and other applicable laws. The Confidential Material may also be exempt from disclosure under other provisions of law. The Organizers request that the OCC notify them of any request for disclosure of the Confidential Material and, prior to any such disclosure, provide the Organizers with an opportunity to respond.

Office of the Comptroller of the Currency  
December 18, 2025  
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We sincerely appreciate your time and consideration with respect to this submission. Should you have any questions or require any additional information, please do not hesitate to contact me at (212) 735-3488 or [mark.chorazak@skadden.com](mailto:mark.chorazak@skadden.com).

Sincerely,

*Mark Chorazak*

Mark Chorazak  
Skadden, Arps, Slate, Meagher & Flom LLP

Cc: J. Mark Love  
Scott J. Jones  
Scott Leifer  
Sandra Macias  
(Federal Deposit Insurance Corporation)

Ferdinand Dabitz  
Julius Ahr  
(Augustus Holding Inc.)

Wendy M. Goldberg  
Melissa Dorow  
(Skadden, Arps, Slate, Meagher & Flom LLP)

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**APPLICATION**  
**to the**  
**OFFICE OF THE COMPTROLLER OF THE CURRENCY**  
**and the**  
**FEDERAL DEPOSIT INSURANCE CORPORATION**  
**to organize**  
**AUGUSTUS NATIONAL BANK, NATIONAL ASSOCIATION**

Volume A  
December 18, 2025

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## **CONTACT INFORMATION**

Mark Chorazak  
Partner  
Skadden, Arps, Slate, Meagher & Flom LLP  
One Manhattan West  
New York, NY 10001  
Tel: 212.735.3488  
Email: [mark.chorazak@skadden.com](mailto:mark.chorazak@skadden.com)

Wendy Goldberg  
Counsel  
Skadden, Arps, Slate, Meagher & Flom LLP  
One Manhattan West  
New York, NY 10001  
Tel: 212.735.3641  
Email: [wendy.goldberg@skadden.com](mailto:wendy.goldberg@skadden.com)



**PUBLIC EXHIBIT 1**

Interagency Charter and Deposit Insurance Application

## CHARTER APPLICATION

(Check all appropriate boxes.)

### Type of Charter

- ☒ National Bank  
☐ State Bank  
☐ Federal Savings Bank or Association  
☐ State Savings Association  
☐ Other

### Special Focus

- ☐ Community Development  
☐ Cash Management  
☐ Trust  
☐ Bankers' Bank  
☐ Credit Card    ☐ Non-CEBA    ☐ CEBA  
☐ Other

For OCC:    ☒ Standard    ☐ Expedited

### Chartering Agency

- ☒ Comptroller of the Currency  
☐ State:

### Type of Insurance Application

- ☒ *De Novo*  
☐ Operating Noninsured Institution  
☐ Other

### Federal Reserve Status

- ☒ Member Bank  
☐ Nonmember Bank

### Proposed Depository Institution (institution)

Augustus National Bank, National Association

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*Name*

TBD

---

*Street*

Dallas

Texas

TBD

---

City

State

Zip Code

### Holding Company Identifying Information (if applicable)

Augustus Holding Inc.

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*Name*

1209 Orange St.

---

*Street*

Wilmington

Delaware

19801

---

City

State

Zip Code

### Contact Persons

Mark Chorazak  
Partner  
Skadden, Arps, Slate, Meagher & Flom LLP  
One Manhattan West  
New York, NY 10001  
Email: mark.chorazak@skadden.com

Wendy Goldberg  
Counsel  
Skadden, Arps, Slate, Meagher & Flom LLP  
One Manhattan West  
New York, NY 10001  
Email: wendy.goldberg@skadden.com

## *CHARTER APPLICATION*

### 1. Overview

- (a) **Provide a brief overview of the application. The overview should describe the institution's business and any special market niche, including the products, market, services, and any nontraditional activities.**

This application relates to a proposal to organize Augustus National Bank, National Association (the "Bank") as a full-service national bank. The Bank will be built, from the ground up, around digital assets and next-generation technology, including artificial intelligence.

The organizers named herein hereby request:

- approval of the Office of the Comptroller of the Currency ("OCC") to organize and operate an insured de novo national bank pursuant to 12 U.S.C. §§ 21, 24 (Seventh) and 12 C.F.R. § 5.20;
- approval of the Federal Deposit Insurance Corporation ("FDIC") to obtain federal deposit insurance pursuant to 12 U.S.C. § 1815, and 12 C.F.R. § 303.20-23; and
- such other approvals or consents as may be deemed necessary in connection with the organization and commencement of operations of the Bank.

The Bank will be a national bank offering deposit, loan, payment, and cryptocurrency products. The Bank will form a wholly owned subsidiary, Juno Moneta LLC (the "Stablecoin Subsidiary"), to provide stablecoin services, including issuance, custody, conversion, and payment of U.S. dollar-denominated, reserve-backed stablecoins. The Bank will serve innovative and high-growth market segments lacking purpose-built deposit and loan products, including digital asset companies, high-net-worth individuals, artificial intelligence companies, technology companies, and international financial institutions. The Bank's product suite will be designed to support additional industries as digital-asset adoption and demand for instant, programmable payments expand. Further details regarding the Bank's proposed business, products and services, and target markets are contained in the confidential business plan (the "Business Plan") included as Confidential Exhibit 1.

The Bank will be wholly owned by Augustus Holding Inc. ("Augustus Holding"), which owns Ivy GmbH ("Ivy Europe"), an existing European business. A list of the Bank's affiliates is included as Confidential Exhibit 2. Augustus Holding will apply to the Board of Governors of the Federal Reserve System to become a bank holding company.

