



PUBLIC DISCLOSURE

April 27, 2015

**COMMUNITY REINVESTMENT ACT
PERFORMANCE EVALUATION**

Fulton Bank, National Association
Charter Number 24891

One Penn Square (P.O. Box 4887)
Lancaster, PA 17601

Office of the Comptroller of the Currency

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NOTE: This document is an evaluation of this institution's record of meeting the credit needs of its entire community, including low- and moderate-income neighborhoods, consistent with safe and sound operation of the institution. This evaluation is not, and should not be construed as, an assessment of the financial condition of this institution. The rating assigned to this institution does not represent an analysis, conclusion, or opinion of the federal financial supervisory agency concerning the safety and soundness of this financial institution.

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Overall CRA Rating

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

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

Performance Levels	Performance Tests		
	Lending Test*	Investment Test	Service Test
Outstanding			
High Satisfactory		X	
Low Satisfactory	X		X
Needs to Improve			
Substantial Noncompliance			

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

The major factors considered in this rating include:

- The OCC considered discriminatory or other illegal credit practices in rating the bank’s performance. The CRA performance rating was not lowered as a result of these findings. We considered the nature, extent, and strength of the evidence of the practices; the extent to which institution had policies and procedures in place to prevent the practices; and the extent to which the institution has taken or has committed to take corrective action, including voluntary corrective action resulting from self-assessment; and other relevant information.
- Lending levels reflect adequate responsiveness to assessment area credit needs;
- A high percentage of loans are made in the bank’s assessment areas;
- Overall, the geographic distribution of loans reflects poor penetration throughout the assessment areas, particularly to low- or moderate-income geographies in the assessment areas;
- The distribution of borrowers reflects, given the product lines offered by the institution, adequate penetration among retail customers of different income levels and business customers of different size;
- The institution has made an adequate level of community development loans;
- The institution has a significant level of qualified community development investments and grants;
- Delivery systems are reasonably accessible to essentially all portions of the institutions assessment areas;
- The institution provides an adequate level of community development services.

In arriving at the overall Service Test rating, we considered flexible lending products offered across the bank’s assessment areas. These include the bank’s Homebuyer Advantage Plus

mortgages, as well as mortgages offered through FHA and the Pennsylvania Housing Finance Agency. Fulton also offers reverse mortgages for homeowners that meet the minimum age requirements.

Definitions and Common Abbreviations

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

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

Aggregate Lending: The number of loans originated and purchased by all reporting lenders in specified income categories as a percentage of the aggregate number of loans originated and purchased by all reporting lenders in the 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 1,200 and 8,000 people, with an optimum size of 4,000 people.

CEBA: Competitive Equality Banking Act of 1987, which permitted corporations to form limited-purpose credit card banks, whose operations are restricted to credit card activities, without the corporation becoming subject to the limitations of a “bank holding company” under the Bank Holding Company Act. A CEBA credit card bank engages only in credit card operations, does not accept demand deposits or savings or time deposits of less than \$100 thousand (other than to secure extensions of credit), maintains only one office and does not engage in the business of making commercial loans. (Credit card loans made to businesses, which meet the criteria for a “small business concern,” that are eligible for business loans under regulations established by the Small Business Administration under 13 CFR 121 are not considered commercial loans).

Combined Statistical Area: Any two adjacent Core Based Statistical Areas (CBSAs) may form a CSA if the employment interchange measure meets a level defined by the Office of Management and Budget.

Core Based Statistical Area (CBSA): A CBSA is a geographic entity associated with at least one core of 10,000 or more population, plus adjacent territory that has a high degree of social and economic integration with the core as measured by commuting ties. The standards designate and delineate two categories of CBSAs: Metropolitan Statistical Areas and Micropolitan Statistical Areas.

Community Development: Affordable housing (including multifamily rental housing) for low- or moderate-income individuals; community services targeted to low- or moderate-income individuals; activities that promote economic development by financing businesses or farms that meet Small Business Administration Development Company or Small Business Investment Company programs size eligibility standards or have gross annual revenues of \$1 million or less; activities that revitalize or stabilize low- or moderate-income geographies, distressed or underserved nonmetropolitan middle-income geographies, or designated disaster areas; or loans, investments, and services that support, enable or facilitate projects or activities under

HUD Neighborhood Stabilization Program criteria that benefit low-, moderate-, and middle-income individuals and geographies in the bank's assessment area(s) or outside the assessment area(s) provided the bank has adequately addressed the community development needs of its assessment area(s).

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

Consumer Loan: A loan to one or more individuals for household, family, or other personal expenditures. A consumer loan does not include a home mortgage, small business, or small farm loan. This definition includes the following categories: motor vehicle loans, credit card loans, home equity loans, other secured consumer loans, and other unsecured consumer loans.

Distressed Nonmetropolitan Middle-Income Geography: A county that meets one or more of the following triggers: (1) An unemployment rate of at least 1.5 times the national average, (2) a poverty rate of 20 percent or more, or (3) a population loss of 10 percent or more between the previous and most recent decennial census or a net migration loss of five percent or more over the five-year period preceding the most recent census.

Family: A group of two or more people (one of whom is the householder) related by birth, marriage, or adoption, residing together. A family household may also include non-relatives living with the family.

Full Review: Performance under the Lending, Investment, and Service Tests is analyzed considering performance context, quantitative factors (e.g., geographic distribution, borrower distribution, and total number and dollar amount of investments), and qualitative factors (e.g., innovativeness, complexity, and responsiveness).

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

Home Mortgage Disclosure Act (HMDA): The statute that requires certain mortgage lenders that conduct business or have banking offices in a metropolitan statistical area to file annual summary reports of their mortgage lending activity. The reports include such data as applicant race, gender, and income, loan amount requested, disposition of the application (e.g., originated, denied, and withdrawn) loan pricing, lien status, requests for preapproval, and type of collateral (e.g., manufactured housing).

Home Mortgage Loans: Such loans include home purchase, home improvement and refinancings, as defined in the HMDA regulation. These include loans for multifamily (five or more families) dwellings, manufactured housing and one-to-four family dwellings other than manufactured housing.

Household: Consists of one or more persons, whether related (family) or unrelated (nonfamily), occupying a housing unit. Persons not living in households are classified as living in group quarters. In 100 percent tabulations, the count of households always equals the count of occupied housing units.

Limited Review: Performance under the Lending, Investment, and Service Tests is analyzed using only quantitative factors (e.g., geographic distribution, borrower distribution, total number and dollar amount of investments, and branch distribution).

Low-Income: Individual income, or a geography with a median family income, that is less than 50 percent of the area median income.

Market Share: The number of loans originated and purchased by the institution as a percentage of the aggregate number of loans originated and purchased by all reporting lenders in the assessment area.

Median Family Income (MFI): The median income for families determined by the U. S. Census Bureau's American Community Survey every five years and used to determine the income level category of geographies. The MFI is updated annually by the Federal Financial Institutions Examination Council (FFIEC) and estimates the income level of individuals within a geography. For any given area, the median is the point at which half of the families have income above it and half below it.

Metropolitan Area (MA): Any metropolitan statistical area or metropolitan division, as defined by the Office of Management and Budget.

Metropolitan Division (MD): A Metropolitan Division is defined by the Office of Management and Budget and consists of one or more counties within a Metropolitan Statistical Area that contains a population of at least 2.5 million. MDs represent one or more employment centers, identified as a main county and, as applicable, contiguous counties with strong commuting ties to the main county.

Metropolitan Statistical Area (MSA): An area, defined by the Office of Management and Budget, as one or more whole counties having at least one urbanized area that has a population of at least 50,000. An MSA may include adjacent counties that have a high degree of social and economic integration with the urbanized area as measured through commuting ties.

Middle-Income: Individual income, or a geography with a median family income, that is at least 80 percent and less than 120 percent of the area median income.

Moderate-Income: Individual income, or a geography with a median family income, that is at least 50 percent and less than 80 percent of the area median income.

Multifamily: A residential structure that contains five or more units.

Other Products: Includes any unreported optional category of loans for which the institution collects and maintains data for consideration during a CRA examination. Consumer loans are an example of such activity.

Owner-Occupied Units: Housing units occupied by the owner or co-owner, even if the unit has not been fully paid for or is mortgaged.

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

Rated Area: A rated area is a state or multistate metropolitan area. For an institution with domestic branches in only one state, or multistate metropolitan area, the state or multistate rating is the institution's CRA rating. If an institution maintains domestic branches in more than one state, the institution will receive a separate rating for each state in which branches are located, unless those branches are within a multistate metropolitan statistical area. If an institution maintains domestic branches in two or more states within a multistate metropolitan area, the institution will receive a single rating for the multi-state metropolitan area.

Small Loan(s) to Business(es): A loan included in 'loans to small businesses' as defined in the Consolidated Report of Condition and Income (Call Report) instructions. These loans have original amounts of \$1 million or less and typically are either secured by nonfarm or nonresidential real estate or are classified as commercial and industrial loans.

Small Loan(s) to Farm(s): A loan included in 'loans to small farms' as defined in the Consolidated Report of Condition and Income (Call Report) instructions. These loans have original amounts of \$500 thousand or less and are either secured by farmland, or are classified as loans to finance agricultural production and other loans to farmers.

Tier One Capital: The total of common shareholders' equity, perpetual preferred shareholders' equity with non-cumulative dividends, retained earnings and minority interests in the equity accounts of consolidated subsidiaries.

Underserved Nonmetropolitan Middle-Income Geography: A nonmetropolitan middle-income geography will be designated as underserved if it meets criteria for population size, density, and dispersion that indicate the area's population is sufficiently small, thin, and distant from a population center that the tract is likely to have difficulty financing the fixed costs of meeting essential community needs. The Agencies will use as the basis for these designations the "urban influence codes," numbered "7," "10," "11," and "12," maintained by the Economic Research Service of the United States Department of Agriculture.

Upper-Income: Individual income, or a geography with a median family income, that is at least 120 percent of the area median income.

Description of Institution

Fulton Bank, National Association (“Fulton” or “bank”) is an interstate bank headquartered in Lancaster, Pennsylvania (PA), and wholly owned by Fulton Financial Corporation (FFC) , a \$17.1 billion financial services company also headquartered in Lancaster, PA. FFC is a six-bank holding company that provides investment management and planning services through Fulton Financial Advisors and Clermont Wealth Strategies. FFC also offers residential mortgage services through Fulton Mortgage Company.

Fulton provides a full array of deposit and credit products through 109 full-service and 4 limited-service branch offices distributed across 12 assessment areas in Pennsylvania (PA), Delaware (DE), Virginia (VA), and the Philadelphia-Camden-Wilmington, PA-NJ-DE-MD multistate MSA (Philadelphia MMA). Fulton opened two and closed four branches during the evaluation period, none of which were located in low- or moderate-income geographies.

As of December 31, 2014, Fulton had total assets of \$9.5 billion and Tier One capital was \$978 million. Total net loans and leases outstanding were \$7.7 billion. The bank’s loan portfolio consisted of 29.3% non-farm non-residential loans, 17.6% commercial & industrial loans, 26.1% one to four family residential loans, 2.0% loans to individuals, 7.0% construction and development loans, 8.2% loans to farms, 5.2% municipal loans and 4.6% in all other loans. Total deposits were \$7.2 billion.

There were no legal or financial factors impeding the bank’s ability during the evaluation period to help meet credit needs in its assessment areas. Fulton’s CRA performance was rated “Satisfactory” in the last public evaluation dated January 3, 2012.

Scope of the Evaluation

Evaluation Period/Products Evaluated

This Performance Evaluation (PE) assesses the bank's performance under the large institution Lending, Investment, and Service Tests. With the exception of community development (CD) loans, the evaluation period for the Lending Test is January 1, 2012 through December 31, 2014. For CD loans, the Investment Test, and the Service Test, the evaluation period is January 3, 2012 through December 31, 2014.

In evaluating the bank's lending performance, we reviewed home mortgage loans reported under the Home Mortgage Disclosure Act (HMDA) and small loans to businesses and farms reported under the Community Reinvestment Act (CRA) for calendar years 2012 through 2014. Multifamily loans were not considered. The volume of lending on multifamily properties was too low in all AAs to perform a quantitative analysis of performance. Small farm loans were considered in assessment areas where the volume was sufficient to complete a quantitative analysis. Refer to the "Scope" section of each state or multistate rating area for details.

We compared bank loan data to area demographic data using the U. S. Census 2006-2010 American Community Survey (ACS), the 2014 FFIEC adjusted median family incomes, and the 2014 Dun and Bradstreet small business demographic data. Data is based on MSA boundaries defined in 2004 and re-confirmed for MSAs relevant to bank assessment areas in 2013. To determine the bank's market share of lending and to compare the bank's level of lending to depository and nondepository lenders in each AA, we used HMDA peer mortgage data and CRA peer small business data from calendar year 2013.

Bank and branch deposit data is as of June 30, 2014 and was drawn from the Federal Deposit Insurance Corporation (FDIC). The distribution of bank branches is compared to the population estimates from 2014.

Data Integrity

Prior to this evaluation, the supervisory office selected and tested samples of HMDA and small business and small farm loan data at a bank affiliate to determine the accuracy and reliability of the data for use in this CRA evaluation.

Selection of Areas for Full-Scope Review

We selected two assessment areas (AAs) in Pennsylvania and one AA in Virginia for full-scope reviews. The Philadelphia MMA and the Sussex, DE AA also received full-scope reviews. Refer to the "Scope" section under each state or multistate rating section for details regarding how the areas were selected.

Ratings

The bank's overall rating is a blend of the state and multistate ratings. The state ratings are based primarily on those areas that received full-scope reviews with consideration given to performance in areas that received limited-scope reviews.

