



LIMITED PURPOSE

Comptroller of the Currency
Administrator of National Banks

Washington, DC 20219

PUBLIC DISCLOSURE

December 31, 2012

COMMUNITY REINVESTMENT ACT PERFORMANCE EVALUATION

GE Capital Retail Bank, FSB
Charter Number 715044

170 Election Road, Suite 125
Draper, UT 84020

Office of the Comptroller of the Currency

Large Bank Supervision
400 7th Street, SW
Washington, DC 20219

NOTE: This document is an evaluation of this institution's record of meeting the credit needs of its entire community, including low- and moderate-income neighborhoods consistent with safe and sound operation of the institution. This evaluation is not, nor should it be construed as, an assessment of the financial condition of this institution. The rating assigned to this institution does not represent an analysis, conclusion, or opinion of the federal financial supervisory agency concerning the safety and soundness of this financial institution.

INSTITUTION'S CRA RATING:

This institution is rated Outstanding.

The conclusions for the three rating criteria are:

- The bank demonstrates a high level of community development (CD) lending, CD services, and qualified investment activity.
- The bank demonstrates occasional use of innovative or complex qualified investments, CD loans, and CD services.
- The bank demonstrates excellent responsiveness to credit and community development needs in its assessment area.

General Information

The Community Reinvestment Act (CRA) requires each federal financial supervisory agency to use its authority, when examining financial institutions subject to its supervision, to assess the institution's record of meeting the credit needs of its entire community, including low- and moderate-income (LMI) neighborhoods, consistent with the safe and sound operation of the institution. Upon conclusion of such examination, the agency must prepare a written evaluation of the institution's record of meeting the credit needs of its community.

This document is an evaluation of the CRA performance of GE Capital Retail Bank, FSB (GECRB) issued by the Office of the Comptroller of the Currency (OCC), the institution's supervisory agency, for the evaluation period starting October 1, 2009 through December 31, 2012. The agency rates the CRA performance of an institution consistent with the provisions set forth in Appendix A to 12 CFR Part 25.

Scope of the Examination

In evaluating the bank's performance under the CRA, we reviewed CD activities from October 1, 2009 through December 31, 2012. We reviewed the level and nature of qualified investments, CD lending, and CD services. At the bank's request, we also considered qualified investments, CD lending, and CD services provided by its affiliates.

If a bank has adequately addressed its assessment area (AA) needs, the OCC considers CD activities a bank submits that benefit areas outside of its AA in the evaluation of its performance. GECRB has adequately addressed the needs of its AA, and, therefore, qualified investments, CD loans and/or services outside of the AA were considered in evaluating its performance.

The Office of Thrift Supervision conducted the prior examination, dated November 16, 2009, and rated the bank's performance Satisfactory. This is the first CRA evaluation conducted by

the OCC following the bank's supervision and regulation transfer from the Office of Thrift Supervision to the OCC on July 21, 2011.

Description of Institution

GECRB is headquartered in Draper, Utah and maintains a single office. Effective May 1, 2009, GECRB was designated as a limited purpose savings association for CRA evaluation purposes. GECRB's primary business strategy is to focus on credit cards and financing purchases of consumer goods (although GECRB does engage in a limited amount of small-business credit card lending). GECRB had no branches or deposit-taking ATMs as of December 31, 2012.

Based on its limited purpose designation, GECRB strives to meet performance goals set forth under the Community Development test, which assesses the bank's record of helping to meet community credit needs through its community development lending, qualified investments or community development services.

GEGRB is a wholly owned subsidiary of General Electric Corporation and operates as a Federal Savings Bank under the GE Capital Corporation entity. GECRB has a sister bank, GE Capital Bank, which is also owned by GE Capital Corporation. As of December 31, 2012, GECRB's total assets equaled \$30.3 billion and the total loan portfolio equaled \$27.4 billion.

Table 1: Financial Information (\$000s)

	Year-end 2010	Year-end 2011	Year-end 2012	Average for Evaluation Period*
Tier 1 Capital	5,245,700	3,951,623	5,134,018	4,777,114
Total Income	4,316,198	4,865,837	5,980,891	5,054,309
Net Operating Income	1,343,363	1,766,897	2,832,403	1,980,888
Total Assets	22,669,865	25,100,977	30,278,916	26,016,586

Source: Years 2010 and 2011 - Thrift Financial Report. Year 2012 - Consolidated Reports of Condition and Income for A Bank With Domestic Offices Only - FFIEC 041 * Average of evaluation period inclusive of only full calendar years.