The products that the Bank intends to offer during the three-year de novo period can be grouped into the following main categories:

- Deposit products;
- Lending products;
- Payment services;
- Treasury services;
- BIN sponsorship;
- Stablecoin services, including custody of digital assets, via the Stablecoin Subsidiary; and

- Crypto services.

The Bank's Stablecoin Subsidiary will issue a stablecoin, USDQ, in accordance with the Guiding and Establishing National Innovation for U.S. Stablecoins ("GENIUS") Act. The Stablecoin Subsidiary will hold USDQ on its balance sheet. Additionally, the Bank will hold minimal inventories of digital assets on-balance sheet to fund transaction fees (known as "gas fees") required for stablecoin and crypto payments.<sup>1</sup>

Analysis supporting the legal permissibility of the Bank's proposed activities in support of this goal is included as Confidential Exhibit 3.

The Bank's main office will be in Dallas, Texas, with an additional office in New York, New York, neither of which will be physically accessible to the public to make deposits, receive withdrawals, or borrow money. The Bank will not maintain any branches. The Bank will provide its products and services on a nationwide basis and globally (with respect to certain products and services) from its main office.

**(b) Describe any issues about the permissibility of the proposal with regard to applicable state or federal laws or regulations. Identify any regulatory waiver requests and provide adequate justification.**

The organizers are not aware of any issues relating to the permissibility of the Bank's activities with regard to applicable state or federal laws or regulations. An analysis of the permissibility of the Bank's proposed activities is provided as Confidential Exhibit 3. Additionally, the organizers hereby respectfully request the following waivers or clarifications:

- Clarification that virtual currency used as collateral for the Bank's credit products would qualify as "readily marketable collateral" for purposes of 12 U.S.C. § 84(a)(2).
- A residency waiver of the director residency requirements under 12 U.S.C. § 72 for certain members of the Bank's Board of Directors.
- A citizenship waiver of the director citizenship requirements under 12 U.S.C. § 72 for one member of the Bank's Board of Directors.
- A waiver from the requirement to submit an Interagency Biographical and Financial Report ("IBFR") and an Authorization for Release of Information (and related background check) for one of the Bank's proposed senior executive officers.

Additional detail and analysis supporting the requested waivers is set forth in Confidential Exhibit 4.

**(c) List and provide a copy of all applications filed in conjunction with this proposal, such as applications for holding company, trust powers, branch offices, service corporations, and other subsidiaries.**

The organizers request that the OCC consider the Stablecoin Subsidiary concurrently with this filing. An analysis of the permissibility of the Stablecoin Subsidiary's proposed activities is provided as Confidential Exhibit 3.

Following receipt of Preliminary Conditional Approval from the OCC, the organizers

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<sup>1</sup> The Bank will also accept digital assets as collateral for asset-based loans, but this activity would not be on-balance sheet.

intend to submit an application on Form FR 2083 (an “FRB Membership Application”) to the Federal Reserve Bank of Dallas for the Bank to obtain membership in the Federal Reserve System. A copy of the FRB Membership Application will be provided upon submission to the Federal Reserve Bank of Dallas. In addition, Augustus Holding will file an application with the Federal Reserve to become a bank holding company, and a copy will be provided to the OCC upon submission.

- (d) When available, provide a copy of all public or private offering materials and the proposed form of stock certificate, including any required restrictive legends.**

A description of the Bank’s proposed capital offering process is included in Section 1.1 of the Business Plan. A copy of the proposed form of stock certificate is included as Confidential Exhibit 13.

Copies of final documents relating to the Bank’s capital raise will be provided in a supplemental filing when available.

- (e) Provide a copy of the proposed articles of association, articles of incorporation, or charter, and proposed bylaws.**

Please see Confidential Exhibit 14 for the proposed Articles of Association and Confidential Exhibit 15 for the proposed Bylaws of the Bank.

- (f) Provide a copy of the business plan. The business plan should address, at a minimum, the topics contained in the appropriate regulatory agency’s Business Plan Guidelines.**

The Bank’s Business Plan is included as Confidential Exhibit 1.

## **2. Management**

- (a) Provide a list of the organizers, proposed directors, senior executive officers, and any individual, or group of proposed shareholders acting in concert, that will own or control 10 percent or more of the institution’s stock. For each person listed, attach an Interagency Biographical and Financial Report, a fingerprint card, and indicate all positions and offices currently held or to be held with the institution’s holding company and its affiliates, if applicable. Include the signed “Oath of Director” for each proposed director. For an FSA filing, provide a RB 20a Certification for each person listed.**

A schedule of the Bank’s organizers, proposed directors, senior executive officers, and any individual, or group of proposed shareholders acting in concert, that will own or control 10 percent or more of the Bank’s stock (“Principal Shareholders”) is included as Confidential Exhibit 5. The Bank will be wholly owned by Augustus Holding. A capitalization table for Augustus Holding is included in Confidential Exhibit 5.

Completed IBFRs, Authorizations for Release of Information and Corporate Background and Financial Reports for each of the proposed directors and senior executive officers, and certain Principal Shareholders, are provided in Confidential Volume C. A Corporate Background and Financial Report will be provided in a supplemental filing for Augustus Holding. As soon as practicable following the submission of this application, each of the Bank’s organizers, proposed directors, senior executive officers, and Principal Shareholders will also have their fingerprints taken electronically.