The bank's performance in Pennsylvania is weighted more heavily than the bank's performance in other rating areas. Of total bank deposits, 75.6% are in Pennsylvania. Seven of 12 AAs are located in Pennsylvania. Of total loans originated during the evaluation period, 70.7% were in Pennsylvania. Performance in the Philadelphia MMA and Virginia were weighted equally, with Delaware receiving the least weight in the rating process.

Ratings were based on conclusions regarding the bank's performance for the period 2012 through 2014 combined. Data on home mortgage, small business and small farm loans for the period 2012 and 2013 is presented separately from data on lending during 2014.

Performance related to home mortgage loans reported under HMDA is weighted more heavily than performance related to small business loans. The volume of home mortgage originations was significantly larger than the volume of small business loans in all markets. All loans originated and reported under HMDA and CRA were included in the performance analysis. Loans to farms received the least weight and were not considered in all AAs. In all cases, we placed more weight on performance against demographic comparators than on performance based on market share among specific loan types. Market share data is based on the bank's performance within a single year while performance compared to demographics considers all loans originated during the evaluation period.

Refer to the "Scope" section under each state or multistate ratings section for additional information on how different loan types were considered in the evaluation process.

Fair Lending or Other Illegal Credit Practices Review

Pursuant to 12 C.F.R. 25.28(c) or 12 C.F.R. 195.28(c), respectively, in determining a national bank's or Federal savings association's (collectively, bank) CRA rating, the OCC considers evidence of discriminatory or other illegal credit practices in any geography by the bank, or in any assessment area by an affiliate whose loans have been considered as part of the bank's lending performance. As part of this evaluation process, the OCC consults with other federal agencies with responsibility for compliance with relevant laws and regulations, including the U.S. Department of Justice, the U.S. Department of Housing and Urban Development, and the Consumer Financial Protection Bureau (CFPB), as applicable.

The OCC found that the bank violated the Servicemembers Civil Relief Act by failing to appropriately reduce servicemembers' interest rates to 6 percent. The bank provided reimbursement totaling \$6,700 to 37 customers, and implemented improved policies and procedures to prevent future violations.

The CRA performance rating was not lowered as a result of these findings. We considered the nature, extent, and strength of the evidence of the practices; the extent to which institution had policies and procedures in place to prevent the practices; and the extent to which the institution has taken or has committed to take corrective action, including voluntary corrective action resulting from self-assessment; and other relevant information.

The OCC will consider any information that this institution engaged in discriminatory or other illegal credit practices, identified by or provided to the OCC before the end of the institution's next performance evaluation, in that subsequent evaluation, even if the information concerns activities that occurred during the evaluation period addressed in this performance.

Multistate Metropolitan Area Ratings

Philadelphia Multistate MSA

CRA rating¹:	Needs to Improve
The Lending Test is rated:	Needs to Improve
The Investment Test is rated:	Needs to Improve
The Service Test is rated:	Low Satisfactory

The major factors considered in this rating include:

- Lending levels in the Philadelphia Multistate MSA (Philadelphia AA) reflect excellent responsiveness to overall AA credit needs;
- The geographic distribution of loans reflects poor penetration throughout the Philadelphia AA, considering conspicuous gaps in lending to LMI areas in the AA;
- The overall distribution of loans by income level of the borrower reflects adequate penetration among retail customers of different income levels and business customers of different sizes;
- Fulton exhibits adequate responsiveness to credit and community economic development needs through community development loans;
- Fulton exhibits a poor level of qualified investments with adequate responsiveness to credit and community economic development needs;
- Delivery systems are reasonably accessible to essentially all portions of the AA; and
- Fulton provides an adequate level of community development services in the AA.

Description of Institution's Operations Philadelphia Multistate MSA

The Philadelphia AA is comprised of portions of the Philadelphia-Camden-Wilmington, PA-NJ-DE-MD MSA 37980. Refer to appendix A for details. Fulton provides a full range of traditional loan and deposit products and services in the AA through 24 full-service branches. Among geographies of different income levels, one branch is located in low-income, two branches in moderate-income, 14 branches in middle-income, and 7 branches in upper-income geographies.

During the evaluation period, 12.1% of originated loans and 15.4% of bank-wide deposits were from the AA. As of June 30, 2014, Fulton held deposits totaling \$1.1 billion in the AA, which represented a 0.23% deposit market share and ranked Fulton number 25 of 110 financial institutions with operations in the AA. The three largest financial institutions in the AA by deposit market share are FIA Card Services, NA, Capital One, NA, and TD Bank, NA.

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

¹ This rating reflects performance within the multistate metropolitan area. The statewide evaluations do not reflect performance in the parts of those states contained within the multistate metropolitan area.

Scope of Evaluation in Philadelphia MMA

The Philadelphia AA received a full-scope review. The results of this review were incorporated into Fulton's overall CRA rating.

In performing our analysis, we placed greater weight on the bank's home mortgage lending as home mortgage loans represented the majority of the bank's CRA reportable lending activity. Within home mortgage lending, we placed equal weight on home purchase and home refinance loans with the least weight given to home improvement loans. Fulton made too few loans related to multifamily properties to conduct a quantitative analysis. We placed more weight on loans to businesses than on loans to farms.

During our evaluation, we reviewed two community contacts conducted in 2015. One organization provides clothing to homeless shelters and another manages affordable rental property targeted to low- and moderate-income individuals. Both contacts indicated there is ample need for both services in the community. Both also indicated their organizations could benefit from greater participation by local financial institutions to help fund ongoing operations.

LENDING TEST

Fulton's performance under the Lending Test in Philadelphia AA is rated Needs to Improve. Fulton's performance in the Philadelphia AA is poor, as a result of conspicuous gaps in the geographic distribution of loans.

Lending Activity

Relative to the bank's deposit market share and rank, lending levels reflect excellent responsiveness to the credit needs of the Philadelphia AA. However, the geographic distribution of loans indicates Fulton exhibits a poor record of serving the credit needs of the most economically disadvantaged areas in the Philadelphia AA. The borrower distribution of loans indicates Fulton exhibits an adequate record of serving low-income individuals, and a good record of serving very small businesses, consistent with safe and sound banking practices.

Fulton's equivalent market rank in home mortgage, business, and farm lending, relative to the number of reporting lenders in the AA, exceeds the bank's market rank in deposits. As of June 30, 2014, Fulton had a 0.23% deposit market share and ranked number 25 of 110 depository institutions doing business in the Philadelphia AA. Fulton held a market share of 0.35% and ranked number 60 out of 724 HMDA reporters in the overall volume of HMDA lending. Fulton held a 0.32% market share and ranked number 30 of 167 small business lenders in the AA. Fulton held a 7.4% market share and ranked number five of 23 small farm lenders in the AA.

Refer to the Lending Volume section of table 1 in the Philadelphia MMA section of appendix D for the facts and data used to evaluate Fulton's lending activity.

Distribution of Loans by Income Level of the Geography

The geographic distribution of loans reflects poor penetration throughout the Philadelphia AA. The geographic distribution of home mortgage loans is poor, given conspicuous gaps in loan

dispersion. The geographic distribution of small loans to businesses is adequate. The geographic distribution of small farm loans is good.

Home Mortgage Loans

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

Home Purchase

The geographic distribution of home purchase loans in the Philadelphia AA is poor. Fulton's percentage of home purchase loans in low-income geographies is below the percentage of owner-occupied units in low-income geographies. Fulton's percentage of home purchase loans in moderate-income geographies is somewhat below the percentage of owner-occupied units in moderate-income geographies. Fulton's market share of home purchase loans in low-income geographies is below their overall market share of home purchase loans in the Philadelphia AA. Fulton's market share of home purchase loans in moderate-income geographies is significantly below their overall market share of home purchase loans in the Philadelphia AA.

Home Improvement Loans

The geographic distribution of home improvement loans in the Philadelphia AA is poor. Fulton's made no home improvement loans in low-income geographies. The percentage of home improvement loans in moderate-income geographies is below the percentage of owner-occupied units in moderate-income geographies. The bank's market share of home improvement loans in moderate-income geographies is significantly below its overall market share of home improvement loans in the Philadelphia AA.

Home Refinance Loans

The geographic distribution of home refinance loans in the Philadelphia AA is poor. Fulton's percentage of home refinance loans in low-income geographies is significantly below the percentage of owner-occupied units in those geographies. The bank's percentage of home refinance loans in moderate-income geographies is below the percentage of owner-occupied units in those geographies. The bank's market share of home refinance loans in low-income areas is significantly below its overall market share of home refinance loans. The bank's market share of home refinance loans in moderate-income areas is below its overall market share of home refinance loans in the Philadelphia AA.

Small Loans to Businesses

The geographic distribution of small loans to businesses is adequate. Fulton's percentage of small loans to businesses in low-income geographies is below the percentage of businesses in low-income geographies. Fulton's percentage of small loans to businesses in moderate-income geographies exceeds the percentage of businesses in moderate-income geographies. The bank's market share of small loans to businesses in low-income geographies is below its overall market share of small loans to businesses. The bank's market share of small loans to

businesses in moderate-income areas exceeds its overall market share of small loans to businesses in the Philadelphia AA.

Refer to table 6 in the Philadelphia MMA section of appendix D for the facts and data used to evaluate the geographic distribution of origination/purchase of small loans to businesses.

Small Loans to Farms

The geographic distribution of small loans to farms is good. Fulton's percentage of small loans to farms in low-income geographies is below the percentage of farms in low-income geographies. Fulton's percentage of small loans to farms in moderate-income geographies exceeds the percentage of farms in moderate-income geographies. Fulton made no small loans to farms in low-income geographies in 2013, the year for which comparisons are made. However, only 87 farms are located in low-income geographies. The bank's market share of small loans to farms in moderate-income areas exceeds its overall market share of small loans to farms in the Philadelphia AA.

Refer to table 7 in the Philadelphia MMA section of appendix D for the facts and data used to evaluate the geographic distribution of origination/purchase of small loans to farms.

Lending Gap Analysis

We evaluated the lending distribution in the Philadelphia AA to determine if any unexplained, conspicuous gaps existed. We used reports on HMDA and CRA loan data to compare the geographies where loans were made to the geographies in the AA. We considered competition, market conditions, and demographic information. We identified conspicuous gaps in the distribution of lending to LMI geographies in the cities of Philadelphia, Chester, and Wilmington, and the boroughs of Lansdale and Souderton. Although the bank's branches are located in suburban areas, the number and dispersion of the bank's loans, including in middle- and upper-income geographies in the city of Philadelphia, indicate the bank has the capacity to lend across the entire AA. This had a negative impact on our conclusion regarding Fulton's geographic distribution of loans.

Inside/Outside Ratio

A substantial majority of loans are made in Fulton's AAs. Overall, 85.5% of the bank's loan originations were in their AAs. For home mortgage loans, 84.2% of all originations were in the AAs. For loans to businesses and farms, 93.6% and 86.6% respectively were in the bank's AAs.

This analysis was performed on the entire bank rather than by AA and factored into the overall analysis of the geographic distribution of lending by income level of geography.

Distribution of Loans by Income Level of the Borrower

The overall distribution of loans by income level of the borrower in the Philadelphia AA reflects adequate penetration among retail customers of different income levels and business and farm customers of different sizes. The distribution of home mortgage loans by borrower income level is poor. The distribution of loans to small businesses (businesses with less than \$1 million

in gross annual revenues) is good. The distribution of loans to small farms (farms with less than \$1 million in gross annual revenues) is adequate.

Home Mortgage Loans

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

Home Purchase Loans

The distribution of home purchase loans by income level of the borrower in the Philadelphia AA is adequate. Fulton's percentage of home purchase loans to low-income borrowers is significantly below the percentage of low-income families in the Philadelphia AA. Fulton's percentage of home purchase loans in moderate-income geographies exceeds the percentage of moderate-income families in the Philadelphia AA. The bank's market share of home purchase loans to low-income borrowers is below their overall market share of home purchase loans in the Philadelphia AA. The bank's market share of home purchase loans to moderate-income borrowers is somewhat below their overall market share of home purchase loans in the Philadelphia AA.

Home Improvement Loans

The distribution of home improvement loans by income level of the borrower in the Philadelphia AA is adequate. Fulton's percentage of home improvement loans to low-income borrowers is significantly below the percentage of low-income families in the Philadelphia AA. Fulton's percentage of home improvement loans to moderate-income borrowers equals the percentage of moderate-income families in the Philadelphia AA. The bank made no home improvement loans to low-income borrowers during 2013, the year for which comparisons are made. Fulton's market share of home improvement loans to moderate-income borrowers is somewhat below their overall market share of home improvement loans in the Philadelphia AA.

Home Refinance Loans

The distribution of home refinance loans by income level of the borrower in the Philadelphia AA is poor. Fulton's percentage of home refinance loans to low-income borrowers is significantly below the percentage of low-income families in the Philadelphia AA. Fulton's percentage of home refinance loans to moderate-income borrowers is somewhat below the percentage of moderate-income families in the Philadelphia AA. The bank's market share of home refinance loans to low-income borrowers is significantly below their overall market share of home refinance loans in the Philadelphia AA. The bank's market share of home refinance loans to moderate-income borrowers is somewhat below their overall market share of home refinance loans in the Philadelphia AA.

Loans to Small Businesses

The distribution of loans to small businesses is good. Fulton's percentage of loans to small businesses is near to the percentage of small businesses in the Philadelphia AA. Fulton's

market share of loans to small businesses exceeds their overall market share of loans to businesses.

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

Loans to Small Farms

The distribution of loans to small businesses is adequate. Fulton's percentage of loans to small farms is somewhat below the percentage of small farms in the Philadelphia AA. Fulton's market share of loans to small farms is near to their overall market share of loans to farms. Less than a majority of loans made to businesses were in amounts less than \$100 thousand.