There are no known legal constraints that may impact the bank's ability to meet the community development needs of its assessment area.

GEGRB performs the majority of its CRA eligible activities within the bank itself, but does consider the following activities performed by affiliates as part of its CRA performance:

- Investments in low-income housing tax credit related instruments made through GE Real Estate (GE RE), a division of General Electric Capital Corporation (GECC). GE RE makes its investments through a limited number of indirect subsidiaries of GECC. These investments are not considered in the CRA performance of the sister bank, GE Capital Bank.

- CD services performed by employees during business hours from various divisions of General Electric Corporation, including: GE Corporate, GE Energy, GE Healthcare, GE Home, GE Infrastructure (Energy), GE Technology (Healthcare), & GE Transportation. These CD services are not considered in the CRA performance of the sister bank, GE Capital Bank.

Description of Assessment Area

GECRB has defined the Salt Lake City, UT MSA (#41620) as its AA. The Salt Lake City MSA is comprised of Salt Lake, Summit, and Tooele Counties. These counties are located in northern Utah spanning from the western border to the eastern border. Salt Lake City is the largest city in the county and the capital of Utah. Salt Lake County comprises the central portion of the AA and the adjacent counties are comprised of more rural communities. Tooele County experienced significant growth in the last decade due to more affordable housing options. Summit County is mostly rural but home to the ski resort community of Park City.

The composition of the census tracts in the Salt Lake City MSA changed with the 2010 census; the number of census tracts increased from 205 in 2000 to 236 in 2010. This increase is the result of 79 additional census tracts and the removal of 48 census tracts that result in a net increase of 31 census tracts. There was little change to the relative percentages of tracts as measured by income classification. Low-income tracts made up 2% of the total tracts in 2000 and increased to 5% per the 2010 census. However, moderate-income tracts totaled 22% of the number of tracts in 2000 and declined to 18%, according to the 2010 census. There was no significant change in the percentage of middle-income or upper-income tracts. The 2010 census median family income is \$68,010 and the 2012 annual median family income determined by the Federal Financial Institutions Examination Council (FFIEC) is \$71,300.

Per the 2010 census data, the Salt Lake MSA consisted of 410,031 housing units; 62% of which were owner occupied, 29% of which were occupied rental units, and 9% were vacant. Of the owner-occupied housing units, 2% are in low-income tracts, 13% in moderate-income tracts, 52% in middle-income tracts, and 33% in upper-income tracts. Per the National Association of Realtors, the median home value in the Salt Lake MSA is \$182,200 as of year-end 2012. New residential construction has slowed. The increased rate of foreclosure starts in Utah continued to weigh heavily on housing and the broader economic recovery during the evaluation period.

Table 2: Salt Lake City, UT MSA Assessment Area Description 2000 Census Data

	Number	Low (%)	Moderate (%)	Middle (%)	Upper (%)
Tracts	205	2.44	21.95	47.32	28.29
Families	233,707	16.76	19.97	24.84	38.43
Businesses	138,339	5.35	17.51	42.21	34.93

Source: Demographic Data - 2000 U.S. Census, Dun & Bradstreet Data. Percentages represent families by income level and businesses by income level of census tract.

Table 2a: Salt Lake City, UT MSA Assessment Area Description 2010 Census Data

	Number	Low (%)	Moderate (%)	Middle (%)	Upper (%)
Tracts	236	5.08	18.22	47.03	28.39
Families	260,590	3.81	16.01	50.77	29.41
Businesses	127,061	4.20	17.32	43.82	34.24

Source: Demographic Data - 2010 U.S. Census, Dun & Bradstreet Data. Percentages represent families by income level and businesses by income level of census tract. Number of tracts includes 3 census tracts without income data. Number of businesses includes 527 businesses, located in the three census tracts without income information, which are not included in the percentages.

The time period covered by this evaluation was challenging in terms of circumstances affecting the economy, particularly in the housing and labor markets. This period saw the U.S. economy dip into a deep recession, which was then followed by the start of a very tepid recovery. Indeed, many U.S. households felt the effects of the recession long after it officially ended.