Each of the proposed directors will execute an Oath of Director in the form attached hereto at Public Exhibit 3, at the first board meeting of the Bank, following preliminary conditional approval of this application by the OCC and will be submitted to the OCC

thereafter.

- (b) Describe each proposed director's qualifications and experience to serve and oversee management's implementation of the business plan. Describe the extent, if any, to which directors or major stockholders are or will be involved in the day-to-day management of the institution. Also list the forms of compensation, if any.**

The Bank's proposed directors are respected business leaders with diverse expertise and experience who will contribute to the Bank's strong prospects for success. A brief summary of their qualifications and experience is provided in Confidential Exhibit 6. More detailed information regarding their qualifications and experience is provided in their IBFRs in Confidential Volume C.

Other than Ferdinand Dabitz, the Bank's proposed Chief Executive Officer, and Greg Quarles, the Bank's proposed President, it is not contemplated that any of the other directors or major shareholders will be involved in the day-to-day management of the Bank.

For information regarding the forms of director compensation, please refer to Section 4.1.1 of the Business Plan.

- (c) Provide a list of board committees and members.**

The Bank's Board of Directors will have two committees: an Audit Committee and a Risk and Compliance Committee. All members of the Audit Committee and the Chair of the Risk and Compliance Committee will be independent directors.

For additional information regarding the functions of each board committee, members and chairs, please refer to Section 4.1.2 of the Business Plan. In addition, a draft Audit Committee Charter is provided as Confidential Exhibit 16, and a draft Board Risk Management and Compliance Committee Charter is provided as Confidential Exhibit 17.

- (d) Describe any plans to provide ongoing director education or training.**

The Bank's directors will receive training to ensure that they possess the knowledge required to oversee the Bank effectively. New directors will undergo an orientation program that will include an introduction to the duties and responsibilities of bank directors, interactions with affiliates, and the significance of regulatory compliance. Directors will thereafter participate in periodic director training programs that are tailored to the directors' needs relative to the Business Plan. More information is included in Sections 4.1.1 and 4.4 of the Business Plan.

- (e) Describe each proposed senior executive officer's duties and responsibilities and qualifications and experience to serve in his/her position. If a person has not yet been selected for a key position, list the criteria that will be required in the selection process. Discuss the proposed terms of employment, including compensation and benefits, and attach a copy of all pertinent documents, including an employment contract or compensation arrangement. Provide the aggregate compensation of all officers.**

A description of the duties and responsibilities, qualifications and experience of each proposed senior executive officer is included in Section 4.2.1 of the Business Plan and the biographies provided in Confidential Exhibit 6. More detailed information regarding their respective professional backgrounds is included in their respective IBFRs in Confidential Volume C.

The Bank's senior executive team will consist of experienced managers with a proven

track record and recent real-world operational experience in the financial services industry. The competence, experience, and integrity of the Bank's senior management team contribute to its strong prospects for success.

A summary of the proposed compensation for the Bank's senior executive officers is attached hereto as Confidential Exhibit 7. The form of employment agreement for senior executive officers is attached hereto as Confidential Exhibit 8 and a form of stock plan as Confidential Exhibit 9. Compensation for all senior executive officers will conform with applicable OCC and FDIC rules.

- (f) Describe any potential management interlocking relationships (12 U.S.C. 1467a(h)(2), 3201-3208, or applicable state law) that could occur with the establishment or ownership of the institution. Include a discussion of the permissibility of the interlock with regard to relevant law and regulations or include a request for an exemption.**

The organizers have not identified any interlocking relationships that will be prohibited by the Depository Institution Management Interlocks Act.

- (g) Describe any potential conflicts of interest.**

The organizers are not aware of any conflicts of interest presented by the proposal. Nonetheless, the Board of Directors of the Bank is being structured to include independent members who will be able to address any matters that would require recusal by any conflicted director and/or officer. Additionally, the Bank intends to adopt policies and procedures that will ensure that any conflict of interest is addressed in a timely and appropriate manner, including the Conflicts of Interest Policy attached as Confidential Exhibit IV of the Business Plan, and a Code of Ethics, which will apply to directors, officers, and employees, and will be provided in a supplemental filing when available.

- (h) Describe any transaction, contract, professional fees, or any other type of business relationship involving the institution, the holding company, and its affiliates (if applicable), and any organizer, director, senior executive officer, shareholder owning or controlling 10 percent or more, and other insiders. Include professional services or goods with respect to organizational expenses and bank premises and fixed asset transactions. (Transactions between affiliates of the holding company that do not involve the institution need not be described).**

- 1) State whether the business relationship is made in the ordinary course of business, is made on substantially the same terms as those prevailing at the time for comparable transactions with non-insiders, and does not present more than the normal risk of such transaction or present other unfavorable features.**
- 2) Specify those organizers that approved each transaction and whether the transaction was disclosed to proposed directors and prospective shareholders.**
- 3) Provide all relevant documentation, including contracts, independent appraisals, market valuations, and comparisons.**

The Bank will engage in intercompany services with certain of its affiliates. All affiliate services will be documented in a Corporate Services Agreement defining scope, fees, service levels, reporting, examination and audit access, information security and data protection, data location, business continuity, change management, subcontractor controls, and termination assistance. A copy of the Corporate Services Agreement will

be provided in a supplemental filing. Fees will be benchmarked at least annually to comparable third-party providers. Consistent with OCC guidance, all of the Bank's start-up costs will be disclosed to and approved by the Bank's directors.

Additional details regarding affiliate transactions are included in Section 2.10 of the Business Plan. Any transaction by the Bank with insiders will comply with applicable law and regulation provisions, including Regulation O, Regulation W and Sections 23A and 23B of the Federal Reserve Act. The Bank's Affiliate Transactions Policy is attached as Confidential Exhibit X of the Business Plan.

