

PAUL HASTINGS

May 18, 2026

VIA ELECTRONIC DELIVERY

Mr. Sebastian Astrada
Deputy Comptroller for Chartering, Organization and Structure
Office of the Comptroller of the Currency
400 7th St., SW
Washington, DC 20219

Re: Charter Application and Confidential Treatment Request for Catena Trust Bank, National Association

Dear Mr. Astrada:

On behalf of the organizers of Catena Trust Bank, National Association (Proposed) (the "Trust Bank"), and Catena Labs, Inc. ("Catena Labs"), the sponsoring organization of the Trust Bank, we respectfully submit an application (the "Application") to the Office of the Comptroller of the Currency (the "OCC") to charter the Trust Bank as a *de novo* national trust bank, the operations of which are limited to those of a trust company and activities related thereto. The application materials include a Public Volume and a Confidential Volume.

In accordance with 12 C.F.R. § 5.8, a public notice of the Application will be published in the New York Daily News, a newspaper of general circulation in New York, New York, on May 20, 2026. A copy of the form of publication is provided at Exhibit A of the Public Volume of the Application. An affidavit of publication will be provided as soon as available.

Request for Confidential Treatment

Confidential treatment is requested under the Freedom of Information Act, 5 U.S.C. § 552 (the "FOIA"), and the OCC's implementing regulations at 12 C.F.R. Part 4, Subpart B for the information contained in the Confidential Volume. The Confidential Volume includes information regarding the business strategies and plans of Catena Labs and the Trust Bank, and other information of a similar nature, the public disclosure of which would result in substantial competitive harm to Catena Labs and the Trust Bank. The Confidential Volume also includes non-public personal information, the public disclosure of which would constitute an unwarranted invasion of personal privacy.

We additionally request, pursuant to the FOIA and applicable OCC regulations and for reasons including those set forth above, that any memoranda, notes or other writings of any kind whatsoever made by any employee, agent, or any person under the control of the OCC (or any governmental agency) that incorporate, include or relate to any of the matters referred to in the Confidential Volume receive confidential treatment.

We also request that, if the OCC should make a preliminary determination not to comply with the request for confidential treatment, Catena Labs and the Trust Bank be given notice thereof with ample time to permit them to make an appropriate submission as to why such information should be preserved in confidence. If the Confidential Volume is the subject of a FOIA request or a request or demand for disclosure by any governmental agency, Congressional office or committee, or court or grand jury, we

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request, pursuant to the OCC's regulations, that you notify Catena Labs and the Trust Bank prior to making such disclosure. We further ask that Catena Labs and the Trust Bank be furnished with a copy of all written materials pertaining to such request and that Catena Labs and the Trust Bank be given sufficient advance notice of any intended release so that Catena Labs and the Trust Bank may, if deemed necessary or appropriate, pursue any available remedies.

We sincerely appreciate your time and consideration with respect to the Trust Bank's charter application. Should you have any questions or require any additional information, please do not hesitate to contact Lawrence Kaplan at (202) 551.1700 or lawrencekaplan@paulhastings.com or Molly Swartz at (415) 856.7238 or mollyswartz@paulhastings.com.

Sincerely,



Lawrence D. Kaplan



Molly E. Swartz

INTERAGENCY CHARTER AND FEDERAL DEPOSIT INSURANCE APPLICATION
 (Check all appropriate boxes.)

Type of Charter

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

Chartering Agency

- Comptroller of the Currency
- State

Special Focus

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

Type of Insurance Application

- De Novo
- Operating Noninsured Institution
- Other

Federal Reserve Status

- Member Bank
- Nonmember Bank

For OCC: Standard Expedited

Proposed Depository Institution (institution)

Name Catena Trust Bank, National Association
 Street [TBD] City New York State New York Zip [TBD]

Holding Company Identifying Information

Name n/a
 Street _____ City _____ State _____ Zip _____

Contact Persons

<p>Sharda Caro Del Castillo</p> <p>Catena Labs, Inc. 6 Liberty Square #2438 Boston, MA 02109</p> <p>Email: sharda@catenalabs.com</p>	<p>With a Copy to:</p> <p>Lawrence D. Kaplan Paul Hastings, LLP 2050 M Street, NW Washington, DC 20036</p> <p>Email: lawrencekaplan@paulhastings.com</p>	<p>With a Copy to:</p> <p>Molly Swartz Paul Hastings, LLP 101 California Street, Forty-Eighth Floor San Francisco, CA 94111</p> <p>Email: mollyswartz@paulhastings.com</p>
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**Catena Trust Bank, National
Association.**

Interagency Charter Application

INTERAGENCY CHARTER AND FEDERAL DEPOSIT INSURANCE 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.