Refer to table 12 in the Philadelphia MMA section of appendix D for the facts and data used to evaluate the borrower distribution of the bank's origination and purchase of small loans to farms.

Community Development Lending

Fulton made an adequate level of community development loans during the evaluation period. The bank made five community development loans totaling \$22.6 million in the Philadelphia AA. Loans supported affordable housing and community services targeted to low- and moderate-income residents. The level of community development lending in the Philadelphia AA was considered positive but did not change the overall Lending Test rating.

Refer to table 1 Lending Volume in the Philadelphia MMA section of appendix D for the facts and data used to evaluate Fulton's level of community development lending. This table includes all CD loans, including multifamily loans that also qualify as CD loans. In addition, table 5 includes geographic lending data on all multi-family loans, including those that also qualify as CD loans. Table 5 does not separately list CD loans, however.

Product Innovation and Flexibility

Fulton offers flexible lending products for eligible borrowers. Specific information on the impact of those products was not provided. As a result, flexible lending products did not impact conclusions about the bank's lending performance.

INVESTMENT TEST

Fulton's performance under the Investment Test in the Philadelphia AA is rated Needs to Improve. Fulton's performance in the Philadelphia AA is poor. The Philadelphia AA is an area with significant demonstrated need with no evidence opportunities to make grants or investments are limited. Combined donations and investments made during the prior and current periods in the AA total 3.8% of bankwide qualified investments compared to 15.4% of total bank deposits in the Philadelphia AA.

The bank made 13 donations totaling \$58.6 thousand during the evaluation period. Donations supported community services for low-and moderate-income families. The bank also made

one investment of \$1.5 million and retained 14 investments totaling \$4.6 million from a prior period. All investments support affordable housing for low- and moderate-income families in the assessment area.

Refer to table 14 in the Philadelphia MMA section of appendix D for the facts and data used to evaluate Fulton's level of qualified investments.

SERVICE TEST

Fulton's performance under the Service Test in Philadelphia AA is rated Low Satisfactory. Based on full-scope reviews, Fulton's performance in the Philadelphia AA is adequate.

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

Retail Banking Services

Delivery systems are reasonably accessible to essentially all portions of the institution's assessment area. Although only 12% of branches are located in LMI tracts compared to 30.8% of the population and 31.9% of tracts defined as low- or moderate-income, four branches are located immediately adjacent to low- and moderate-income geographies, improving access to residents in those areas.

To the extent changes have been made, the institution's opening, closing, and acquisition of branches has generally not adversely affected the accessibility of its delivery systems, particularly in low- and moderate-income geographies and/or to low- and moderate-income individuals in the Philadelphia AA. Fulton closed no branches and opened two branches in middle-income geographies during the evaluation period.

Services, including where appropriate, business hours, do not vary in a way that inconveniences portions of the Philadelphia AA, particularly low- and moderate- income geographies and/or individuals. In general, branch services and hours are consistent across the assessment area. Two of the 24 branches do not offer Saturday hours. One branch is located in a low-income geography while the other is located in a middle-income geography.

Community Development Services

The institution provides a relatively high level of community development services. During the evaluation period, 20 Fulton employees provided services requiring their expertise in financial services to 52 different community development organizations in the Philadelphia AA. These organizations support economic development and affordable housing, and provide a broad array of community services for low- and moderate-income individuals and families, including emergency housing, food assistance, and financial literacy counseling.

State Ratings

State of Pennsylvania

CRA Rating for Pennsylvania^[1]:	Satisfactory
The Lending Test is rated:	Low Satisfactory
The Investment Test is rated:	High Satisfactory
The Service Test is rated:	Low Satisfactory

The major factors considered in this rating include:

- Fulton's lending levels in Pennsylvania reflect good responsiveness to overall AA credit needs;
- The geographic distribution of loans reflects a poor penetration throughout the bank's AAs;
- The borrower distribution of loans reflects good penetration among borrowers of different income levels and small farms, and adequate penetration among businesses of different sizes;
- The bank provided an adequate level of community development lending in the state;
- Fulton exhibits a good level of qualified investments in PA;
- Delivery systems are reasonably accessible to essentially all portions of the bank's AAs; and
- Overall, Fulton provides an adequate level of community development services in PA.

Description of Institution's Operations in Pennsylvania

Fulton has seven AAs within Pennsylvania. Refer to appendix A for details on AA composition.

Fulton provides a full range of loan and deposit products and services to its AAs through 65 full-service within Pennsylvania. During the evaluation period, 75.6% of bank-wide deposits and 70.7% of originated loans were from Pennsylvania. As of June 30, 2014, Fulton held deposits totaling \$5.2 billion in Pennsylvania, which represented a 1.9% market share and ranked the bank number 12 of 231 financial institutions with operations in Pennsylvania. The state's largest depository institutions are PNC Bank, Wells Fargo Bank, NA and Citizens Bank of Pennsylvania.

The most significant AAs in the state, in terms of lending and deposits, are the Harrisburg and Lancaster AAs. The Harrisburg AA has 13 full-service branches, and accounts for 12.0% of rated area deposits and 15.9% of rated area loans originated during the evaluation period. The bank opened no new branches, but closed one branch during the evaluation period. The closed branch was located in an upper-income geography.

The Lancaster AA has 28 full-service branches and accounts for 49.8% of rated area deposits and approximately 39.7% of rated area loans originated during the evaluation period. Fulton

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

opened no new branches and closed one branch in the AA during the evaluation period. The closed branch was located in a middle-income geography.

The Reading AA has 10 full-service branches and accounts for 8.6% of the rated area deposits and approximately 18.2% of the rated area loans originated during the evaluation period. Fulton neither opened nor closed branches in the AA during the evaluation period.

The Lebanon AA has eight full-service branches and accounts for 13.0% of the rated area deposits and approximately 10.6% of the rated area loans originated during the evaluation period. Fulton opened no branches and closed one branch in the AA during the evaluation period. The closed branch was located in a middle-income geography.

The Schuylkill AA has 1 full-service branch and accounts for 1.7% of the rated area deposits and approximately 1.5% of the rated area loans originated during the evaluation period. Fulton neither opened nor closed branches in the AA during the evaluation period.

The State College AA has two full-service branches and accounts for 1.1% of the rated area deposits and approximately 1.5% of the rated area loans originated during the evaluation period. Fulton neither opened nor closed branches in the AA during the evaluation period.

The York AA has three full-service branches and accounts for 13.8% of the rated area deposits and approximately 12.6% of the rated area loans originated during the evaluation period. . Fulton opened no branches and closed one branch in the AA during the evaluation period. The closed branch was located in a middle-income geography.

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

Scope of Evaluation in Pennsylvania

The Harrisburg and the Lancaster AAs received full-scope evaluations. The Reading, Lebanon, Schuylkill, State College and York AAs received limited-scope evaluations. The ratings for Pennsylvania are primarily based on the results of the full-scope reviews, but were also influenced by performance in the limited-scope areas. Refer to the table in appendix A for more information.

During our evaluation, we contacted one community development organization in Harrisburg and one in Lancaster. The organization in Harrisburg supports affordable housing and also provides assistance with rental housing and transitional and emergency housing for area families. The organization in Lancaster provides emergency shelter to individuals experiencing homelessness. Both organizations noted that area financial institutions are helping to meet credit needs and support community development efforts. Both contacts also noted that affordable housing continues to be a need in both AAs.

LENDING TEST

The bank's performance under the Lending Test in Pennsylvania is rated Low Satisfactory. Overall performance reflects the impact of performance in limited-scope AAs. The overall geographic distribution of loans is poor. The overall borrower distribution of loans is good. The level of community development lending had a neutral impact on the overall Lending Test rating. Of community development lending bankwide, 66% was attributed to PA compared to 75% of total bank deposits in PA.

Conclusions for Areas Receiving Full-Scope Reviews

Based on full-scope reviews, the bank's performance in the Harrisburg AA is adequate. Performance in the Lancaster AA is good.

Lending Activity

Fulton's lending levels in Pennsylvania reflect good responsiveness to overall AA credit needs. Based on full-scope reviews, the bank's performance in the Harrisburg AA is adequate and good in the Lancaster AA. The institution exhibits a good record of serving the credit needs of the most economically disadvantaged area(s) of its assessment area(s), low-income individuals, and/or very small businesses, consistent with safe and sound banking practices.

Conclusions regarding lending activity are based on the total volume of lending throughout the evaluation period compared to deposit market share as of June 30, 2014. Comparisons were made to peer mortgage and peer small business and small farm data for loans reported during calendar year 2013.

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

Harrisburg MSA

Fulton's lending levels in the Harrisburg AA reflect excellent responsiveness to AA credit needs relative to deposit market share and rank. However, the geographic distribution of loans indicates the bank exhibits a poor record of serving the credit needs of the most economically disadvantaged areas in the Harrisburg AA. The borrower distribution of loans indicates Fulton exhibits an adequate record of serving low-income individuals and very small businesses, and a good record of serving very small farms, consistent with safe and sound banking practices.

Fulton's equivalent market rank in home mortgage lending, relative to the number of reporting lenders in the AA, exceeds the bank's market rank in deposits. As of June 30, 2014, the bank held a 5.3% market share of deposits and ranked number six among 21 depository financial institutions. Fulton held a 3.0% market share of home mortgage loans overall and ranked number four among 378 reporting lenders. Fulton's market rank in small business lending is good and small farm lending activity exceeds the bank's deposit market share and rank. Fulton held a 1.4% market share of small loans to businesses and ranked number 17 of 65 reporting lenders. Fulton held an 8.7% market share of small loans to farms and ranked number three among 17 reporting lenders.

Performance related to the distribution of loans among borrowers and geographies of different incomes is discussed separately below.

Lancaster MSA

Fulton's lending levels in the Lancaster AA reflect excellent responsiveness to AA credit needs relative to deposit market share and rank. The geographic distribution of loans indicates the bank exhibits a good record of serving the credit needs across the Lancaster AA. The borrower distribution of loans indicates Fulton exhibits an adequate record of serving low-income individuals and very small businesses, and a good record of serving very small farms, consistent with safe and sound banking practices.

Fulton's equivalent market rank in home mortgage lending, relative to the number of reporting lenders in the AA, exceeds the bank's market rank in deposits. As of June 30, 2014, the bank held a 25.1% market share of deposits and ranked number two among 20 depository financial institutions. Fulton held a 7.7% market share of home mortgage loans overall and ranked number two among 359 reporting lenders. Fulton's equivalent market rank in small business lending is poor, however, small farm lending activity exceeds the bank's deposit market share and rank. Fulton held a 3.4% market share of small loans to businesses and ranked number 11 of 60 reporting lenders. Fulton held a 13.7% market share of small loans to farms and ranked number two among 18 reporting lenders.

Performance related to the distribution of loans among borrowers and geographies of different incomes is discussed separately below.

Distribution of Loans by Income Level of the Geography

The geographic distribution of loans reflects adequate penetration throughout the full-scope AAs. The geographic distribution of home mortgage loans is adequate. The distribution of loans to businesses and farms is good. We identified no unexplained, conspicuous gaps in the bank's lending patterns throughout its AAs.

Home Mortgage Loans

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

Harrisburg MSA

The geographic distribution of home mortgage loans in the Harrisburg AA reflects poor penetration throughout the AA.

Home Purchase Loans

The geographic distribution of home purchase loans reflects poor penetration throughout the AA. The percentage of loans in low-income geographies significantly below the percentage of owner-occupied units in those geographies. The percentage of loans made in moderate-income geographies is below the percentage of owner-occupied units in those geographies.

The bank's market share in low-income geographies is significantly below its overall market share for home purchase loans. The bank's market share in moderate-income geographies is below its overall market share for home purchase loans.

Home Improvement Loans

The geographic distribution of home improvement loans reflects poor penetration throughout the AA. The bank made no home improvement loans in low-income geographies during the evaluation period. The percentage of loans made in moderate-income geographies is below the percentage of owner-occupied units in those geographies. The bank's market share in moderate-income geographies is somewhat below its overall market share for home improvement loans.

Home Refinance Loans

The geographic distribution of home refinance loans reflects very poor penetration throughout the AA. The percentage of loans in low- and moderate-income geographies is significantly below the percentage of owner-occupied units in those geographies. The bank's market share in low- and moderate-income geographies is below its overall market share for home refinance loans.

Lancaster MSA

The geographic distribution of home mortgage loans in the AA reflects good penetration throughout the AA.

Home Purchase Loans

The geographic distribution of home purchases loans reflects good penetration throughout the AA. The percentage of loans in low- and in moderate-income geographies is near to the percentage of owner-occupied units in those geographies. The bank's market share in low-income geographies is below its overall market share for home purchase loans. The bank's market share in moderate-income geographies is somewhat below its overall market share for home purchase loans.

Home Improvement Loans

The geographic distribution of home improvement loans reflects adequate penetration throughout the AA. The percentage of loans made in low-income geographies is near to the percentage of owner-occupied units in those geographies. The percentage of loans made in moderate-income geographies is somewhat below the percentage of owner-occupied units in those geographies. The bank made no home improvement loans in 2013, the year for which comparisons are made. The bank's market share in moderate-income geographies is below its overall market share for home improvement loans.

Home Refinance Loans

The geographic distribution of home refinance loans reflects adequate penetration throughout the AA. The bank percentage of loans in low-income geographies is somewhat below the percentage of owner-occupied units in those geographies. The percentage of loans made in moderate-income geographies is below the percentage of owner-occupied units in these geographies. The bank's market share in low-income geographies exceeds its overall market share for home refinance loans. The bank's market share in moderate-income geographies is somewhat below its overall market share for home refinance loans.