- (i) Describe all stock benefit plans of the institution and holding company, including stock options, stock warrants, and other similar stock-based compensation plans, for senior executive officers, organizers, directors, and other insiders. Include in the description:**

- 1) The duration limits.**
- 2) The vesting requirements.**
- 3) Transferability restrictions.**
- 4) Exercise price requirements.**
- 5) Rights upon termination.**
- 6) Any "exercise of forfeiture" clause.**
- 7) Number of shares to be issued or covered by the plans.**

**Provide a list of participants, allocation of benefits to each participant, and a copy of each proposed plan. (Plans must conform to applicable regulatory guidelines.)**

Background is provided in Confidential Exhibit 11.

### **3. Capital**

- (a) For each class of stock, provide the number of authorized shares, the number of shares to be issued, par value, voting rights, convertibility features, liquidation rights, and the projected sales price per share. Indicate the amount of net proceeds to be allocated to common stock, paid-in surplus, and other capital segregations.**

For information related to the Bank's capital structure, please see the Bank's Business Plan, included as Confidential Exhibit 1, and its proposed Articles of Association, included as Confidential Exhibit 13. Additional background will be provided supplementally.

- (b) Describe any noncash contributions to capital, and provide supporting documents for assigned values, including an independent evaluation or appraisal.**

It is not contemplated that the Bank will receive any noncash contributions to capital.

- (c) Discuss the adequacy of the proposed capital structure relative to internal and external risks, planned operational and financial assumptions, including technology, branching, and projected organization and operating expenses. Present a thorough justification to support the proposed capital, including any off-balance-sheet activities contemplated. Describe any plans for the payment of dividends.**

In determining the adequacy of the proposed capital structure, the Bank has analyzed the risk attributed, including credit, interest rate, liquidity, and operational risks, and evaluated earnings prospects and performance under stress scenarios. Please see Sections



6.1 and 7.5 of the Business Plan for additional information.

The Bank's leadership will be comprised of a strong management team and directors with proven track records and real-world operational experience with banking and virtual currency-related activities. The competence, experience, and integrity of the Bank's management team and directors will contribute to the Bank's strong prospects for success.

The Bank plans on electing to use the community bank leverage ratio ("CBLR") framework instead of the generally applicable capital rules, as the organizers believe it will meet the CBLR eligibility requirements. Based on the Bank's three-year financial projections, the Bank is projected to operate as a well-capitalized bank throughout the de novo period. In fact, the financial projections contained in Section 7 of the Business Plan reflect capital levels well in excess of well-capitalized banks throughout the de novo period.

There are no plans for the Bank to pay dividends during the three-year de novo period.

For additional information on the adequacy of the Bank's proposed capital structure and proposed transactions to capitalize the Bank, please refer to Sections 1.1, 2.9, 2.11, and 6.1.2 of the Business Plan, the draft Capital Management Policy in Confidential Exhibit III to the Business Plan.

- (d) List all known subscribers to stock. For organizers, directors, 10 percent shareholders, senior executive officers, and other insiders, include the number of shares and anticipated investment and the amount of direct and indirect borrowings to finance the investment. Discuss how any debt will be serviced.**

As noted in response to question 1(a) above, Augustus Holding will be the sole shareholder of the Bank. Please refer to Sections 1.1, 2.9, and 2.11 of the Business Plan for information regarding the Augustus Holding capital raise.

- (e) List recipients and amounts of any fees, commissions, or other considerations in connection with the sale of stock.**

There are no brokers involved in the sale of the Bank stock.

- (f) Indicate whether the institution plans to file for S Corporation tax status.**

The Bank does not plan to file for S Corporation tax status.

#### **4. Convenience and Needs of the Community**

**NOTE: This information must be consistent with the proposed business plan.**

- (a) Market Characteristics**

- 1) Define the intended geographical market area(s). Include a map of the market area, pinpointing the location of proposed bank's offices and offices of competing depository institutions.**

The Bank will initially open an office in Dallas, Texas, which will serve as its main office and headquarters, and an office in New York, New York, neither of which will be physically accessible to the public to make deposits, receive withdrawals, or borrow money. However, as a digital bank with no branch offices, the Bank's business will span the entire geography of the United States. A map showing the location of the Bank's proposed main office and competing depository institutions is provided as Confidential Exhibit 15.

Sections 3.1 and 3.2 of the Business Plan include detailed information regarding the Bank's target market.

- 2) **Describe the competitive factors the institution faces in the proposed market and how the institution will address the convenience and needs of that market to maintain its long-term viability.**

The proposed market includes many companies that will compete with the Bank with respect to certain products or services, but the competitive environment remains fragmented. The Bank recognizes the opportunity to build a platform that is uniquely positioned to serve innovative and high-growth market segments by leveraging stablecoin-native and technology-native infrastructure. A description of how the Bank will differentiate itself against its competitors is included in Section 3.4 of the Business Plan.

- 3) **Discuss the economic environment and the need for the institution in terms of population trends, income, and industry and housing patterns.**

Please refer to the information included in Sections 1.2 and 3.3 of the Business Plan.