Catena Labs, Inc. ("Catena Labs"), as sponsor and acting through the named organizers, proposes to organize Catena Trust Bank, National Association ("Catena Trust Bank, N.A." or the "Trust Bank"). The Trust Bank will be a *de novo* national trust company chartered by the Office of the Comptroller of the Currency (the "OCC") pursuant to Sections 21, 24(Seventh) and 92a of the National Bank Act, located in New York, New York. The Trust Bank will not have deposit insurance from the Federal Deposit Insurance Corporation.

Catena Labs seeks to establish a national trust company to provide custody, investment management, trust, conversion and clearing, and execution services for fiat currency, investment securities, and digital assets, including payment stablecoins compliant with the GENIUS Act ("stablecoins") and other approved digital assets through the Trust Bank's digital asset approval process, as described in detail in Section III.A of the Trust Bank's confidential business plan (the "Confidential Business Plan"), provided at Confidential Exhibit B.

- (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.

This Application (the "Application") is made pursuant to Sections 21 and 24(Seventh) of the National Bank Act ("NBA"). These sections of the NBA provide for the formation of national banking associations "for carrying on the business of banking" upon the approval of the OCC. Moreover, pursuant to Section 92a of the NBA, national banks may be authorized to act as "trustee... or in any other fiduciary capacity in which State banks, trust companies, or other corporations which come into competition with national banks are permitted to act." The organizers are not aware of any issues concerning the permissibility of the Trust Bank or the activities detailed in the proposed Confidential Business Plan with regard to applicable state or federal laws or regulations. Except as expressly set forth in this Application, no regulatory waivers are requested in connection with this Application other than the residency of certain directors who do not reside in the state of New York.

The proposed activities of the Trust Bank are described in Section III.A of the Confidential Business Plan, provided at Confidential Exhibit B.

Section 72 of the NBA requires that, absent a waiver from the Comptroller, a majority of the directors must reside:

- 1) within the state in which the Trust Bank is located; or
- 2) within one hundred miles of the location of the office of the Trust Bank for at least one year immediately preceding their election.

The Trust Bank is expected to operate under the direction of five directors, the majority of whom will not reside in New York or within one hundred miles of the proposed location of the Trust Bank. For this reason, a residency waiver request is submitted as Confidential Exhibit C. This waiver contains the justification for such request. All of the proposed directors are expected to be citizens of the United States.

- (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.

As provided in 12 C.F.R. § 5.20(h)(7), the Confidential Business Plan as set forth in Confidential Exhibit B establishes the request for the Trust Bank to have full fiduciary powers.

- (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.

There will not be public or private offering materials as the Trust Bank will be a wholly owned subsidiary of Catena Labs. The proposed form of stock certificate is provided at Confidential Exhibit D.

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

Copies of the proposed articles of association and proposed bylaws are provided as Confidential Exhibit E and Exhibit F, respectively.

- (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.

A copy of the Confidential Business Plan is provided at Confidential Exhibit B.

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.

The organizers of the Trust Bank are:

- 1) Patrick Sean Neville
- 2) Sharda Caro Del Castillo
- 3) Merrin Sterns
- 4) Matthew Venables

5) Adam Berrey

The proposed directors of the Trust Bank are:

- 1) Patrick Sean Neville
- 2) Sharda Caro Del Castillo
- 3) Matthew Venables
- 4) To be determined
- 5) To be determined

The Trust Bank's sole shareholder, Catena Labs, is a Delaware corporation. A full organizational chart is included in Section III.B of the Confidential Business Plan, set forth at Confidential Exhibit B. The organizers are currently in the process of identifying two independent directors, who will be unaffiliated with any affiliate of the Trust Bank.

The Trust Bank's proposed senior executive officers are:

President and CEO: Patrick Sean Neville
Chief Financial Officer: To be determined
Chief Trust Officer: Sharda Caro Del Castillo
Chief Compliance Officer and Bank Secrecy Act Officer: Merrin Sterns
Chief Technology Officer and Chief Information Security Officer: Matthew Venables

Copies of the Interagency Biographical and Financial Report for each principal shareholder, proposed director and proposed senior executive officer, along with supporting materials where applicable, are provided at Confidential Exhibits H-1 through N-1 to this Application.

An Oath of the Bank Director for each proposed director also are provided as Confidential Exhibits H-2, I-2, J-2, M-2, and N-2 to this Application.

Each of the Trust Bank's proposed directors will own a qualifying equity interest in Catena Labs prior to the Trust Bank commencing operations, as required by Section 72 of the National Bank Act and 12 C.F.R. § 7.2005.