The Salt Lake MSA economy is comprised of a highly skilled workforce, a stable base of state employment, and below-average business costs. Salt Lake MSA's major employers include Intermountain Healthcare, the State of Utah, the University of Utah, Salt Lake County, and Smith's Groceries. Service businesses are the principal industry and include healthcare, government, financial, and educational.

The Bureau of Labor Statistics reports a civilian labor force of 613,541 in the Salt Lake MSA at year-end 2012 with an unemployment rate of 5.1%, down from 5.3% in December 2011. The Salt Lake MSA unemployment does not significantly deviate from the Utah state unemployment rate of 5.7% at year-end 2012. The Salt Lake MSA experienced lower unemployment than the nationwide 7.8% level at December 2012.

Identified needs by both the bank and through community contacts within Salt Lake County include affordable housing (rental and homeownership), financial literacy and education, job creation/retention benefiting low- and moderate-income persons, funding for certified housing counseling agencies (including foreclosure prevention), and economic development activities. Cuts in local, state, and federal budgets have greatly affected low- and moderate-income persons and the nonprofit organizations who serve them.

GEGRB operates in a highly competitive environment with 47 FDIC insured institutions operating 269 branches in the AA as of June 30, 2012. The highly competitive banking market is a result of a large number of industrial banks and the favorable business climate. GEGRB's major competitors include Morgan Stanley Bank, Goldman Sachs Bank, and America Express Bank FSB. All of these institutions compete for a limited supply of qualified community development opportunities.

Conclusions about Performance

Summary

- GEGRB provided a high level of qualified investments, CD loans, and CD services in relation to its capacity and opportunities. During the evaluation period, \$211 million in qualified investments and community development loans were provided to the AA and an additional \$742 million in community development loans and qualified investments were made in areas outside of the AA. Employees of the bank and its affiliates provided nearly 1,400 hours of service to 31 community development organizations in the AA. Outside of the assessment area, employees provided close to 7,800 hours of service to 84 organizations.
- GEGRB demonstrates occasional use of innovative or complex qualified investments, CD loans, and services. In one complex transaction, GEGRB provided funding to a multi-financial institution consortium which offers permanent financing for low-income housing tax-credit multi-family affordable housing as well as funding for several other types of low-income housing projects in the Utah area, including the AA. In another transaction the bank took a leadership role in creating a complex and innovative small business loan pool with several other banks. These transactions required significant amounts of time and effort to develop and involved getting all the banks as well as the non-profit groups to agree to the structure and terms of the transactions. The bank also took a leadership role in creating an innovative and responsive program to assist women in developing the skills and knowledge needed to become small business entrepreneurs.
- GEGRB's qualified investments and grants, and CD loans and services exhibited excellent responsiveness to the credit needs within the AA. GEGRB has taken a leadership role by initiating an education program in the AA, which provides a small business education program for women. The bank provides funding for the program, mentors for the participants and loans for the graduates. The bank has invested \$2 million during the current period in a small business investment company (SBIC) based in Salt Lake. GEGRB is part of a multi-bank loan pool, which provides loans to small businesses. These activities all are responsive to the identified needs of the assessment area, which include small business development and financial education. The bank has made community development loans and investments that are responsive to the identified need of affordable housing.

Qualified Investments

GEGRB provided qualified investments in the AA and broader regional areas that have the potential to benefit the AA totaling \$197 million during the evaluation period. Because the

bank adequately addressed the needs of its AA, we considered an additional \$741 million in qualified investments made outside of its AA when evaluating the bank's performance.

Table 3a, which follows, shows total qualified investment activity and table 4a presents total qualified investments as a percentage of the bank's average capital and average total income.

Table 3a: Qualified Investment Activity (000s)

	Benefits AA	Outside AA	Totals
Originated Investments	156,583	1,110	157,693
Originated Grants	1,780	1,912	3,692
Prior-Period Investments that Remain Outstanding	38,522	738,055	776,577
Total Qualified Investments	196,885	741,077	937,962
Unfunded Commitment*	1,920	44,671	46,591

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

Table 4a: Qualified Investment Percentages

	Benefits AA (%)	Outside AA (%)	Total (%)
Total Investments/Average Tier 1 Capital	4.12	15.51	19.63
Total Investments/Average Total Income	3.90	14.66	18.56

Described below are some of the more significant qualified investments and grants:

- During the evaluation period, the bank purchased mortgage back securities totaling over \$138 million. The vast majority of the underlying mortgages in the mortgage back securities are to low- and moderate-income borrowers in the AA.
- GEGRB has invested \$2 million during the current period in a small business investment company (SBIC) based in Salt Lake. This SBIC focuses its investments on early and growth stage companies, which create economic benefit and provide employment to LMI individuals. GEGRB continues to hold \$2.6 million in two other SBICs from prior periods.
- GEGRB has provided \$160,000 to sponsor Junior Achievement of Utah (JAUT) programming at schools serving primarily LMI households in Salt Lake County. Several GEGRB employees have given time to teach financial education to these young people. GEGRB has granted an additional \$160,000 to support programming at JA City/JA Finance Park, an experiential JAUT learning facility for fifth and eighth grade students. GEGRB employees & Directors provided a total of 444 hours since late 2009 supporting LMI students at JA City. GEGRB has also provided grants totaling over \$142,000 with

seven other Junior Achievement 501c3s in other markets outside the assessment area for LMI financial education.

- GEGRB has provided a \$25,000 grant in an Atlanta-based nonprofit focused on strengthening the ability of women to secure employment. The group assists low-income women in job preparation and search activities, including conducting mock interviews. In addition to one GEGRB employee serving on the board, over 90 GEGRB employees have provided more than 500 hours of mentoring and other services.

Community Development Lending

During the evaluation period, GEGRB extended five community development loans in or benefiting the AA totaling over \$14 million. Because the bank adequately addressed the needs of the AA, we considered an additional loan for \$1 million made outside of the AA.

Table 5a: Community Development Lending Percentages

	Benefits AA (%)	Outside AA (%)	Total (%)
Total CD Lending/Average Tier 1 Capital	0.29	0.02	0.31
Total CD Lending/Average Total Income	0.28	0.02	0.30

In response to the identified credit needs of the AA, the loans focused on projects for the creation or renovation of affordable housing for low- and moderate-income individuals as well as the creation of a small business loan pool. The following are examples of significant community development lending:

- GEGRB continued its partnership and leadership role with a consortium comprised of 29 financial institutions. This partnership constitutes a complex and comprehensive relationship to advance multi-family affordable housing. The consortium offers flexible financing for new construction or rehabilitation of multi-family affordable housing LIHTC development projects. The consortium has now evolved to land acquisition and bridge loan financing, loans to preserve mobile home parks in LMI communities (allowing the homeowners to purchase the park in a co-op), as well as the full spectrum of investment and lending in new market tax credit deals. During the evaluation period, the bank provided a \$9 million line of credit to assist with the creation or rehabilitation of over 800 units of affordable housing for low- and moderate-income individuals. GEGRB has increased its commitment under the line of credit twice since 2009.
- GEGRB took a leadership role in the creation of a \$2.5 million small business loan pool in response to community desires to increase financing options beyond already available programs. As the leading member of the four-bank lender group, GEGRB has extended a \$1 million line of credit out of the total \$2.5 million provided by these banks. GEGRB’s CRA officer led the negotiations that resulted in an innovative, complex, and flexible inter-creditor agreement. The creation of the pool was a complex transaction,

which took time bringing together a consortium of lenders with different objectives and credit criteria, negotiating terms acceptable to all, and getting the nonprofit to accept the terms of the deal as well. Some of the key lending terms required innovative and creative approaches in order to get the deal completed.

- GEGRB provided a local city government in the AA with a \$1 million line of credit with flexible terms to support their Community and Economic Development Department in the acquisition and rehabilitation of targeted single-family properties, which may include HUD foreclosures, distressed housing units, and vacant lots. Houses may be rehabilitated or entirely replaced with new homes to stimulate neighborhood stabilization and additional private rehabilitation of properties. Since early 2011, the line of credit has funded \$1.5 million in projects that have established 28 affordable single-family houses.