**(b) Community Reinvestment Act (CRA) Plan**

**[NOTE: The CRA Plan must be bound separately.]**

- 1) **Identify the assessment area(s) according to the CRA regulations.**
- 2) **Summarize the performance context for the institution based on the factors discussed in the CRA regulations.**
- 3) **Summarize the credit needs of the institution's proposed assessment area(s).**
- 4) **Identify the CRA evaluation test under which the institution proposes to be assessed.**
- 5) **Discuss the institution's programs, products, and activities that will help meet the existing or anticipated needs of its community(ies) under the applicable criteria of the CRA regulation, including the needs of low- and moderate-income geographies and individuals.**

The Bank intends to comply with its CRA obligations through the development of a strategic plan. The Bank will proceed in compliance with OCC Bulletin 2019-39 to request approval of such plan following receipt of OCC Preliminary Conditional Approval of this application. Please see Confidential Exhibit 10 for additional information.

**5. Premises and Fixed Assets**

- (a) **Provide a physical description for permanent premises and discuss whether they will be publicly and handicapped accessible. Indicate the level and type of property insurance to be carried.**

As described above and in the Business Plan, the Bank's main office will be located in Dallas, Texas. The Bank will not have any branches or customer-facing offices, although it intends to establish an office in New York, New York.

The Bank has not yet identified locations for its Dallas, Texas main office or its New York, New York office but will do so prior to opening and will insure the premises of each office at the level required by the landlord. The Bank will ensure that its premises

are handicapped accessible. None of the premises will be publicly accessible, with access to the main office and any other offices restricted to employees and authorized guests.

- (b) If the permanent premises are to be purchased, provide name of seller, purchase price, cost and description of necessary repairs and alterations, and annual depreciation. If the premises are to be constructed, provide the name of the seller, the cost of the land, and the construction costs. Indicate the percentage of the building that will be occupied by the bank. Provide a copy of the appraisal.**

Please see Section 2.9 of the Business Plan. The Bank will provide additional information once available.

- (c) If the permanent premises are to be leased, provide name of owner, terms of the lease, and cost and description of leasehold improvements. Provide a copy of the proposed lease when available.**

The premises for the Bank's proposed main office in Dallas, Texas have not yet been identified. The Bank intends to execute a formal lease for its Dallas, Texas office following Preliminary Conditional Approval of this application. The Bank will provide copies of the executed lease agreements once executed. The Bank intends to lease an office in New York, New York during its first year of operations.

- (d) If temporary quarters are planned, provide a description of interim facility, length of use, lease terms, and other associated commitments and costs.**

No temporary premises are planned.

- (e) State whether proposed premises and fixed asset expenditures conform to applicable statutory limitations.**

The Bank's expenditures on premises and fixed assets are expected to conform to applicable statutory limitations. The estimated costs for the premises and fixed assets are deemed reasonable for the planned equipment and facilities, and details related to these costs are included in Section 4.3 of the Business Plan.

- (f) Outline the security program that will be developed and implemented, including the security devices.**

The Bank will have no physical branches. Please refer to Section 5.7 of the Business Plan for further background.

- (g) Discuss any significant effect the proposal will have on the quality of the human environment. Include in the discussion changes in air and/or water quality, noise levels, energy consumption, congestion of population, solid waste disposal, or environmental integrity of private land within the meaning of the National Environmental Policy Act, 42 U.S.C. 4321 et seq.**

The Bank and its anticipated activities will have no detrimental impact on the quality of the human environment. Specifically, the Bank's operations will not materially change the air and/or water quality, noise levels, energy consumption, congestion of population, solid waste disposal, or environmental integrity of any private land within the meaning of the Natural Environmental Policy Act.

- (h) Describe any plan to establish branches or relocate the main office within the first three years. Any acquisition or operating expenses should be reflected in the financial projections.**

The Bank has no plans to establish branches or relocate its main office within the first three years of the de novo period.

- (j) **Indicate if the establishment of the proposed main office and/or any branch site may affect any district, site, building, structure, or object listed in, or eligible for listing in, the National Register of Historic Places pursuant to the National Historic Preservation Act, 16 U.S.C. 470f. (See the Advisory Council on Historic Preservation at [www.achp.gov](http://www.achp.gov) for the Act and implementing regulations.) Specify how such determination was made:**

- 1) **Consultation with the State Historic Preservation Officer (SHPO) and/or Tribal Historic Preservation Officer (THPO) (when tribal lands or historic properties of significance to a tribe are involved).**
- 2) **Reviewed National Register of Historic Places (see [www.cr.nps.gov/nr](http://www.cr.nps.gov/nr)).**
- 3) **Applied National Register criteria to unlisted properties.**
- 4) **Reviewed historical records.**
- 5) **Contact with preservation organizations.**
- 6) **Other (describe).**

**As appropriate, provide a copy of any documentation of consultation with the SHPO and/or THPO. *You are reminded that if a historic property may be affected, no site preparation, demolition, alterations, construction or renovation may occur without the appropriate regulatory agency's authorization.***

The Bank's proposed main office (and any other office) will not be located in any district, building, structure, or object listed in, or eligible for listing in, the National Register of Historic Places.

## **6. Information Systems**

- (a) **State whether the institution plans to market its products and services (the ability to do transactions or account maintenance) via electronic means. If yes, specifically state the products and services that will be offered via electronic banking or the Internet.**

The Bank expects to market all of its products and services via electronic means through its online banking platform. Background on the products and services that will be offered by the Bank is provided in Sections 2.1-2.8 of the Business Plan.

- (b) **Outline the proposed or existing information systems architecture and any proposed changes or upgrades. The information should describe how: (1) the information system will work within existing technology; (2) the information system is suitable to the type of business in which the institution will engage; (3) the security hardware, software, and procedures will be sufficient to protect the institution from unauthorized tampering or access; and (4) the organizers and directors will allocate sufficient resources to the entire technology plan.**

Please refer to Section 5.1 of the Business Plan for a description of the Bank's proposed information systems architecture.