- (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.

Patrick Sean Neville (Organizer, Proposed President and CEO, Proposed Director and Chair): Mr. Neville is co-founder and Chief Executive Officer of Catena Labs. He is a serial entrepreneur and software engineer with deep expertise in digital assets and financial infrastructure. Mr. Neville co-founded Circle Internet Financial, where he served as co-CEO, and was the principal architect of USD Coin (USDC), the regulated stablecoin that has facilitated hundreds of billions of dollars in transaction volume and is widely recognized as a foundational instrument in digital asset markets. At Catena Labs, Mr. Neville is focused on building a regulated, AI-native financial institution designed to serve the emerging agent

economy — providing the trust, compliance, and settlement infrastructure that AI systems require to transact safely and at scale.

Sharda Caro Del Castillo (Organizer, Proposed Director, Proposed Trust Officer, Proposed Corporate Secretary): Ms. Caro Del Castillo has over 25 years of expertise in strategy, business, legal, compliance, and fintech leadership. She currently serves as Chief Legal and Business Officer at Catena Labs. Prior to joining Catena Labs, she served as Chief Legal Officer at Affirm and Global Head of Payments, General Counsel, and Chief Compliance Officer for Airbnb’s payments business. She has also held senior legal positions at Square and PayPal, and began her career at Wells Fargo, supporting merchant services and emerging payment models. Ms. Caro Del Castillo currently serves on the boards of GoFundMe, Forter, and Payoneer.

Matthew Venables (Organizer, Proposed Director, Proposed Chief Technology Officer, Proposed Chief Information Security Officer): Mr. Venables is the Co-Founder and Chief Technology Officer of Catena Labs. He brings extensive experience in financial technology, product engineering, and company building. Prior to Catena, Mr. Venables served as Senior Vice President of Product Engineering at Circle Internet Financial, where he was a key member of the team that developed and launched USDC. He has founded multiple companies, including Vested, and has held senior engineering and product leadership roles at Brightcove, Rocket Insights, and other technology firms. At Catena Labs, Mr. Venables leads the design and development of the core financial systems infrastructure — including the identity, policy, custody, and settlement layers — that enable AI agents to transact within regulated financial systems safely and at scale. He holds a B.S. in Finance and Computer Science from Boston College.

Director compensation is also set forth in Section V.A of the Confidential Business Plan at Confidential Exhibit B.

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

The Trust Bank will have a Risk Committee and an Audit Committee. Each committee will consist of three directors, the Risk Committee will be chaired by an independent director, and the Audit Committee will consist of a majority of independent directors, as provided in Sections V.A.2 and VI.E.2 of the Confidential Business Plan as set forth in Confidential Exhibit B.

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

The Trust Bank will develop a training program for its directors on various topics relevant to or otherwise required for the Trust Bank’s operations. Such program is described in Section V.C.2 of the Confidential Business Plan as set forth in Confidential Exhibit B.

(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.

See Section V.B.1 of the Confidential Business Plan as set forth in Confidential Exhibit B.

- (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.

There currently are no potential management interlocking relationships under 12 U.S.C. §§ 3201-08 or applicable state law that could occur with the establishment or ownership of the institution.

- (g) Describe any potential conflicts of interest.

The organizers are not aware of potential conflicts of interest with respect to the Trust Bank. The Trust Bank will comply with 12 C.F.R. § 9.12.

- (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).

See Section III.C and VI.A.2.c of the Confidential Business Plan as set forth in Confidential Exhibit B.

- 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.

See Sections III.C and VI.A.2.c of the Confidential Business Plan as set forth in Confidential Exhibit B.

- 2) Specify those organizers that approved each transaction and whether the transaction was disclosed to proposed directors and prospective shareholders.

There have been no such transactions involving Catena Labs and any organizer, director, senior executive officer, shareholder owning or controlling 10 percent or more, or other insiders.

- 3) Provide all relevant documentation, including contracts, independent appraisals, market valuations, and comparisons.

See Section III.C of the Confidential Business Plan as set forth in Confidential Exhibit B.

- (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.

Catena Labs' Stock Benefit Plan, as amended, is included as an exhibit to the Confidential Business Plan as set forth in Confidential Exhibit B. The Trust Bank, as a wholly owned subsidiary of Catena Labs, will not have its own stock benefit plan or similar stock-based compensation plan.

Include in the description:

- 1) The duration limits.

See Section V.B of the Confidential Business Plan as set forth in Confidential Exhibit B.

- 2) The vesting requirements.