Community Development Services

GEGRB employees actively provided nearly 1,400 hours of service to 31 community development organizations and programs that benefit LMI individuals, families and communities in the AA and over 7,700 hours to 84 organizations outside the AA. GEGRB employee activities are highly responsive to community development needs through involvement on boards and committees of affordable housing and community service organizations, often serving in leadership roles, delivering financial literacy seminars and credit counseling, and providing other financial services. The following are examples of community development services:

- *Banking on Women*[™] is a GECC-trademarked innovative entrepreneur program offered in the United States and nine foreign countries. Currently, the only U.S.-based program was initiated in the Salt Lake metropolitan area through the leadership of the GE Capital Bank and GEGRB CRA officers. Taught by a seasoned business professional, *Banking on Women*[™] is a comprehensive small business educational program guiding women entrepreneurs through a 15-week (45 hours) intensive course to develop skills in planning and operating their own businesses. Each participant is assigned a General Electric Corporation (GE) mentor to act as a coach and a sounding board. Successful graduates of the program may apply for a loan through the Utah Microenterprise Loan Fund (UMLF), for which GE provides a loan reserve. CD service hours include over 89 hours of mentor time, plus 55 hours in organization and administration of the program.

The Salt Lake-based *Banking on Women*[™] program has served 54 women entrepreneurs in four classes (2010, 2011, & 2012), with 48 participants completing all coursework. Participants have launched nine new businesses increasing the number of active small businesses created by these entrepreneurs to 35, which together employed over 58 people in full- or part-time jobs and generated revenue over \$500,000 as of February 2012 (a little over one year of activity since program inception).

- The GEGRB CRA officer has served for 10 years as chair of the loan committee for a local city government housing rehabilitation program. In addition, he participated in the

group's 2011-12 Housing Task Force charged with creating a Housing Plan for adoption by the organization's council.

- GEGRB employees mentor families participating in a housing non-profit organization and provide financial education to LMI individuals through the organization's sponsored financial education classes.
- A GEGRB officer serves on the board of directors for a consortium comprised of 29 financial institutions, and serves on its Loan Pricing Committee. These activities constitute a complex and comprehensive relationship to advance multi-family affordable housing. This lending consortium has banks entering and exiting the pool every year, and has expanded their lending to several different types of affordable housing financing.
- GEGRB employees & Directors have provided a total of 444 hours during the exam period supporting LMI students at Junior Achievement in the assessment area. Additionally, GEGRB affiliates have provided 312 hours of board service focused on providing this financial education, plus another 3,207 hours directly offering financial education to LMI students.
- In addition to one GEGRB employee serving on the board, over 90 GEGRB employees have provided more than 500 hours of mentoring and services for an Atlanta-based nonprofit focused on strengthening the ability of women to secure employment.

Fair Lending or Other Illegal Credit Practices Review

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

The OCC did not identify evidence of discriminatory or other illegal credit practices with respect to this institution.

Further, section 1025 of the Dodd-Frank Wall Street Reform and Consumer Protection Act (Pub. L. 111- 203) assigns to the CFPB exclusive examination authority, and primary enforcement authority, to ensure compliance by banks and FSAs with Federal consumer financial laws, if the bank or FSA has more than \$10 billion in assets.

Definitions and Common Abbreviations

The following terms and abbreviations are used throughout this performance evaluation. The definitions are intended to provide the reader with a general understanding of the terms, not a strict legal definition.

Affiliate: Any company that controls, is controlled by, or is under common control with another company. A company is under common control with another company if both companies are directly or indirectly controlled by the same company. A bank subsidiary is controlled by the bank and is, therefore, an affiliate.

Assessment Area (AA): A geographic area that consists generally of one or more MAs (using the MA boundaries that were in effect as of January 1 of the calendar year in which the delineation is made) or one or more contiguous political subdivisions, such as counties, cities, or towns, in which the bank has its main office, branches, and deposit-taking ATMs.

Benefit to Assessment Area: A qualified Community Development activity benefits the assessment area if (i) the activity benefits areas within the assessment area, or (ii) the activity benefits a broader statewide or regional area that includes the bank's assessment area. If a bank has adequately addressed the needs of its assessment area, then the OCC also considers activities submitted by the bank that benefit areas outside of its assessment area.

Census Tract (CT): Small, relatively permanent statistical subdivisions of a county delineated by local participants as part of the U.S. Census Bureau's Participant Statistical Areas Program. The primary purpose of CTs is to provide a stable set of geographic units for the presentation of decennial census data. CTs generally have between 1,500 and 8,000 people, with an optimum size of 4,000 people.