Small Loans to Businesses

Overall, the geographic distribution of small loans to businesses reflects good penetration throughout the AA.

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

Harrisburg MSA

The geographic distribution of small loans to businesses reflects adequate penetration throughout the AA. The percentage of small loans to businesses in low-income geographies exceeds the percentage of businesses located in low-income geographies. The percentage of small loans to businesses in moderate-income geographies is somewhat below the percentage of businesses located in moderate-income geographies. The bank's market share of loans to businesses in low-income geographies is significantly below its overall market share. The bank's market share of loans to businesses in moderate-income geographies is somewhat below its overall market share.

Lancaster MSA

The geographic distribution of small loans to businesses reflects excellent penetration throughout the AA. The percentage of small loans to businesses in low-income geographies exceeds the percentage of businesses located in low-income geographies. The percentage of small loans to businesses in moderate-income geographies is near to the percentage of businesses located in moderate-income geographies. The bank's market share of loans to businesses in low-income geographies exceeds their overall market share. The bank's market share of loans to businesses in moderate-income geographies is below their overall market share.

Small Loans to Farms

Overall, the geographic distribution of small loans to farms reflects good distributions throughout the AAs.

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

Harrisburg MSA

The geographic distribution of small loans to farms is good. The bank made no loans in low-income geographies, however, less than one percent of farms are located in low-income geographies. The percentage of small loans to farms in moderate-income geographies is near to the percentage of farms located in moderate-income geographies. The bank did not have a market share of loans to farms in low- or moderate-income geographies.

Lancaster MSA

Fulton made no small loans to farms in low- or moderate-income geographies during the evaluation period. However, we considered that only two farms are located in low-income geographies and only 5 farms are located in moderate-income geographies.

Lending Gap Analysis

We evaluated the lending distribution in the Harrisburg AA, Lancaster AA, and limited-scope PA AAs to determine if any unexplained, conspicuous gaps existed. We used HMDA and CRA data reports to compare the geographies where loans were made to the geographies in the AAs. We also considered competition, market conditions, and demographic information. No unexplained, conspicuous gaps were identified.

Distribution of Loans by Income Level of the Borrower

Overall, the distribution of loans to borrowers in full-scope AAs reflects adequate penetration among retail customers of different income levels and excellent penetration among businesses and farms of different sizes.

Home Mortgage Loans

The overall borrower distribution of home mortgage loans is adequate.

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

Harrisburg AA

The overall borrower distribution of home mortgage loans in the Harrisburg AA is adequate.

Home Purchase Loans

The overall borrower distribution of home purchase loans is adequate. The percentage of loans to low-income borrowers is significantly below the percentage of low-income families. The percentage of loans to moderate-income borrowers exceeds the percentage of moderate-income families in the AA. The bank's market share of loans to low-income borrowers is below its overall market share of home purchase loans. The bank's market share of loans to moderate-income borrowers is near to its overall market share of home purchase loans.

Home Improvement Loans

The overall borrower distribution of home improvement loans is poor. The percentage of loans to low-income borrowers is significantly below the percentage of low-income families. The percentage of loans to moderate-income borrowers is near to the percentage of moderate-income families in the AA. The bank's market share of loans to low-income borrowers is significantly below its overall market share of home improvement loans. The bank's market share of loans to moderate-income borrowers is somewhat below its overall market share of home improvement loans.

Home Refinance Loans

The overall borrower distribution of home refinance loans is poor. The percentage of loans to low-income borrowers is significantly below the percentage of low-income families. The percentage of loans to moderate-income borrowers is somewhat below the percentage of moderate-income families in the AA. The bank's market share of loans to low-income and moderate-income borrowers is below their overall market share of home refinance loans.

Lancaster AA

The overall borrower distribution of home mortgage loans in the Lancaster AA is adequate.

Home Purchase Loans

The overall borrower distribution of home purchase loans is adequate. The percentage of loans to low-income borrowers is below the percentage of low-income families. The percentage of loans to moderate-income borrowers exceeds the percentage of moderate-income families in the AA. The bank's market share of loans to low-income borrowers is somewhat below their overall market share of home purchase loans. The bank's market share of loans to moderate-income borrowers is near to their overall market share of home purchase loans.

Home Improvement Loans

The overall borrower distribution of home improvement loans is adequate. The percentage of loans to low-income borrowers is significantly below the percentage of low-income families. The percentage of loans to moderate-income borrowers exceeds the percentage of moderate-income families in the AA. The bank's market share of loans to low-income is near to its overall market share of home improvement loans. The bank's market share of loans to moderate-income borrowers exceeds their overall market share of home purchase loans.

Home Refinance Loans

The overall borrower distribution of home refinance loans is adequate. The percentage of loans to low-income borrowers is significantly below the percentage of low-income families. The percentage of loans to moderate-income borrowers exceeds the percentage of moderate-income families in the AA. The bank's market share of loans to low-income borrowers is somewhat below its overall market share of home refinance loans. The bank's market share of

loans to moderate-income borrowers is near to their overall market share of home purchase loans.

Loans to Small Businesses

The overall distribution of loans to small businesses (businesses with less than \$1 million in gross annual revenue) is adequate.

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

Harrisburg AA

The distribution of loans to small businesses is adequate. The percentage of loans to small businesses is somewhat below the percentage of small businesses in the AA. The bank's market share of loans to small businesses exceeds its overall market share of loans to businesses. Less than a majority of loans made to businesses were in amounts less than \$100 thousand.

Lancaster AA

The distribution of loans to small businesses is adequate. The percentage of loans to small businesses is somewhat below the percentage of small businesses. The bank's market share of loans to small businesses exceeds its overall market share of loans to businesses. Less than a majority of loans made to businesses were in amounts less than \$100 thousand.

Loans to Small Farms

The overall distribution of loans to small farms (farms with less than \$1 million in gross annual revenue) is good.

Refer to table 12 in the Pennsylvania section of appendix D for the facts and data used to evaluate the borrower distribution of the bank's origination and purchase of small loans to farms.

Harrisburg AA

The distribution of loans to small farms is good. The percentage of loans to small farms is near to the percentage of farms in the AA. The bank's market share of loans to small farms exceeds its overall market share of loans to farms. A majority of loans to farms were in amounts less than \$100 thousand.

Lancaster AA

The distribution of loans to small farms from 2012 through 2014 is good. The percentage of loans to small farms is near to the percentage of farms in the AA. The bank's market share of loans to small farms exceeds its overall market share of small loans to farms. A majority of loans to farms were in amounts less than \$100 thousand.

Community Development Lending

Fulton made an adequate level of community development loans in full-scope areas during the evaluation period.

Refer to table 1 in the Pennsylvania section of appendix D for the facts and data used to evaluate the level of CD lending. This table includes all CD loans, including multifamily loans that also qualify as CD loans. In addition, table 5 includes geographic lending data on all multifamily loans, including those that also qualify as CD loans. Table 5 does not separately list CD loans, however.

Harrisburg AA

Fulton made an adequate level of community development loans in the Harrisburg AA. The bank originated four loans totaling \$9.2 million during the evaluation period. Loans provided funding for affordable housing and a health center that primarily serves low- and moderate-income individuals.

Lancaster AA

Fulton made an adequate level of community development loans in the Lancaster AA. The bank originated seven loans totaling \$20.4 million during the evaluation period. Loans primarily supported affordable housing for low- and moderate-income individuals. One loan was to an organization that provides housing for homeless women and children.

Product Innovation and Flexibility

Fulton offers flexible lending products for eligible borrowers. Specific information on the impact of those products was not provided. As a result, flexible lending products did not impact conclusions about the bank's lending performance.

Conclusions for Areas Receiving Limited-Scope Reviews

Based on limited-scope reviews, the bank's performance under the Lending Test in limited-scope areas is generally consistent with the bank's performance in the Harrisburg AA and weaker than performance in the Lancaster AA. Performance in the limited-scope areas with regard to the borrower distribution of loans was generally stronger than in full-scope areas. This had a positive impact on the conclusion regarding the borrower distribution of loans overall in PA, but did not change the overall Lending Test rating.

INVESTMENT TEST

The bank's performance under the Investment Test in Pennsylvania is rated High Satisfactory.

The state rating considers performance in limited-scope AAs, which had a neutral impact on the overall Investment Test rating.

Conclusions for Areas Receiving Full-Scope Reviews

Based on full-scope reviews, the bank's performance in the full-scope AAs is good.

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

Harrisburg AA

Fulton has an excellent level of qualified investments and grants in the Harrisburg AA. Of total bank investments, 19.0% were attributed to Harrisburg, compared to 9.1% of bank deposits.

During the evaluation period, the bank made 41 investments totaling \$14.4 million. These investments and grants supported affordable housing, health services, after-school programs, and financial counseling for low- and moderate income individuals and families.

We also considered the continuing impact of two prior period investments totaling \$16.6 million. Both investments were related to a New Markets Tax Credit project that supports health care for low- and moderate-income individuals.

Lancaster AA

Fulton has a relatively high level of qualified investments and grants in the Lancaster AA. Of total bank investments, 31.9% were attributed to Lancaster, compared to 37.7% of bank deposits.

During the evaluation period, the bank made 30 investments totaling \$27.3 million. These investments and grants supported organizations that provide affordable housing, health services, after-school programs, and financial emergencies for low- and moderate income individuals and families.

We also considered the continuing impact of eight prior period investments totaling \$24.7 million. Investments provided affordable housing for low- and moderate-income individuals, including seniors.

Conclusions for Area Receiving Limited-Scope Reviews

Based on limited-scope reviews, the bank's performance under the Investment Test in three of five limited-scope areas is consistent with the bank's overall performance in the Harrisburg AA, and stronger than performance in the Lancaster AA. Performance in the Lebanon and York AAs is weaker than performance in both full-scope areas. On balance, performance in the limited-scope areas had a neutral impact on the bank's overall rating under the Investment Test in Pennsylvania.

SERVICE TEST

Fulton's performance under the Service Test in Pennsylvania is rated Low Satisfactory. The state rating considers performance in limited-scope AAs, which had a negative impact on the overall Service Test rating.

Conclusions for Areas Receiving Full-Scope Reviews

Based on full-scope reviews, the bank's performance in the Harrisburg AA is excellent and is good in the Lancaster AA. Delivery systems are accessible to essentially all portions of the full-scope AAs. To the extent changes have been made, the institution's opening and closing of branches has not adversely affected the accessibility of its delivery systems, particularly in low- and moderate- income geographies and/or to low- and moderate-income individuals. Services (including, where appropriate, business hours) do not vary in a way that inconveniences portions of the assessment area(s), particularly low- and moderate-income geographies and/or individuals. The bank provides a relatively high level of community development services.

Refer to table 15 for that period in the Pennsylvania section of appendix D for the facts and data used to evaluate the distribution of the bank's branch delivery system and branch openings and closings, and the level and extent of community development services.

Retail Banking Services

Harrisburg AA

Delivery systems are readily accessible to essentially all portions of the institution's AAs. The distribution of branches in low- and moderate-income geographies exceeds the percentage of the population in those geographies, and is equal to the percentage of geographies that are low- or moderate-income.

To the extent changes have been made, the institution's opening and closing of branches has not adversely affected the accessibility of its delivery systems, particularly in low- and moderate-income geographies and/or to low- and moderate-income individuals. During the evaluation period, Fulton opened no branches and closed one branch in an upper-income geography.

Services do not vary in a way that inconveniences portions of the assessment area, particularly low- and moderate-income geographies or individuals. Hours of operation vary across locales, but all branch offices operate during core business hours. Fulton offers traditional banking products and services at all branch locations.

Lancaster AA

Delivery systems are reasonably accessible to all portions of the institution's assessment area(s). The distribution of branches in low-income geographies exceeds the percentage of the population in those geographies. The bank did not have any branches in moderate-income geographies. However, the vast majority of land mass and population reside in middle-income geographies.

To the extent changes have been made, the institution's opening and closing of branches has not adversely affected the accessibility of its delivery systems, particularly in low- and moderate- income geographies and/or to low- and moderate-income individuals. Fulton closed one branch in a middle-income geography during the evaluation period.

Services do not vary in a way that inconveniences portions of the assessment area, particularly low- and moderate-income geographies or individuals. Hours of operation vary across locales, but all branch offices operate during core business hours. Fulton offers traditional banking products and services at all branch locations.

Community Development Services

Fulton provides a relatively high level of community development services that were responsive to community needs in full-scope areas.

Harrisburg AA

In the Harrisburg AA, 11 Fulton employees from various lines of business provided technical assistance to 14 different community development organizations throughout the evaluation period. These organizations provide a varied array of community services for low- and moderate-income individuals, including food assistance, after-school youth programs, emergency shelter and family services.

Lancaster AA

In the Lancaster AA, 27 Fulton employees provided technical assistance to 30 different community development organizations throughout the evaluation period. Organizations served include those that provide affordable housing and supportive services targeted to low- and moderate-income individuals and families, including financial literacy, food assistance, and emergency services and housing for the homeless.

Conclusions for Areas Receiving Limited-Scope Reviews

Fulton's performance under the service test in the limited-scope areas is weaker than performance in full-scope areas. In four of five limited scope areas, the banks reflected overall adequate performance relative to retail and community development services. In one of five areas, the overall performance was considered needs to improve. Performance in limited-scope areas had a negative impact on the bank's overall Service Test rating in PA.