See Section V.B of the Confidential Business Plan as set forth in Confidential Exhibit B.

- 3) Transferability restrictions.

See Section V.B of the Confidential Business Plan as set forth in Confidential Exhibit B.

- 4) Exercise price requirements.

See Section V.B of the Confidential Business Plan as set forth in Confidential Exhibit B.

- 5) Rights upon termination.

See Section V.B of the Confidential Business Plan as set forth in Confidential Exhibit B.

- 6) Any "exercise of forfeiture" clause.

See Section V.B of the Confidential Business Plan as set forth in Confidential Exhibit B.

- 7) Number of shares to be issued or covered by the plans.

See Section V.B of the Confidential Business Plan as set forth in Confidential Exhibit B.

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.)

See Section V.B of the Confidential Business Plan as set forth in Confidential Exhibit B.

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.

The Trust Bank will have a single class of voting common stock. Additional information regarding the terms of the Trust Bank's voting common stock may be found in the draft Articles of Association provided in Confidential Exhibit E. Additional information regarding the capital structure of the Trust Bank is included in Section III.D of the Confidential Business Plan as set forth in Confidential Exhibit B.

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

The Trust Bank will not have any noncash contributions to capital. *See* Section VII.A.1 of the Confidential Business Plan as set forth in Confidential Exhibit B.

- (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.

Section VII.A.4 of the Confidential Business Plan, as set forth in Confidential Exhibit B, describes the Trust Bank's proposed capital structure, which was determined after consideration of the factors addressed in OCC Bulletin 2007-21.

- (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.

All shares in the Trust Bank will be issued to its sole shareholder, Catena Labs.

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

No party will receive a fee, commission, or other consideration in connection with the issuance of the Trust Bank's common stock to Catena Labs.

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

The Trust 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 Trust Bank will maintain its main office in New York, New York, but plans to serve customers nationally throughout the United States through APIs. *See* Section IV.B of the Confidential Business Plan as set forth in Confidential Exhibit B.

- 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.

See Section IV.D of the Confidential Business Plan as set forth in Confidential Exhibit B.

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

See Section IV.C of the Confidential Business Plan as set forth in Confidential Exhibit B.

(b) Community Reinvestment Act (CRA) Plan¹

NOTE: The CRA Plan must be bound separately.

- 1) Identify the assessment area(s) according to the CRA regulations.²

Not applicable. The Trust Bank plans to limit its operations to those of a trust company and operations incident thereto and will not grant credit to the public in the ordinary course of business. *See* 12 C.F.R. § 25.11(c)(3).

- 2) Summarize the performance context for the institution based on the factors discussed in the CRA regulations.³

Not applicable.

- 3) Summarize the credit needs of the institution's proposed assessment area(s).

Not applicable.

- 4) Identify the CRA evaluation test⁴ under which the institution proposes to be assessed.

Not applicable.

- 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.

Not applicable.

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.

The Trust Bank's premises will be located in New York City which is in New York County. The main office may be shared at times with employees of affiliated entities, with the Trust Bank maintaining security controls over its systems and records. The building will be accessible for persons with disabilities and will meet regulatory standards in this regard. The office will not be publicly accessible and access to the Trust Bank's systems and records will be restricted only to authorized personnel.

See Section III.F of the Confidential Business Plan as set forth in Confidential Exhibit B for more information about insurance.

- (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.

See Section III.F of the Confidential Business Plan as set forth in Confidential Exhibit B.

- (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.

See Section III.F of the Confidential Business Plan as set forth in Confidential Exhibit B.

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

See Section III.F of the Confidential Business Plan as set forth in Confidential Exhibit B.

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

The Trust Bank's proposed premises and fixed asset expenditures conform to applicable statutory limitations, without exceeding the amount of capital stock.

- (f) Outline the security program that will be developed and implemented, including the security devices.⁵

The Trust Bank's security program is discussed in Sections III.F, VI.A.1.b, and VI.C of the Confidential Business Plan as set forth in Confidential Exhibit B.

- (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.

See Section III.F of the Confidential Business Plan as set forth in Confidential Exhibit B.

- (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.

Catena Labs has no plans to move CTB's main office or establish additional branches in the first three years.

- (i) 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 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.nps.gov/nr).
- 3) Applied National Register criteria to unlisted properties.⁶
- 4) Reviewed historical records.

- 5) Contact with preservation organizations.
- 6) Other (describe).

The main office of the Trust Bank is not expected to affect any district, site, building, structure or object listed in, or eligible for listing in, the National Register of Historic Places.

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.*

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.