Community Development (CD): Affordable housing for low- or moderate-income individuals; community services targeted to low- or moderate-income individuals; activities that promote economic development by financing businesses or farms that meet the size eligibility standards of the Small Business Administration's Development Company or Small Business Investment Company programs (13 CFR 121.301)) or have gross annual revenues of \$1 million or less; or activities that revitalize or stabilize low- or moderate-income geographies.

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

- (i) Low- or moderate-income geographies;
- (ii) Designated disaster areas; or
- (iii) Distressed or underserved nonmetropolitan middle-income geographies designated by the Board, Federal Deposit Insurance Corporation, and Office of the Comptroller of the Currency, based on-
 - a. Rates of poverty, unemployment, and population loss; or

- b. Population size, density, and dispersion. Activities that revitalize and stabilize geographies designated based on population size, density, and dispersion if they help to meet essential community needs, including needs of low- and moderate-income individuals.

Community Reinvestment Act (CRA): The statute that requires the OCC to evaluate a bank's record of meeting the credit needs of its local community, consistent with the safe and sound operation of the bank, and to take this record into account when evaluating certain corporate applications filed by the bank.

Geography: A census tract delineated by the United States Bureau of the Census in the most recent decennial census.

Limited Purpose Institution: An institution that offers only a narrow product line (such as credit cards or automobile loans) to a regional or broader market and for which a designation as limited purpose bank is in effect. [*This definition is not needed if bank is designated a wholesale institution.*]

Median Family Income (MFI): The median income derived from the United States Census Bureau's American Community Survey data every 5 years and used to determine the income level category of geographies. Also, it is the median income determined by the Federal Financial Institutions Examination Council (FFIEC) annually that is used to determine the income level of individuals within a geography. For any given geography, the median is the point at which half of the families have income above it and half below it. (See the four categories of median income below.)

- **Low-Income** – An income level that is less than 50% of the MFI.
- **Moderate-Income** – An income level that is at least 50% and less than 80% of the MFI.
- **Middle-Income** – An income level that is at least 80% and less than 120% of the MFI.
- **Upper-Income** – An income level that is 120% or more of the MFI.

Metropolitan Area (MA): Refers to an MSA or a metropolitan division.

Metropolitan Division (MD): As defined by Office of Management and Budget, a county or group of counties within a Metropolitan Statistical Area that contains a population of at least 2.5 million. A Metropolitan Division consists of one or more counties that represent an employment center or centers, plus adjacent counties associated with the main county or counties through commuting ties.

Metropolitan Statistical Area: An area, defined by the Office of Management and Budget, as having at least one urbanized area that has a population of at least 50,000. The Metropolitan Statistical Area comprises the central county or counties, plus adjacent outlying counties having a high degree of social and economic integration with the central county as measured through commuting.

Net Operating Income: As listed in the Consolidated Report of Condition and Income: Income before income taxes and extraordinary items and other adjustments. [*Schedule RI -*

Income Statement, line 8 or UBPR, page 2, “PreTax Operating Income (TE)”]

Pass-Through Receivables: Outstanding receivables tied to all accounts issued or owned by the bank. Pass-through receivables include receivables attributable and receivables retained on balance sheet as those terms are used in 12 CFR 8. *[If not already reported to the OCC, the bank provides this information. If not applicable to institution being examined, definition is not required.]*

Qualified Investment: A qualified investment is defined as any lawful investment, deposit, membership share, or grant that has as its primary purpose community development.

Tier 1 Capital: The total of common shareholders’ equity, perpetual preferred shareholders’ equity with noncumulative dividends, retained earnings and minority interests in the equity accounts of consolidated subsidiaries. *[Schedule RC-R - Regulatory Capital, line 3a(1) or UBPR, page 11A, “Net Tier One”]*

Total Assets: Total bank assets as listed in the Consolidated Report of Condition and Income. *[Schedule RC - Balance Sheet, line 12 or UBPR, page 4, “Total Assets”]*

Total Income: From the Consolidated Report of Condition and Income – Total Interest income plus Total Noninterest income. *[Schedule RI - Income Statement, Total Interest Income, line 1g and Total Noninterest Income, line 5g, except for banks with domestic offices only and total assets less than \$100 million, line 5c or UBPR, page 2, “Total Interest Income” and “Noninterest Income”]*

Wholesale Institution: An institution that is not in the business of extending home mortgage, small business, small farm, or consumer loans to retail customers and for which a designation as a wholesale bank is in effect.