State of Delaware

CRA Rating for Delaware²:	Satisfactory
The Lending Test is rated:	High Satisfactory
The Investment Test is rated:	High Satisfactory
The Service Test is rated:	Outstanding

The major factors considered in this rating include:

- The bank exhibits a good record of serving the credit needs of the most economically disadvantaged area(s) in the AA, low-income individuals, and/or very small businesses;
- Lending levels in Delaware reflect good responsiveness to overall AA credit needs;
- The geographic distribution of loans by tract income is excellent;
- The distribution of loans to individuals of different income levels and businesses of different sizes is adequate;
- The bank has a significant level of qualified community development investments and grants;
- Delivery systems are readily accessible to all portions of the institution's assessment area(s); and
- Fulton provided a high level of community development services that were responsive to community needs

Description of Institution's Operations in Delaware

Fulton's operations in the Delaware rating area are limited to the Sussex AA. Refer to appendix A for detail on the AA composition.

Deposits in Delaware rating area total \$267.3 million and represent 3.9% of total bank deposits. The FDIC summary market share report as of June 30, 2014 reported that of deposits in the Delaware rating area, Fulton had a 0.5% deposit market share ranking number eight among 20 depository institutions in the Delaware rating area. The top three depository institutions in Delaware are Discover Bank, Manufacturers and Traders Trust Company, and PNC Bank, NA.

The Sussex AA has six full-service branches and accounts for 100% of rated area deposits and loans originated during the evaluation period. Fulton opened no new branches and closed no branches in the AA during the evaluation period.

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

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

Scope of Evaluation in Delaware

The Sussex AA received a full-scope evaluation. The ratings for Delaware are based entirely on the results of the full-scope review. Refer to the table in appendix A for more information.

In performing our analysis, we placed greater weight on the bank's home mortgage lending as home mortgage loans represented the majority of the bank's CRA reportable lending activity. Within home mortgage lending, we placed equal weight on home purchase and home refinance loans with the least weight given to home improvement loans. Fulton made too few multifamily loans and loans to small farms to conduct a quantitative analysis. These loans were excluded from our evaluation of the bank's performance in the Delaware rating area. Additionally, there are no low-income geographies in the AA. Conclusions on the geographic distribution of loans are based on performance in moderate-income geographies.

We reviewed one community contact obtained in 2014. The contact represented a nonprofit intermediary that specializes in supporting small businesses, micro-enterprises, non-profit organizations and affordable housing developers in Delaware and in southeastern Pennsylvania. The contact noted that technical assistance and smaller loans to businesses are great needs throughout Delaware. The contact further stated that opportunities are available for banks to provide financial support for their programs.

LENDING TEST

The bank's performance under the Lending Test in Delaware is rated High Satisfactory. Based on a full-scope review, Fulton's performance in the Sussex AA is good.

Lending Activity

Fulton's lending levels reflect excellent responsiveness to the AA credit needs relative to their deposit market share. The bank exhibits a good record of serving the credit needs of the most economically disadvantaged areas in the AA, low-income individuals, and/or very small businesses when considering bank lending distributions across geographies, and among borrowers, of different income levels.

Fulton's market rank in home mortgage, relative to the number of reporting lenders in the AA, exceeds the bank's market rank in deposits. As of June 30, 2014, Fulton held a 0.6% deposit market share and was ranked number four among 16 depository institutions in the Sussex AA. Fulton held a 1.3% market share of all home mortgage loans and ranked in number 18 of 329 reporting lenders. Fulton held a 1.6% market share of small loans to businesses and ranked number 14 of 46 reporting lenders.

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

Distribution of Loans by Income Level of the Geography

The geographic distribution of loans reflects excellent penetration throughout the Sussex AA, particularly to low or moderate-income geographies. The geographic distribution of home

mortgage loans is excellent. The geographic distribution of small loans to businesses is excellent. We identified no unexplained, conspicuous gaps in lending across the AA.

Home Mortgage Loans

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

Home Purchase Loans

The geographic distribution of home purchase loans reflects good penetration throughout the Sussex AA. The percentage of home purchase loans in moderate-income geographies is somewhat below the percentage of owner occupied units in those geographies. Fulton's market share of home purchase loans in moderate-income geographies exceeds its overall market share of home purchase loans in the AA.

Home Improvement Loans

The geographic distribution of home improvement loans reflects excellent penetration throughout the Sussex AA. The percentage of home improvement loans in moderate-income geographies exceeds the percentage of owner occupied units in moderate-income geographies. Fulton's market share of home improvement loans in moderate-income geographies exceeds its overall market share of home improvement loans in the AA.

Home Refinance Loans

The geographic distribution of home refinance loans reflects excellent penetration throughout the Sussex AA. The percentage of home refinance loans in moderate-income geographies is near to the percentage of owner-occupied units in those geographies. Fulton's market share of home refinance loans in moderate-income geographies exceeds its overall market share of home refinance loans in the AA.

Small Loans to Businesses

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

The geographic distribution of small loans to businesses in the Sussex AA is excellent. The percentage of small loans to businesses in moderate-income geographies exceeds the percentages of businesses located in moderate-income geographies. Fulton's market share of small loans to businesses in moderate-income geographies exceeds its overall market share of small business loans.

Lending Gap Analysis

We evaluated the lending distribution in the Sussex AA to determine if any unexplained, conspicuous gaps existed. We used HMDA and CRA data reports to compare the geographies where loans were made to the geographies in the AA. We considered loan distributions, branch locations, competition, market conditions, and demographic information. No

unexplained, conspicuous gaps were identified. This had a neutral impact on our conclusion regarding Fulton's geographic distribution of loans.

Distribution of Loans by Income Level of the Borrower

The overall distribution of loans by income level of the borrower in Sussex AA reflects adequate penetration among retail customers of different income levels and business customers of different sizes. The distribution of home mortgage loans by borrower income level is adequate. The distribution of loans to small businesses (businesses with less than \$1 million in gross annual revenue) is good.

Home Mortgage Loans

The overall distribution of home mortgage loans by income level of the borrower reflects adequate penetration throughout the AA.

Refer to tables 8, 9, and 10 in the Delaware section in appendix C for the facts and data used to evaluate the borrower distribution of Fulton's home mortgage loan originations and purchases.

Home Purchase Loans

The distribution of home purchase loans by income level of the borrower in the Sussex AA is very poor. Fulton's percentage of home purchase loans to low- and moderate-income borrowers is significantly below the percentage of low- and moderate-income families in the AA. Fulton's market share of loans to low-income borrowers is equal to its overall market share of home purchase loans. The bank's market share of loans to moderate-income borrowers is significantly below its overall market share of home purchase loans.

Home Improvement Loans

The distribution of home improvement loans by income level of the borrower in the Sussex AA is good. Fulton's percentage of home improvement loans to low-income borrowers is below the percentage of low-income families in the AA. Fulton's percentage of home improvement loans to moderate-income borrowers exceeds the percentage of moderate-income families in the AA. Fulton made no home improvement loans to low-income borrowers during 2013, the year for which comparisons are made. Fulton's market share of loans to moderate-income borrowers exceeds its overall market share of home improvement loans.

Home Refinance Loans

The distribution of home refinance loans by income level of the borrower in the Sussex AA is adequate. Fulton's percentage of home refinance loans to low-income borrowers is significantly below the percentage of low-income borrowers in the AA. Fulton's percentage of home refinance loans to moderate-income borrowers is somewhat below the percentage of moderate-income families in the AA. Fulton's market share of loans to low-income borrowers is near to its overall market share of home refinance loans. The bank's market share of loans to moderate-income borrowers exceeds the bank's overall market share of home refinance loans.

Loans to Small Businesses

Refer to table 11 in the Delaware section in in appendix C for the facts and data used to evaluate the borrower distribution of the bank's origination/purchase of small loans to businesses.

The distribution of loans to small businesses in the Sussex AA is good. Fulton's percentage of loans to small businesses near to the percentage of small businesses in the AA. Fulton's market share of loans to small businesses exceeds its overall market share of loans to businesses. A majority of loans made to businesses were in amounts less than \$100 thousand.

Community Development Lending

Fulton made a low level of community development loans in the Sussex AA. Fulton originated one loan totaling \$200 thousand during the evaluation period. The loan supported a self-help housing organization that involves the low- or moderate-income homebuyer during construction of their home. The level of community development lending had a neutral impact on the overall Lending Test rating.

Refer to table 1 Lending Volume in appendix C for the facts and data used to evaluate the bank's level of community development lending. This table includes all CD loans, including multifamily loans that also qualify as CD loans. In addition, table 5 includes geographic lending data on all multi-family loans, including those that also qualify as CD loans. Table 5 does not separately list CD loans, however.

Product Innovation and Flexibility

Fulton offers flexible lending products for eligible borrowers. Specific information on the impact of those products was not provided. As a result, flexible lending products did not impact conclusions about the bank's lending performance.

INVESTMENT TEST

The bank's performance under the Investment Test in Delaware is rated High Satisfactory. Based on a full-scope review, the bank's performance in the Sussex AA is good. Combined donations and investments made during the prior and current periods in the AA total 3.7% of bankwide qualified investments compared to 4.2% of total bank deposits in the Philadelphia MMA.

The institution has a significant level of qualified community development investments and grants, although rarely in a leadership position. The institution exhibits good responsiveness to credit and community economic development needs. During the evaluation period, Fulton made 14 investments and grants in the Sussex AA totaling \$897 thousand. Investments and grants primarily supported affordable housing and community services targeted to low- and moderate-income individuals. Examples include credit counseling and health care.

We also considered the continuing impact of eight prior period investments totaling \$5.1 million and two investments totaling \$124.7 thousand that benefit the broader statewide area that

includes the bank's assessment area. All investments support affordable housing for low- and moderate-income individuals and families in the bank's assessment area.

Refer to table 14 in the Delaware section of appendix D for the facts and data used to evaluate Fulton's level of qualified investments.

SERVICE TEST

Conclusions for Areas Receiving Full-Scope Reviews

Fulton's performance under the Service Test in Sussex AA is rated Outstanding. Based on a full-scope review, the bank's performance in the Sussex AA is excellent.

Refer to table 15 in the Delaware section of appendix D for the facts and data used to evaluate the distribution of the bank's branch delivery system and branch openings and closings, and the level and extent of community development services.

Retail Banking Services

Delivery systems are readily accessible to all portions of the institution's assessment area(s). Fulton has six branches in the Sussex AA. Two, or 33.3%, are located in moderate-income geographies compared to 14.8% of total population and 13.2% of census tracts defined as moderate-income. The bank neither opened nor closed branches in the AA during the evaluation period.

Services, including business hours, do not vary in a way that inconveniences portions of the Sussex AA, particularly moderate- income geographies and/or low- or moderate-income individuals. All branches in the Sussex AA have traditional banking business hours and offer Saturday service. Each branch location also offers 24-hour ATM access with deposit taking abilities and drive-through facilities.

Community Development Services

Fulton provided a relatively high level of community development services within the Sussex AA. During the evaluation period, nine different employees served on boards and committees for 12 community development organizations serving primarily low-and moderate-income individuals in the Sussex AA. These organizations provide services that include emergency shelter, food assistance, and health care.

State of Virginia

CRA Rating for Virginia^[1]:	Satisfactory
The Lending Test is rated:	Low Satisfactory
The Investment Test is rated:	Outstanding
The Service Test is rated:	Low Satisfactory

The major factors considered in this rating include:

- The bank exhibits an adequate record of serving the credit needs of the most economically disadvantaged area(s) in their AAs, low-income individuals, and/or very small businesses;
- Lending levels in Virginia reflect good responsiveness to overall AA credit needs;
- The geographic distribution of loans by tract income is adequate. We noted conspicuous gaps in lending to LMI areas in one limited scope area, but not in the other AAs, that negatively impacted the conclusion;
- The distribution of loans to individuals of different income levels and businesses of different sizes is adequate;
- The institution has an excellent level of qualified investment and grants;
- The bank's service delivery systems are reasonably accessible to AA geographies and AA individuals of different income levels; and
- Fulton provided an adequate level of community development services that were responsive to community needs.

Description of Institution's Operations in Virginia

Fulton has three AAs within Virginia. Refer to appendix A for details on AA composition.

Fulton provides a full range of loan and deposit products and services to its AAs through 10 full-service branches within Virginia. As of June 30, 2014, 5.1% of bank-wide deposits and 14.0% of originated loans were from Virginia. As of June 30, 2014, Fulton held deposits totaling \$351.1 million in Virginia, which represented a 1.5% market share and ranked the bank number 65 of 139 financial institutions with operations in Virginia. The state's largest depository institutions are Capital One Bank, NA, E*Trade Bank, and Wells Fargo Bank, NA.

The most significant AA in the state, in terms of lending and deposits, is the Virginia Beach AA. The Virginia Beach AA has six full-service branches, and accounts for 51.6% of rated area deposits and 62.2% of rated area loans originated during the evaluation period. The bank opened no new branches and closed no branches in the AA during the evaluation period.

The Fairfax AA has two full-service branches and accounts for 22.4% of the rated area deposits and approximately 6.3% of the rated area loans originated during the evaluation period. Fulton neither opened nor closed branches in the AA during the evaluation period.

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

The Richmond AA has two full-service branches and accounts for 26.0% of the rated area deposits and approximately 31.5% of the rated area loans originated during the evaluation period. Fulton opened no branches and closed no branches in the AA during the evaluation period.

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

Scope of Evaluation in Virginia

The Virginia Beach AA received a full-scope evaluation. The Fairfax and Richmond AAs received limited-scope evaluations. The ratings for Virginia are primarily based on the results of the full-scope review, but were also influenced by performance in the limited-scope areas.

Fulton made too few multifamily loans and loans to small farms to conduct a quantitative analysis. These loans were excluded from our evaluation of the bank's performance in the Virginia rating area.