- (c) **Provide lists or descriptions of the primary systems and flowcharts of the general processes related to the products and services. The level of detail in these system descriptions should be sufficient to enable verification of the cost projections in the *pro formas*.**

Please refer to the Business Plan for descriptions of the primary systems related to the products and services. Detailed technology and process flowcharts and diagrams will be developed as the organizers finalize further infrastructure decisions and provided in a supplemental filing.

- (d) **Estimate the start-up budget for the information systems related to the products and services and the expected annual operating and maintenance costs (including telecommunications, hardware, software, and personnel).**

Please refer to Sections 7.4.2 and 7.4.5 of the Business Plan and the Information Technology Project Plan attached as Confidential Exhibit XVIII to the Business Plan for further information.

- (e) **Describe the physical and logical components of security. Describe the security system and discuss the technologies used and key elements for the security controls, internal controls, and audit procedures. Discuss the types of independent testing the institution will conduct to ensure the integrity of the system and its controls.**

Please refer to Sections 5.2 and 5.7 of the Business Plan for further information.

- (f) **Describe the information security program that will be in place to comply with the “Interagency Guidelines Establishing Standards for Safeguarding Customer Information.”**

The Bank will maintain an information security program in compliance with the “Interagency Guidelines Establishing Standards for Safeguarding Customer Information.” For a description of the Bank’s proposed information security program to safeguard customer information, please refer to Sections 5.2 and 5.7 of the Business Plan.

## 7. Other Information

- (a) **List activities and functions, including data processing, that will be outsourced to third parties, identifying the parties and noting any affiliations. Describe all terms and conditions of the vendor management activities and provide a copy of the proposed agreement when available. Describe the due diligence conducted and the planned oversight and management program of the vendors’ or service providers’ relationships (for general vendor management guidance, see the Appendix of the FFIEC’s guidance, Risk Management of Outsourced Technology Services).**

Please refer to Sections 2.10 and 5.6 of the Business Plan for information regarding the Bank’s proposed outsourcing and third-party relationships.

A description of the terms and conditions of each vendor’s management activities and copies of the proposed agreements, as well as a description of the due diligence conducted, and the planned oversight and management program of such relationships will be provided in a supplemental filing when available.

- (b) **List all planned expenses related to the organization of the institution and include the name of recipient, type of professional service or goods, and amount. Describe how organization expenses will be paid.**

A schedule of projected organizational expenses is provided in Section 7.4.2 of the Business Plan. Organizational expenses will be paid by Ivy Europe or a wholly-owned subsidiary thereof under standard payment terms with the respective service providers. The Bank will not incur or reimburse any affiliate for expenses incurred in advance of opening.

- (c) **Provide evidence that the institution will obtain sufficient fidelity coverage on its**

**officers and employees to conform with generally accepted banking practices.**

The Bank will maintain fidelity coverage on its officers and employees appropriate to conform with generally accepted banking practices, and coverage will be obtained prior to opening. The Bank will also obtain Director and Officer Liability coverage for its directors and senior officers as described in Section 4.5 of the Business Plan.

- (d) If applicable, list names and addresses of all correspondent depository institutions that have been established or are planned.**

The Bank plans to establish correspondent banking relationships with reputable and well capitalized institutions; however, no selections or formal arrangements have been made at this time. The organizers will list the names and addresses of any correspondent depository institution through supplemental filing when any correspondent banking relationships are established.

- (e) Provide a copy of management's policies for loans, investments, liquidity, funds management, interest rate risk, and other relevant policies. Provide a copy of the Bank Secrecy Act program. Contact the appropriate regulatory agencies to discuss the specific timing for submission.**

The Bank will adopt, implement, and maintain policies with respect to each of these key risk management areas, including compliance with the Bank Secrecy Act. Those policies will conform with applicable regulatory guidance. The development of the Bank's written policies is ongoing.

The following draft policies are provided at Confidential Exhibits I through XVII of the Business Plan:

- Asset and Liability Management Policy
- BSA/AML/OFAC Policy
- Capital Management Policy
- Conflicts of Interest Policy
- Investment Policy
- Information Technology Governance Policy
- Liquidity Policy
- Loan Policy
- Audit Policy
- Affiliate Transactions Policy
- Insider Transactions Policy
- Enterprise Risk Management Policy
- Third Party Risk Management Policy
- Virtual Currency Policy
- Compliance Policy
- Model Governance Policy
- Governance Framework and Internal Controls Policy

These policies remain subject to finalization, review, and approval by the Bank's board of directors.

- (f) For Federal Savings Banks or Associations, include information addressing the proposed institution's compliance with qualified thrift lender requirements.**

Not applicable.

- (g) If the institution is, or will be, affiliated with a company engaged in insurance**

**activities that are subject to supervision by a state insurance regulator, provide:**


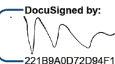

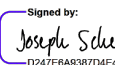

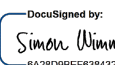
- 1) The name of insurance company**
- 2) A description of the insurance activity that the company is engaged in and has plans to conduct.**
- 3) A list of each state and the lines of business in that state in which the company holds, or will hold, an insurance license. Indicate the state where the company holds a resident license or charter, as applicable.**

Not applicable.