CTB's services only will be offered electronically. *See Section III.A and B of the Confidential Business Plan as set forth in Confidential Exhibit B.*

- (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.

See Sections VI.A.1.a-b and VI.C of the Confidential Business Plan as set forth in Confidential Exhibit B.

- (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*.

See Sections VI.A.1.a-b. and Section VI.C of the Confidential Business Plan as set forth in Confidential Exhibit B.

- (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).

See Section X of the Confidential Business Plan as set forth in Confidential Exhibit B.

- (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 testing⁷ the institution will conduct to ensure the integrity of the system and its controls.

See Sections VI.A.1.b, VI.C, and VI.D of the Confidential Business Plan as set forth in Confidential Exhibit B.

- (f) Describe the information security program that will be in place to comply with the “Interagency Guidelines Establishing Standards for Safeguarding Customer Information.”⁸

See Sections VI.A.1.b and Section VI.C of the Confidential Business Plan as set forth in Confidential Exhibit B.

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).

See Section VI.A.1.c, VI.C and VI.G of the Confidential Business Plan as set forth in Confidential Exhibit B.

- (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.

CTB’s organizational expenses include fees for legal advisers and tax experts. Organizational expenses will be paid by Catena Labs. The Trust Bank will not incur or reimburse Catena Labs for expenses incurred in advance of CTB’s opening, and these organizational expenses are not reflected in the *pro forma* financial statements filed with the Confidential Business Plan as set forth in Confidential Exhibit B.

- (c) Provide evidence that the institution will obtain sufficient fidelity coverage on its officers and employees to conform with generally accepted banking practices.

See Section V.B of the Confidential Business Plan as set forth in Confidential Exhibit B.

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

See Section III.A, IV.A.1, VI.C, VI.D, VI.F of the Confidential Business Plan as set forth in Confidential Exhibit B.

- (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.

See Sections VI.A.2.a, VI.A.2.h, VI.A.4-5, VI.B.11 the Confidential Business Plan as set forth in Confidential Exhibit B.

- (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.

Not applicable.

- 2) A description of the insurance activity that the company is engaged in and has plans to conduct.

Not applicable.

- 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.

Footnotes

¹ See applicable state requirements.

² See 12 C.F.R. 25.41, 345.41, 195.41.

³ See 12 C.F.R. 25.21(b), 345.21(b), 195.21.

⁴ See 12 C.F.R. 25.21(a), 345.21(a), 195.21.

⁵ See 12 C.F.R. 21, 326, 168.

⁶ See 36 C.F.R. 60.4.


⁷ Independent tests should cover general and environmental controls as well as audit, monitoring, and balancing controls. Independent testing will provide an objective opinion on the adequacy of these controls.

⁸ See 15 U.S.C. 6801, 6805(b); 12 C.F.R. 30; 308 and 364; 168 and 170.

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
	05/18/2026	Patrick Sean Neville

OCC CERTIFICATION

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Signature	Date	Typed Name
	05/18/2026	Sharda Caro Del Castillo

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Signature	Date	Typed Name
	05/18/2026	Matthew Venables

OCC CERTIFICATION

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Signature	Date	Typed Name
	05/18/2026	Merrin Sterns

OCC CERTIFICATION

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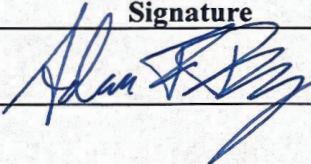
Signature	Date	Typed Name
	05/18/2026	Adam Berrey

Exhibit A

Form of Public Notice

An Application to Organize a National Trust Company
Has Been Filed with the Office of the Comptroller of the Currency

The organizers, identified below, intending to organize and operate a national trust company according to the provisions of the National Bank Act as amended, submitted an application to the Office of the Comptroller of the Currency for permission to organize an uninsured national trust company and propose as follows:

1. That the main/home office of the national bank be located in New York, New York.
2. That the national bank will have the following title: Catena Trust Bank, National Association.

Organizers

Patrick Sean Neville, Lexington, Massachusetts
Sharda Caro Del Castillo, Andover, Massachusetts
Merrin Sterns, Morrison, Colorado
Matthew Venables, Needham, Massachusetts
Adam Berrey, Boston, Massachusetts

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, Midsize, Trust Credit Card and Novel Banks, 400 7th St., SW, Washington, DC 20219 or by emailing LicensingPublicComments@occ.treas.gov. A person who wishes to view the public file should submit a request to the Director for Licensing at Director for Licensing, Office of the Comptroller of the Currency, Midsize, Trust Credit Card and Novel Banks, 400 7th St., SW, Washington, DC 20219 (or by emailing 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.