We reviewed one community contact conducted during 2015 with an organization that serves as an advocate for small businesses in central Virginia Beach. The contact indicated there are numerous opportunities for bank involvement in the local economy, however there is a high level of competition among local financial institutions of all sizes for business. The large and multinational banks continue to attract the larger projects by offering very competitive interest rates.

LENDING TEST

The bank's performance under the Lending Test in Virginia is rated Low Satisfactory.

Conclusions for Area Receiving a Full-Scope Review

Based on a full-scope review, the bank's performance in the Virginia Beach AA is good.

Lending Activity

Relative to the bank's deposit market share and rank, lending levels reflect excellent responsiveness to AA credit needs. The geographic distribution of loans indicates Fulton exhibits an adequate record of serving the credit needs of the most economically disadvantaged area(s) of its assessment area(s), however, the bank has a good record of serving low-income individuals, and an excellent record of serving very small businesses, consistent with safe and sound banking practices.

Fulton's equivalent market rank in home mortgage lending and small business lending, relative to the number of reporting lenders in the AA, exceeds the bank's market rank in deposits. As of June 30, 2014, Fulton held a 1.0% market share of deposits and ranked number 11 of 21 depository institutions in the AA. Fulton held a 0.7% market share of home purchase loans and ranked number 27 among 473 reporting lenders. Fulton held a 0.5% market share of small loans to businesses and ranked number 18 among 66 reporting lenders.

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

Distribution of Loans by Income Level of the Geography

The geographic distribution of loans reflects adequate penetration throughout the full-scope AA. The geographic distribution of home mortgage loans is adequate. The geographic distribution of loans to small businesses is excellent. We identified no unexplained, conspicuous gaps in the bank's lending patterns throughout its AAs.

Home Mortgage Loans

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

Home Purchase Loans

The geographic distribution of home purchase loans reflects poor penetration throughout the AA. The percentage of loans in low-income geographies is significantly below the percentage of owner-occupied units in those geographies. The percentage of loans made in moderate-income geographies is somewhat below the percentage of owner-occupied units in those geographies. The bank's market share in low-income geographies is significantly below its overall market share for home purchase loans. The bank's market share in low-income geographies is somewhat below its overall market share for home purchase loans.

Home Improvement Loans

The geographic distribution of home improvement loans reflects poor penetration throughout the AA. The bank made no loans in low-income geographies. The percentage of loans made in moderate-income geographies is below the percentage of owner-occupied units in those geographies. The bank's market share in moderate-income geographies is significantly below its overall market share for home improvement loans.

Home Refinance Loans

The geographic distribution of home refinance loans reflects good penetration throughout the AA. The percentage of loans in low-income geographies exceeds the percentage of owner-occupied units in those geographies. The percentage of loans made in moderate-income geographies is below the percentage of owner-occupied units in those geographies. The bank's market share in low-income geographies exceeds its overall market share for home refinance loans. The bank's market share in moderate-income geographies is near to its overall market share for home refinance loans.

Small Loans to Businesses

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

The geographic distribution of small loans to businesses reflects good penetration throughout the AA. The percentage of small loans to businesses in low-income geographies exceeds the percentage of businesses located in low-income geographies. The percentage of small loans to businesses in moderate-income geographies is near to the percentage of businesses located in moderate-income geographies. The bank's market share of loans to businesses in low-income geographies exceeds its overall market share. The bank's market share of loans to businesses in moderate-income geographies is near to its overall market share.

Lending Gap Analysis

We evaluated the lending distribution in the Virginia Beach AA and limited-scope VA AAs to determine if any unexplained, conspicuous gaps existed. We used HMDA and CRA data reports to compare the geographies where loans were made to the geographies in the AAs. We also considered competition, market conditions, and demographic information. No unexplained, conspicuous gaps were identified in the Virginia Beach AA. This had a neutral impact on our conclusion regarding Fulton's geographic distribution of loans.

Distribution of Loans by Income Level of the Borrower

Overall, the distribution of borrowers reflects adequate penetration among retail customers of different income levels and adequate penetration among business of different sizes.

Home Mortgage Loans

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

Home Purchase Loans

The overall borrower distribution of home purchase loans is adequate. The percentage of loans to low-income borrowers is significantly below the percentage of low-income families. The percentage of loans to moderate-income borrowers exceeds the percentage of moderate-income families in the AA. The bank's market share of loans to low-income and moderate-income borrowers is somewhat below its overall market share of home purchase loans.

Home Improvement Loans

The overall borrower distribution of home improvement loans is good. The percentage of loans to low-income borrowers is below the percentage of low-income families. The percentage of loans to moderate-income borrowers exceeds the percentage of moderate-income families in the AA. The bank's market share of loans to low-income borrowers is significantly below its overall market share of home improvement loans. The bank's market share of loans to moderate-income borrowers exceeds its overall market share of home improvement loans.

Home Refinance Loans

The overall borrower distribution of home refinance loans is adequate. The percentage of loans to low-income borrowers is significantly below the percentage of low-income families.

The percentage of loans to moderate-income borrowers is somewhat below the percentage of moderate-income families in the AA. The bank's market share of loans to low-income and moderate-income borrowers is near to their overall market share of home refinance loans.

Loans to Small Businesses

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

The distribution of loans to small businesses is adequate. The percentage of loans to small businesses is somewhat below the percentage of small businesses in the AA. The bank's market share of loans to small businesses exceeds its overall market share of loans to businesses. Less than a majority of loans made to businesses were in amounts less than \$100 thousand.

Community Development Lending

Fulton made no community development loans in the AA during the evaluation period. This had a negative impact, but did not change the bank's overall Lending Test rating.

Refer to table 1 in the Virginia section of appendix D for the facts and data used to evaluate the level of CD lending. This table includes all CD loans, including multifamily loans that also qualify as CD loans. In addition, table 5 includes geographic lending data on all multi-family loans, including those that also qualify as CD loans. Table 5 does not separately list CD loans, however.

Product Innovation and Flexibility

Fulton offers flexible lending products for eligible borrowers. Specific information on the impact of those products was not provided. As a result, flexible lending products did not impact conclusions about the bank's lending performance.

Conclusions for Areas Receiving Limited-Scope Reviews

Based on limited-scope reviews, the bank's performance under the Lending Test in the Fairfax and Richmond AAs weaker than the bank's performance in the full-scope area. Performance in the Fairfax AA is weaker with regard to the geographic distribution of loans. Performance in the both the Fairfax and Richmond AAs is weaker with regard to the borrower distribution of loans. We also identified conspicuous gaps in the distribution of lending to LMI geographies in the Richmond AA. Although the bank's branches are located in suburban areas, the number and dispersion of loans indicate the bank has the capacity to lend across the entire AA. This had a negative impact on our conclusion regarding Fulton's geographic distribution of loans. Refer to the tables in appendix C for facts and data used in concluding on performance in limited-scope areas.

INVESTMENT TEST

The bank's performance under the Investment Test in Virginia is rated Outstanding.

Conclusions for Area Receiving a Full-Scope Review

Based on a full-scope review, the bank's performance in the Virginia Beach AA is good. Of total bank investments and contributions, 2.6% were made in the AA compared to 2.6% of deposits in the AA.

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

Fulton made 15 contributions totaling \$37.8 thousand during the current evaluation period and retained one prior period investment of \$4.1 million. Contributions and investments supported affordable housing and community services targeted to low- and moderate-income individuals. Services include health, after-school care, and food assistance.

Conclusions for Area Receiving Limited-Scope Reviews

Based on limited-scope reviews, the bank's performance under the Investment Test in the Fairfax AA is weaker, and performance in the Richmond AA is stronger than, the bank's overall performance in the full-scope area. Fulton made 14 contributions totaling \$31.5 thousand in the Fairfax AA during the evaluation period. In the Richmond AA, the bank made 7 contributions totaling \$28.5 thousand and one investment of \$7.3 million during the current evaluation period.

Performance in the limited-scope areas had a positive impact on the bank's overall rating under the Investment Test in Virginia.

SERVICE TEST

Fulton's performance under the Service Test in Virginia is rated Low Satisfactory.

Conclusions for Area Receiving a Full-Scope Review

Based on a full-scope review, the bank's performance in the Virginia Beach AA is good.

Retail Banking Services

Delivery systems are accessible to essentially all portions of Fulton's AAs. Fulton neither opened nor closed branches in the AA during the evaluation period. Of six branches, one is located in a low-income geography and three are within one-half mile of low- or moderate-income geographies.

Services, including business hours, do not vary in a way that inconveniences certain portions of the assessment area(s), particularly low- and moderate-income geographies and/or individuals. Weekday hours of operation at all branches are roughly equivalent. Similar services are offered at five of six branches. Two of six branches do not offer Saturday hours. Both branches with limited operations and/or service are located in middle-income geographies.

Community Development Services

Fulton provides a relatively high level of CD services that were responsive to community needs.

Ten Fulton employees from various lines of business provided assistance to 12 different community development organizations that support affordable housing or provide community services targeted to low-and moderate-income individuals in the Virginia Beach AA. Community services include financial literacy, food assistance, and assistance with transportation for employment.

Conclusions for Areas Receiving Limited-Scope Reviews

Fulton's performance under the service test in the limited scope areas is weaker than the bank's performance in the full-scope area. The bank provided no community development services in the Fairfax AA. Both branches in the Richmond AA are located in upper-income geographies.

Performance in limited-scope areas has a negative impact on the overall Service Test rating.

Appendix A: Scope of Evaluation

The following table identifies the time period covered in this evaluation, affiliate activities that were reviewed, and loan products considered. The table also reflects the metropolitan and nonmetropolitan areas that received comprehensive evaluation review (designated by the term “full-scope”) and those that received a less comprehensive review (designated by the term “limited-scope”).

Time Period Reviewed	Lending Test (excludes CD Loans): 1/1/2012 to 12/31/2014 Investment and Service Tests and CD Loans: 1/3/2012 to 12/31/2014	
Financial Institution		Products Reviewed
Fulton Bank, National Association (Fulton) Lancaster, PA		Home Mortgage, Small Business, and Community Development Loans Retail and Community Development Services Qualified Investments
Affiliate(s)	Affiliate Relationship	Products Reviewed
None		
List of Assessment Areas and Type of Evaluation		
Assessment Area	Type of Evaluation	Other Information
Philadelphia MMA State of PA	Full-scope	Portion of the Philadelphia-Camden-Wilmington, PA-NJ-DE-MD MSA comprised of Bucks, Chester, Montgomery, Delaware and Philadelphia Counties in PA.
Harrisburg MSA	Full-scope	Portion of the Harrisburg-Carlisle, PA MSA 25420 comprised of Cumberland and Dauphin Counties in PA
Lancaster MSA	Full-scope	Lancaster, PA MSA 29540
Lebanon MSA	Limited-scope	Lebanon, PA MSA 30140
Reading MSA	Limited-scope	Reading, PA MSA 39740
Schuylkill Non-MSA	Limited-scope	Schuylkill County, PA

State of PA	Limited-scope	State College, PA MSA 44300
State College MSA		
State of DE	Full-scope	Portion of the Virginia Beach-Norfolk-Newport News, VA-NC MSA 47260 comprised of the cities of Chesapeake, Hampton, Newport News, Norfolk, Portsmouth, and Virginia Beach, and York County
Sussex MSA		
State of VA	Limited-scope	Portion of the Washington-Arlington-Alexandria, DC-VA-MD-WV MD 47894 comprised of the cities of Alexandria, Falls Church, Fairfax, Manassas, and Manassas Park and the counties of Fairfax and Prince William
Virginia Beach MSA		
Fairfax MSA	Limited-scope	Portion of the Richmond, VA MSA 40060 comprised of the city of Richmond, and counties of Hanover, Henrico and Chesterfield
Richmond MSA		

Appendix B: Summary of State Ratings

RATINGS: Fulton Bank, National Association (Fulton)				
Overall Bank:	Lending Test Rating*	Investment Test Rating	Service Test Rating	Overall Bank/State Rating
Fulton	Low Satisfactory	High Satisfactory	Low Satisfactory	Satisfactory
Multistate MSA:				
Philadelphia MMA	Needs to Improve	Needs to Improve	Low Satisfactory	Needs to Improve
State:				
Pennsylvania	Low Satisfactory	High Satisfactory	Low Satisfactory	Satisfactory
Delaware	High Satisfactory	High Satisfactory	Outstanding	Satisfactory
Virginia	Low Satisfactory	Outstanding	Low Satisfactory	Satisfactory

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

Appendix C: Market Profiles for Full-Scope Areas

Multistate MSA Full-Scope Area

Philadelphia MMA

Demographic Information for Full Scope Area: Philadelphia MMA						
Demographic Characteristics	#	Low % of #	Moderate % of #	Middle % of #	Upper % of #	NA* % of #
Geographies (Census Tracts/BNAs)	1,129	7.88	24.00	34.90	31.62	1.59
Population by Geography	4,547,473	7.15	23.60	36.33	32.56	0.36
Owner-Occupied Housing by Geography	1,155,061	3.86	19.94	39.67	36.53	0.00
Business by Geography	375,244	4.14	17.93	36.19	41.17	0.57
Farms by Geography	7,075	1.19	14.60	45.03	39.02	0.16
Family Distribution by Income Level	1,084,909	21.42	17.32	20.33	40.93	0.00
Distribution of Low and Moderate Income Families throughout AA Geographies	420,299	11.80	34.95	36.48	16.75	0.01
Median Family Income HUD Adjusted Median Family Income for 2014 Households Below Poverty Level		73,250 74,206 13%	Median Housing Value Unemployment Rate (2010 US Census)		249,826 5.6% (as of 03/2015)	

(*) The NA category consists of geographies that have not been assigned an income classification.
Source: 2010 US Census and 2014 HUD updated MFI

The Philadelphia AA is comprised of portions of the Philadelphia-Camden-Wilmington, PA-NJ-DE-MD MSA 37980. Until 2014, Bucks, Chester, Montgomery, Delaware and Philadelphia Counties in PA were all part of the Philadelphia MSA. As of 2014, the MSA now only includes Philadelphia and Delaware Counties. In 2014 the Fulton Philadelphia AA changed due the U.S. Census and Office of Management and Budget reconfiguration of the area. The Philadelphia PA MD AA now consists of 528 census tracts. Of the 528 census tracts, 64 or 12.12% are low-income, 130 or 24.62% are moderate-income, 134 or 25.38% are middle-income, 187 or 35.42% are upper-income, and 13 or 2.46% have not been assigned an income classification.