## OCC CERTIFICATION

We, the organizers, certify that the information contained in this application has been examined carefully and is true, correct, and complete, and is current as of the date of this submission. We also certify that any misrepresentations or omissions of material facts with respect to this application, any attachments to it, and any other documents or information provided in connection with the application for the organization of the proposed financial institution and federal deposit insurance may be grounds for denial or revocation of the charter and/or insurance, or grounds for an objection to the undersigned as proposed director(s) or officer(s) of the proposed financial institution, and may subject the undersigned to other legal sanctions, including the criminal sanctions provided for in 18 U.S.C. 1001, 1007, and 1014. We request that examiners be assigned to make any investigations necessary.

We acknowledge that approval of this application is in the discretion of the appropriate federal banking agency or agencies. Actions or communications, whether oral, written, or electronic, by an agency or its employees in connection with this filing, including approval of the application if granted, do not constitute a contract, either express or implied, or any other obligation binding upon the agency, other federal banking agencies, the United States, any other agency or entity of the United States, or any officer or employee of the United States. Such actions or communications will not affect the ability of any federal banking agency to exercise its supervisory, regulatory, or examination powers under applicable law and regulations. We further acknowledge that the foregoing may not be waived or modified by any employee or agent of a federal banking agency or of the United States.

|                    | Signature   | Date              | Typed Name       |
|--------------------|---|-------------------|------------------|
| X                  | <br><small>Signed von:<br/>15CD37CDE3E1435...</small>     | December 18, 2025 | Julius Ahr       |
| X                  | <br><small>DocuSigned by:<br/>221B9A0D72D94F1...</small> | December 18, 2025 | Ferdinand Dabitz |
| X                  | <br><small>Signed by:<br/>7A324D1F7F1F44C...</small>     | December 18, 2025 | Gregory Quarles  |
| X                  | <br><small>Signed by:<br/>D247E6A8387D4E4...</small>     | December 18, 2025 | Joseph Schenone  |
| X                  | <br><small>Signed by:<br/>DBDE20F38FD94A2...</small>     | December 18, 2025 | Bruce Wallace    |
| X                  | <br><small>DocuSigned by:<br/>6A28D9BEF63B432...</small> | December 18, 2025 | Simon Wimmer     |
| Add Signature Line |   |                   |                  |



## FDIC CERTIFICATION

We, the organizers, certify that the information contained in this application has been examined carefully and is true, correct, and complete, and is current as of the date of this submission. We also certify that any misrepresentations or omissions of material facts with respect to this application, any attachments to it, and any other documents or information provided in connection with the application for the organization of the proposed financial institution and federal deposit insurance may be grounds for denial or revocation of the charter and/or insurance, or grounds for an objection to the undersigned as proposed director(s) or officer(s) of the proposed financial institution, and may subject the undersigned to other legal sanctions, including the criminal sanctions provided for in 18 U.S.C. 1001, 1007, and 1014. We request that examiners be assigned to make any investigations necessary.

We acknowledge that approval of this application is in the discretion of the appropriate federal banking agency or agencies. Actions or communications, whether oral, written, or electronic, by an agency or its employees in connection with this filing, including approval of the application if granted, do not constitute a contract, either express or implied, or any other obligation binding upon the agency, other federal banking agencies, the United States, any other agency or entity of the United States, or any officer or employee of the United States. Such actions or communications will not affect the ability of any federal banking agency to exercise its supervisory, regulatory, or examination powers under applicable law and regulations. We further acknowledge that the foregoing may not be waived or modified by any employee or agent of a federal banking agency or of the United States.

It is understood that the Board of Directors of the Federal Deposit Insurance Corporation (Corporation), in applying the factors set out in federal statutes, will consider the application only with respect to the general character or type of business stated and that the depository institution will not engage in any other business without the prior written consent of the Corporation.

It is further understood that federal deposit insurance will not become effective (a) until the proposed depository institution has been incorporated and authorized to engage in the business of receiving deposits, (b) until the board of directors of the depository institution has adopted a resolution ratifying and confirming the action of the incorporators in making this application with supporting information, (c) until the depository institution has fulfilled such requirements, if any, as the Corporation may impose as a condition of its approval of this application, and (d) until the depository institution has been notified that its membership in the Corporation has been approved.

**Signature**

**Date**

**Typed Name**

|                    |   |                   |                  |
|--------------------|---|-------------------|------------------|
| X                  |  <p>Signiert von:<br/>Julius Ahr<br/>15CD37CDE3E1435...</p>         | December 18, 2025 | Julius Ahr       |
| X                  |  <p>DocuSigned by:<br/>Ferdinand Dabitz<br/>221B9A0D72D94F1...</p> | December 18, 2025 | Ferdinand Dabitz |
| X                  |  <p>Signed by:<br/>Greg Quarles<br/>7A324D1F7F1F44C...</p>         | December 18, 2025 | Gregory Quarles  |
| X                  |  <p>Signed by:<br/>Joseph Schenone<br/>D247E8A9387D4E4...</p>      | December 18, 2025 | Joseph Schenone  |
| X                  |  <p>Signed by:<br/>Bruce Wallace<br/>DBDE20F38FD94A2...</p>        | December 18, 2025 | Bruce Wallace    |
| X                  |  <p>DocuSigned by:<br/>Simon Wimmer<br/>8A28D9BEF638432...</p>     | December 18, 2025 | Simon Wimmer     |
| Add Signature Line |   |                   |                  |

**EXHIBITS (check all that apply)**

☒ Business Plan

☒ Financial Projections

☐ CRA Plan

☒ Articles of Association, Articles of Incorporation, or Charter

☒ Bylaws

☒ Oath of Director (*form*)

☒ Interagency Biographical and Financial Reports

☐ Fingerprint cards (appropriate regulatory agency)

☒ Publication Certification / Affidavit / Notice of Publication

☐ Copies of contracts / agreements

☐ Employment / compensation

☐ Service providers

☐ Other: Copy of Lease Agreement for the New York Office

☐ Stock Benefit Plans

☐ Economic survey or market feasibility study

☒ Market Area Map

☒ Waiver request, specify:

- Multiple residency waivers of director residency requirement;
- Citizenship waiver of director citizenship requirement; and
- Waiver from the requirement to submit an Interagency Biographical and Financial Report and an Authorization for Release of Information (and related background check) for one of the Bank's proposed senior executive officers.

☐ Offering Materials

☒ Proposed stock certificate

☐ Corporate or holding company audited statements or financial reports

☒ Copy of policies, specify: (*as Confidential Exhibits of the Business Plan*)

- Asset and Liability Management Policy
- BSA/AML/OFAC Policy
- Capital Management Policy
- Conflicts of Interest Policy
- Investment Policy
- Information Technology Governance Policy
- Liquidity Policy
- Loan Policy

- Audit Policy
- Affiliate Transactions Policy
- Insider Transactions Policy
- Enterprise Risk Management Policy
- Third Party Risk Management Policy
- Virtual Currency Policy
- Compliance Policy
- Model Governance Policy
- Governance Framework and Internal Controls Policy

**PUBLIC EXHIBIT 2**

Form of Public Notice

An Application to Organize a National Bank  
Has Been Filed on the Date of this Publication  
with the Office of the Comptroller of the Currency  
and  
the Federal Deposit Insurance Corporation

The organizers, identified below, intending to organize and operate an insured national bank according to the provisions of the National Bank Act and the Federal Deposit Insurance Act, as amended, have submitted an application to the Office of the Comptroller of the Currency (OCC) and the Federal Deposit Insurance Corporation (FDIC) for permission to organize an insured national bank, and propose as follows:

1. The organizers are:

- Julius Ahr, Stuttgart, Germany
- Ferdinand Dabitz, Berlin, Germany
- Greg Quarles, Dallas, Texas
- Joseph Schenone, San Francisco, California
- Bruce Wallace, Benicia, California
- Simon Wimmer, Munich, Germany

Holding Company: Augustus Holding Inc. (to be organized), Wilmington, Delaware.

2. That the main office of the national bank will be located in the city of Dallas, Texas.
3. That the name of the national bank will be: Augustus National Bank, National Association.

Any person desiring to comment on this application may do so by submitting written comments within 30 days following the date of publication of this notice to the Director for Licensing, Office of the Comptroller of the Currency, 400 7<sup>th</sup> Street, SW, Washington, DC 20219, or by emailing [LicensingPublicComments@occ.treas.gov](mailto:LicensingPublicComments@occ.treas.gov). A person who wishes to view the public file should submit a request to the Director for Licensing, Office of the Comptroller of the Currency, 400 7<sup>th</sup> Street, SW, Washington, DC 20219, or by emailing [Licensing@occ.treas.gov](mailto:Licensing@occ.treas.gov). The public may find information regarding this application, including the date of the end of the public comment period, in the OCC Weekly Bulletin at [www.occ.gov](http://www.occ.gov).

Any person wishing to comment on this application is encouraged to submit comments through the FDIC's website at <https://cra.fdic.gov/>. Alternatively, comments may be filed in writing with the Regional Director of the FDIC at its Regional Office at 600 North Pearl Street, Suite 700, Dallas, Texas 75201. Comments must be submitted within 30 days following the date of publication of this notice. The non-confidential portions of the application are on file at the appropriate FDIC office and are available for public inspection during regular business hours. Copies of information in the nonconfidential portion of the application file will be made available upon request.

**PUBLIC EXHIBIT 3**

Form of Oath of Directors

## Form of Oath of Bank Director

Bank Name Augustus National Bank, National Association

Charter No. \_\_\_\_\_

Date \_\_\_\_\_

City Dallas County Dallas State Texas

I, the undersigned, a (proposed) director of the above-named bank do solemnly swear (affirm) that:

As a director, I have a legal responsibility and a fiduciary duty to shareholders to administer the depository institution's affairs faithfully and to oversee its management. In carrying out my duties and responsibilities, I shall exercise reasonable care and place the interests of the depository institution before my own interests. I shall fulfill my duties of loyalty and care to the above-named depository institution.

I shall, commensurate with my duties, diligently and honestly administer the affairs of the depository institution, and I shall not knowingly violate, or willingly permit to be violated, any applicable statute or regulation. I shall ensure that I learn of changes in statutes, regulations, and policies of the Office of Comptroller of the Currency, the Federal Deposit Insurance Corporation, or any state to whose jurisdiction my association is subject, which affect my duties, responsibilities, or obligations as a director and affiliated person of the association.

I am the owner, in good faith and in my own right, of the number of shares of stock that the law requires. I have either subscribed for this stock or it is issued and outstanding, and it is not hypothecated, or in any way pledged, as security for any loan or debt.

I shall attend meetings of the board of directors and participate fully on all committees of the board to which I am appointed.

Signature \_\_\_\_\_

Typed Name \_\_\_\_\_

Mailing Address \_\_\_\_\_

City \_\_\_\_\_ State \_\_\_\_\_ ZIP Code \_\_\_\_\_

### Notary's Affirmation

Sworn to before me and subscribed in my presence, this \_\_\_\_ day of \_\_\_\_\_, \_\_\_\_\_.

Notary Public \_\_\_\_\_

My Commission Expires \_\_\_\_\_