Fulton provides a full range of traditional loan and deposit products and services in the AA. Under the former configuration, this was done through 24 full-service branches. Among geographies of different income levels, one branch was located in low-income, two branches in moderate-income, 14 branches in middle-income, and 7 branches in upper-income geographies. As of 2014, within the Philadelphia AA, Fulton Bank operates twelve branch offices and thirteen ATMs. Of Fulton Bank's branches and ATMs, one (or 8%) is in a low-income geography.

In 2012 and 2013, the MSA was larger and consisted of 998 census tracts. Of the 998 census tracts, 158 or 15.83% were low-income, 178 or 17.84% were moderate-income, 296 or 29.66% were middle-income, 350 or 35.07% were upper-income, and 16 or 1.60% had not been assigned an income classification.

During the evaluation period, 12.1% of originated loans and 15.4% of bank-wide deposits were from the AA. As of June 30, 2014, Fulton held deposits totaling \$1.1 billion in the AA, which represented a 0.23% deposit market share and ranked Fulton number 25 of 110 financial institutions with operations in the AA. The three largest financial institutions in the AA by deposit market share are FIA Card Services, NA, Capital One, NA, and TD Bank, NA.

The 2010 U.S. Census reported the total population of Fulton's AA in the MMA at 2,084,985. Within the AA, there are 449,247 families and 781,030 households. There are 891,489 housing units, of which 52.28% are owner-occupied, 35.33% are rental-occupied, and 12.39% are vacant housing units. Approximately 7.73% of owner-occupied housing is located in low-income geographies, 22.19% is located in moderate-income geographies, 28.23% is located in middle-income geographies, and 41.84% is located in upper-income geographies. The median housing cost is \$181,668.

Business demographic information reports that 144,457 businesses operate within the Philadelphia PA MD AA; of which 1,260 (0.87%) are farms. Of these businesses, 97,687 reported revenues of less than \$500,000 and 71.66% reported fewer than 10 employees. As of March 31 2015, The Philadelphia PA MD AA unemployment rate was 5.6%; which is consistent with the Pennsylvania unemployment rate of 5.5% and consistent with the national unemployment rate of 5.5%

Major Philadelphia PA MD AA employers include: Jefferson Health System, University of Pennsylvania, University of Pennsylvania Health System, Acme Markets (Grocery), Merck and Co. (Pharmaceuticals), Children's Hospital of Philadelphia, Main Line Health Systems, Lockheed Martin (aerospace, defense) and the Vanguard Group (Financial services). Philadelphia PA MD AA employment sectors include: education and health care services, professional and business services, government, retail trade, leisure and hospitality services, financial activities, and manufacturing.

A community contact was made with a non-profit that works to bring capital to underserved communities. The contact identified the need for more small business capital loans. While they acknowledged that these loans are higher risk, these are needed in the underserved communities. The contact felt that the smaller community banks, like Fulton, may not be able to compete for some of the projects that the mega-banks take on.

State of Pennsylvania Full-Scope Areas

Harrisburg MSA

Demographic Information for Full Scope Area: Harrisburg MSA						
Demographic Characteristics	#	Low % of #	Moderate % of #	Middle % of #	Upper % of #	NA* % of #
Geographies (Census Tracts/BNAs)	114	6.14	24.56	45.61	22.81	0.88
Population by Geography	503,506	4.99	19.09	48.69	26.54	0.69
Owner-Occupied Housing by Geography	138,477	2.47	14.11	52.76	30.67	0.00
Business by Geography	40,566	2.90	24.54	45.01	27.53	0.02
Farms by Geography	1,233	0.32	9.81	64.40	25.47	0.00
Family Distribution by Income Level	127,513	18.89	18.03	22.71	40.36	0.00
Distribution of Low and Moderate Income Families throughout AA Geographies	47,082	9.59	24.49	49.83	16.08	0.00
Median Family Income HUD Adjusted Median Family Income for 2014 Households Below Poverty Level		69,389 71,500 10%	Median Housing Value Unemployment Rate (2010 US Census)	159,977 4.5% (as of 03/2015)		

(*) The NA category consists of geographies that have not been assigned an income classification.
Source: 2010 US Census and 2014 HUD updated MFI

The Harrisburg-Carlisle AA (Harrisburg AA) consists of Cumberland and Dauphin Counties in Pennsylvania in their entireties. These counties are situated in south-central Pennsylvania. The Harrisburg AA meets regulatory requirements and does not arbitrarily exclude low- or moderate-income geographies.

The Harrisburg AA consists of 114 geographies. Of the 114 geographies by number, seven, 31, 26 and 21 are classified as low-, moderate-, middle- and upper-income, respectively. One geography is not classified. Consequently, as a percentage of Fulton Bank's Harrisburg AA geographies, 6%, 25%, 48% and 21% are located within low-, moderate-, middle- and upper-income AA geographies, respectively. Within its Harrisburg AA, Fulton Bank operates 13 branches and 13 ATMs. Of Fulton Bank's 13 Harrisburg AA branches, 8% of the branches and ATMs are located in low-income geographies and 23% are in middle-income geographies. During the evaluation period, the bank closed one branch in an upper-income geography.

As of June 30, 2014, of Fulton Bank's total deposits, in PA and outside of the Philadelphia AA, 12% are garnered from within the Harrisburg AA. Also as of June 30, 2014, for the Harrisburg AA deposit market share, Fulton Bank ranked seventh of 25 deposit taking institutions with a market share of 5.06%. Major Harrisburg AA competitors include Manufacturers and Traders Trust Company, PNC Bank N.A., Metro Bank and Wells Fargo Bank N.A. Of loans originated by Fulton Bank in PA and outside of the Philadelphia AA, over the evaluation period, 15.79%

were originated within the Harrisburg AA.

The 2010 U.S. Census, for the Harrisburg AA, reports a total population of 519,445. Business demographic information for 2014 reports that 44,732 businesses operate within the Harrisburg AA of which 1,540 (3.44%) are farms. Of these businesses, approximately 70% reported revenues of less than \$500,000 and approximately 72% reported fewer than 10 employees. As of March 31, 2015, the Harrisburg County unemployment rate was reported as 5.6%, which compares favorably with the Pennsylvania unemployment rate of 5.5% and the national unemployment rate of 5.5%.

Major Harrisburg AA employers include: Penn State Hershey Medical Center, Giant Food Stores, Hershey Entertainment and Resorts, JFC Staffing Associates and The Hershey Co. Harrisburg AA employment is also derived from local colleges, school districts and county-state governments. Major Harrisburg AA employment sectors include: government, leisure, hospitality and healthcare.

Contact was made with a non-profit organization involved with providing affordable housing opportunities. The contact believes that, for the Harrisburg AA, financial institutions in the region have had a good history of responsiveness to the credit and funding needs of the local community. The contact also believes that banks are doing their job in lending in the community. Banks have been helpful by activity participating with the local housing authority and community development needs.

Lancaster MSA

Demographic Information for Full Scope Area: Lancaster MSA						
Demographic Characteristics	#	Low % of #	Moderate % of #	Middle % of #	Upper % of #	NA* % of #
Geographies (Census Tracts/BNAs)	98	6.12	12.24	70.41	11.22	0.00
Population by Geography	519,445	4.71	8.28	75.44	11.58	0.00
Owner-Occupied Housing by Geography	134,348	1.85	6.49	77.96	13.70	0.00
Business by Geography	36,257	5.34	5.80	75.64	13.23	0.00
Farms by Geography	2,230	0.54	1.08	90.00	8.39	0.00
Family Distribution by Income Level	135,716	17.38	19.06	24.77	38.79	0.00
Distribution of Low and Moderate Income Families throughout AA Geographies	49,451	7.13	11.64	73.35	7.88	0.00
Median Family Income HUD Adjusted Median Family Income for 2014 Households Below Poverty Level		64,672 67,200 9%	Median Housing Value Unemployment Rate (2010 US Census)		182,874 4.20% (as of 03/2015)	

(*) The NA category consists of geographies that have not been assigned an income classification.
Source: 2010 US Census and 2014 HUD updated MFI

The Lancaster AA (Lancaster AA) consists of Lancaster County, Pennsylvania in its entirety. Lancaster County is situated in south-central Pennsylvania. The Lancaster AA meets regulatory requirements and does not arbitrarily exclude low- or moderate-income geographies.

The Lancaster AA consists of 98 geographies. Of the 98 geographies by number, six, 12, 69 and 11 are classified as low-, moderate-, middle- and upper-income, respectively. Consequently, as a %age of Fulton Bank’s Lancaster AA geographies, 6%, 12%, 70% and 11% are located within low-, moderate-, middle- and upper-income AA geographies, respectively. Within its Lancaster AA, Fulton Bank operates 28 branches and 28 ATMs. Of Fulton Bank’s 28 Lancaster AA branches, 7% of the branches and ATMs are located in low-income geographies. No branches are in middle-income geographies. During the evaluation period, the bank closed one branch in a middle-income geography.

As of June 30, 2014, of Fulton Bank’s total deposits, in PA and outside of the Philadelphia AA, 50% are garnered from within the Lancaster AA. Also as of June 30, 2014, for Lancaster County deposit market share, Fulton Bank ranked second of 20 deposit taking institutions with a market share of 25.14%. Major Lancaster AA competitors include Susquehanna Bank, PNC Bank N.A., Wells Fargo Bank N.A., and The Ephrata National Bank. Of loans originated by Fulton Bank in PA and outside of the Philadelphia AA, over the evaluation period, 39.33% were originated within the Lancaster AA.

The 2010 U.S. Census, for Lancaster County reports a total population of 519,445. Business demographic information for 2014 reports that 36,257 businesses operate within the Lancaster

AA of which 2,230 (6.15%) are farms. Of these businesses, approximately 73% reported revenues of less than \$500,000 and approximately 74% reported fewer than 10 employees. As of March 31, 2015, the Lancaster County unemployment rate was reported as 4.2%, which compares favorably with the Pennsylvania unemployment rate of 5.5% and the national unemployment rate of 5.5%.

Major Lancaster AA employers include: Lancaster General Hospital (health care), Mutual Assistance Group (health care), R R Donnelley & Sons (manufacturing), Ephrata Community Hospital (health care), Turkey Hill LP/Dairy (frozen dairy products), Dart Container Corporation (manufacturing) and the Manheim Auto Auction. Lancaster County employment is also derived from local colleges, school districts and county-state governments. Major Lancaster AA employment sectors include: education and health services, retail trade, manufacturing, government, tourism, and agriculture.

Contact was made with a non-profit organization involved with providing an array of programs and services intended to improve affordable housing opportunities. The contact stated that, for the Lancaster AA, opportunities existed for financing affordable housing projects, providing community development services (such as financial mentoring and job training) to LMI individuals, as well as financing start-up companies. The contact also credited area banks for responsiveness to community development needs.

State of Delaware Full-Scope Area

Sussex MSA

Demographic Information for Full Scope Area: Sussex MSA						
Demographic Characteristics	#	Low % of #	Moderate % of #	Middle % of #	Upper % of #	NA* % of #
Geographies (Census Tracts/BNAs)	53	0.00	13.21	66.04	20.75	0.00
Population by Geography	197,145	0.00	14.77	73.16	12.07	0.00
Owner-Occupied Housing by Geography	60,623	0.00	11.84	73.46	14.70	0.00
Business by Geography	15,933	0.00	12.88	68.25	18.87	0.00
Farms by Geography	898	0.00	15.03	75.39	9.58	0.00
Family Distribution by Income Level	51,255	20.35	19.31	21.86	38.48	0.00
Distribution of Low and Moderate Income Families throughout AA Geographies	20,329	0.00	18.77	73.01	8.22	0.00
Median Family Income HUD Adjusted Median Family Income for 2014 Households Below Poverty Level		60,486 64,200 10%	Median Housing Value Unemployment Rate (2010 US Census)		317,846 7.3% (as of 3/2015)	

(*) The NA category consists of geographies that have not been assigned an income classification.
Source: 2010 US Census and 2014 HUD updated MFI

The Sussex AA (Sussex AA) consists of Sussex County in Delaware in its entirety. It is part of the Salisbury, MD-DE MSA. The Sussex AA meets regulatory requirements and does not arbitrarily exclude low- or moderate-income geographies.

The Sussex AA consists of 53 geographies. Of the 53 geographies by number, seven, 35 and 11 are classified as moderate-, middle- and upper-income, respectively. There are no low-income geographies in the AA. Consequently, as a percentage of Fulton Bank’s Sussex AA geographies, 13%, 66% and 21% are located within moderate-, middle- and upper-income AA geographies, respectively. Within its Sussex AA, Fulton Bank operates six branches and six ATMs. Of Fulton Bank’s six Sussex AA branches, 33% of the branches and ATMs are located in low-income geographies and 67% are in middle-income geographies.

As of June 30, 2014, of Fulton Bank’s total deposits, in DE all are from within the Sussex AA. Also as of June 30, 2014, for the Sussex AA deposit market share, Fulton Bank ranked seventh of 26 deposit taking institutions with a market share of 0.53%. Major Sussex AA competitors include Discover Bank, PNC Bank N.A., Manufacturers and Traders Trust Company, the Calvin B. Taylor Banking Company of Berlin, MD and The Bank of Delmarva.

The 2010 U.S. Census, for Sussex County reports a total population of 197,145. Business demographic information for 2014 reports that 16,831 businesses operate within the Sussex AA of which 898 (5.34%) are farms. Of these businesses, approximately 74% reported

revenues of less than \$500,000 and approximately 75% reported fewer than 10 employees. As of March 31, 2015, the Sussex County unemployment rate was reported as 7.3%, which does not compare favorably with the Delaware unemployment rate of 4.7% and the national unemployment rate of 5.5%.

Major Salisbury, MD-DE MSA employers include: the Peninsula Regional Medical Center, the Beebe Medical Center, Salisbury University and Perdue Farms, Inc. Sussex County employment is also derived from local colleges, school districts and county-state governments. Major Sussex AA employment sectors include: the poultry industry and tourism.

Contact was made with a non-profit organization involved with providing affordable housing opportunities. The contact believes that, for the Sussex AA the most prevalent need in this AA is for affordable rental housing. The contact also believes that banks have been very helpful in the financing of construction projects. In addition, they have been very generous in their grants to help LMI individuals in this area.

State of Virginia Full-Scope Area

Virginia Beach MSA

Demographic Information for Full Scope Area: Virginia Beach MSA						
Demographic Characteristics	#	Low % of #	Moderate % of #	Middle % of #	Upper % of #	NA* % of #
Geographies (Census Tracts/BNAs)	349	6.88	27.79	34.38	28.65	2.29
Population by Geography	1,394,310	5.14	25.85	34.80	34.20	0.01
Owner-Occupied Housing by Geography	321,842	1.96	19.61	36.91	41.52	0.00
Business by Geography	102,717	4.98	21.36	35.87	37.38	0.40
Farms by Geography	2,055	2.43	16.25	34.99	46.13	0.19
Family Distribution by Income Level	347,337	19.57	18.64	22.32	39.46	0.00
Distribution of Low and Moderate Income Families throughout AA Geographies	132,726	8.92	37.55	35.40	18.13	0.00
Median Family Income HUD Adjusted Median Family Income for 2014 Households Below Poverty Level		67,485 72,200 10%	Median Housing Value Unemployment Rate (2010 US Census)	251,987 5.50% (as of 3/2015)		

(*) The NA category consists of geographies that have not been assigned an income classification.
Source: 2010 US Census and 2014 HUD updated MFI

The Virginia Beach-Norfolk-Norfolk News, VA-NC AA (Virginia AA) consists of portions of the MSA, comprised by the cities of Chesapeake, Hampton, Newport News, Norfolk, Portsmouth, Poquoson and Virginia Beach, in addition to York County. The Virginia AA meets regulatory requirements and does not arbitrarily exclude low- or moderate-income geographies.

The Virginia AA consists of 349 geographies. Of the 349 geographies by number, 24, 97, 120 and 100 are classified as low-, moderate-, middle- and upper-income, respectively. Eight geographies are not classified. Consequently, as a percentage of Fulton Bank’s Virginia AA geographies, 7%, 28%, 34% and 29% are located within low-, moderate-, middle- and upper-income AA geographies, respectively, with two % unclassified. Within its Virginia AA, Fulton Bank operates six branches and six ATMs. Of Fulton Bank’s six Virginia AA branches, 17% of the branches and ATMs are located in low-income geographies, 33% are in middle-income geographies and 50% are in upper-income geographies.

As of June 30, 2014, of Fulton Bank’s total deposits, in VA, 62% are from within the Virginia AA. Also as of June 30, 2014, for the Virginia AA deposit market share, Fulton Bank ranked 15th out of 32 deposit taking institutions with a market share of 0.84%. Major Virginia AA competitors include Wells Fargo, N.A., Towne Bank, SunTrust Bank, Branch Banking and Trust Company and Bank of America, N.A.

The 2010 U.S. Census, for the Virginia AA reports a total population of 1,394,310. Business demographic information for 2014 reports that 104,772 businesses operate within the Virginia AA of which 2,055 (1.96%) are farms. Of these businesses, approximately 72% reported revenues of less than \$500,000 and approximately 72% reported fewer than 10 employees. As of March 31, 2015, the Virginia County unemployment rate was reported as 5.5%, which does not compare favorably with the Virginia unemployment rate of 4.9% and the national unemployment rate of 5.5%.

Major employers in the MSA include: the Norfolk Naval Station, Huntington Ingalls Industries, the Sentara Health System, Naval Air Station Oceana and Fort Eustis. The Virginia AA employment is also derived from federal, state and county governments, the military, port activity, ship building and tourism.

Contact was made with a non-profit organization which advocates for small business development. The contact believes that there are numerous opportunities for bank involvement in the local economy. However, there is fierce competition amongst financial institutions of all sizes for business. The contact also believes that local financial institutions are very involved in the local economy.

Appendix D: Tables of Performance Data

Content of Standardized Tables

References to the “bank” include activities of any affiliates that the bank provided for consideration (refer to appendix A: Scope of the Evaluation). For purposes of reviewing the Lending Test tables, the following are applicable: (1) purchased loans are treated as originations/purchases and market share is the number of loans originated and purchased by the bank as a percentage of the aggregate number of reportable loans originated and purchased by all lenders in the MA/assessment area; (2) Partially geocoded loans (loans where no census tract is provided) cannot be broken down by income geographies and, therefore, are only reflected in the Total Loans in Core Tables 2 through 7 and part of Table 13; and (3) Partially geocoded loans are included in the Total Loans and % Bank Loans Column in Core Tables 8 through 12 and part of Table 13. Tables without data are not included in this PE.

The following is a listing and brief description of the tables:

Table 1. Lending Volume - Presents the number and dollar amount of reportable loans originated and purchased by the bank over the evaluation period by MA/assessment area. Community development loans to statewide or regional entities or made outside the bank’s assessment area may receive positive CRA consideration. See Interagency Q&As. 12 (i) - 5 and - 6 for guidance on when a bank may receive positive CRA consideration for such loans.

Table 2. Geographic Distribution of Home Purchase Loans - Compares the percentage distribution of the number of loans originated and purchased by the bank in low-, moderate-, middle-, and upper-income geographies to the percentage distribution of owner-occupied housing units throughout those geographies. The table also presents market share information based on the most recent aggregate market data available.

Table 3. Geographic Distribution of Home Improvement Loans - See Table 2.

Table 4. Geographic Distribution of Home Mortgage Refinance Loans - See Table 2.

Table 5. Geographic Distribution of Multifamily Loans - Compares the percentage distribution of the number of multifamily loans originated and purchased by the bank in low-, moderate-, middle-, and upper-income geographies to the percentage distribution of multifamily housing units throughout those geographies. The table also presents market share information based on the most recent aggregate market data available.

Table 6. Geographic Distribution of Small Loans to Businesses - The percentage distribution of the number of small loans (less than or equal to \$1 million) to businesses originated and purchased by the bank in low-, moderate-, middle-, and upper-income geographies compared to the percentage distribution of businesses (regardless of revenue size) throughout those geographies. The table also presents market share information based on the most recent aggregate market data available. Because small business data are not

available for geographic areas smaller than counties, it may be necessary to use geographic areas larger than the bank's assessment area.

Table 7. Geographic Distribution of Small Loans to Farms - The percentage distribution of the number of small loans (less than or equal to \$500 thousand) to farms originated and purchased by the bank in low-, moderate-, middle-, and upper-income geographies compared to the percentage distribution of farms (regardless of revenue size) throughout those geographies. The table also presents market share information based on the most recent aggregate market data available. Because small farm data are not available for geographic areas smaller than counties, it may be necessary to use geographic areas larger than the bank's assessment area.

Table 8. Borrower Distribution of Home Purchase Loans - Compares the percentage distribution of the number of loans originated and purchased by the bank to low-, moderate-, middle-, and upper-income borrowers to the percentage distribution of families by income level in each MA/assessment area. The table also presents market share information based on the most recent aggregate market data available.

Table 9. Borrower Distribution of Home Improvement Loans - See Table 8.

Table 10. Borrower Distribution of Refinance Loans - See Table 8.

Table 11. Borrower Distribution of Small Loans to Businesses - Compares the percentage distribution of the number of small loans (less than or equal to \$1 million) originated and purchased by the bank to businesses with revenues of \$1 million or less to the percentage distribution of businesses with revenues of \$1 million or less. In addition, the table presents the percentage distribution of the number of loans originated and purchased by the bank by loan size, regardless of the revenue size of the business. Market share information is presented based on the most recent aggregate market data available.

Table 12. Borrower Distribution of Small Loans to Farms - Compares the percentage distribution of the number of small loans (less than or equal to \$500 thousand) originated and purchased by the bank to farms with revenues of \$1 million or less to the percentage distribution of farms with revenues of \$1 million or less. In addition, the table presents the percentage distribution of the number of loans originated and purchased by the bank by loan size, regardless of the revenue size of the farm. Market share information is presented based on the most recent aggregate market data available.

Table 14. Qualified Investments - Presents the number and dollar amount of qualified investments made by the bank in each MA/AA. The table separately presents investments made during prior evaluation periods that are still outstanding and investments made during the current evaluation period. Prior-period investments are reflected at their book value as of the end of the evaluation period. Current period investments are reflected at their original investment amount even if that amount is greater than the current book value of the investment. The table also presents the number and dollar amount of unfunded qualified investment commitments. In order to be included, an unfunded commitment must be legally binding and tracked and recorded by the bank's financial reporting system.

A bank may receive positive consideration for qualified investments in statewide/regional entities or made outside of the bank's assessment area. See Interagency Q&As. 12 (i) - 5 and - 6 for guidance on when a bank may receive positive CRA consideration for such investments.

Table 15. Distribution of Branch Delivery System and Branch Openings/Closings -
Compares the percentage distribution of the number of the bank's branches in low-, moderate-, middle-, and upper-income geographies to the percentage of the population within each geography in each MA/AA. The table also presents data on branch openings and closings in each MA/AA.

Table 1. Lending Volume

LENDING VOLUME		Geography: PHILADELPHIA MMA						Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2014				
Assessment Area (2014):	% of Rated Area Loans (#) in MA/AA*	Home Mortgage		Small Loans to Businesses		Small Loans to Farms		Community Development Loans**		Total Reported Loans		% of Rated Area Deposits in MA/AA***
		#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	#	\$(000's)	
Full Review:												
Philadelphia MMA	100.00	1,470	375,619	615	141,816	73	12,435	5	22,600	2,163	552,470	100.00

* Loan Data as of December 31, 2014. Rated area refers to either state or multi-state MA rating area.

** The evaluation period for Community Development Loans is from January 01, 2014 to December 31, 2014.

*** Deposit Data as of June 02, 2016. Rated Area refers to either the state, multi-state MA, or institution, as appropriate.

Table 2. Geographic Distribution of Home Purchase Loans

Geographic Distribution: HOME PURCHASE		Geography: PHILADELPHIA MMA				Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2014					Market Share (%) by Geography*				
Assessment Area:	Total Home Purchase Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Over all	Low	Mod	Mid	Upp
	#	% of Total**	% Owner Occ Units***	% BANK Loans****	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans					
Full Review:															
Philadelphia MMA	582	100.00	3.86	1.72	19.94	15.81	39.67	44.16	36.53	38.32	0.38	0.17	0.10	0.40	0.47

* Based on 2013 Peer Mortgage Data -- US and PR

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

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

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

Table 3. Geographic Distribution of Home Improvement Loans

Geographic Distribution: HOME IMPROVEMENT															Geography: PHILADELPHIA MMA					Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2014				
Assessment Area:	Total Home Improvement Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*													
	#	% of Total**	% Owner Occ Units***	% BANK Loans****	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	Overall	Low	Mod	Mid	Upp									
Full Review:																								
Philadelphia MMA	91	100.00	3.86	0.00	19.94	9.89	39.67	39.56	36.53	50.55	0.51	0.00	0.16	0.61	0.66									

* Based on 2013 Peer Mortgage Data -- US and PR

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

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

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

Table 4. Geographic Distribution of Home Mortgage Refinance Loans

Geographic Distribution: HOME MORTGAGE REFINANCE															Geography: PHILADELPHIA MMA					Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2014				
Assessment Area:	Total Home Mortgage Refinance Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*													
	#	% of Total**	% Owner Occ Units***	% BANK Loans****	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	Overall	Low	Mod	Mid	Upp									
Full Review:																								
Philadelphia MMA	787	100.00	3.86	1.40	19.94	12.07	39.67	39.01	36.53	47.52	0.31	0.08	0.17	0.31	0.37									

* Based on 2013 Peer Mortgage Data -- US and PR

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

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

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

Table 5. Geographic Distribution of Multifamily Loans

Geographic Distribution: MULTIFAMILY															Geography: PHILADELPHIA MMA					Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2014				
Assessment Area:	Total Multifamily Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*													
	#	% of Total**	% of MF Units***	% BANK Loans****	% MF Units***	% BANK Loans	% MF Units***	% BANK Loans	% MF Units***	% BANK Loans	Overall	Low	Mod	Mid	Upp									
Full Review:																								
Philadelphia MMA	10	100.00	6.83	0.00	24.15	20.00	33.93	40.00	35.10	40.00	1.20	0.00	1.52	1.12	1.75									

* Based on 2013 Peer Mortgage Data -- US and PR

** Multi-family loans originated and purchased in the MA/AA as a percentage of all multi-family loans originated and purchased in the rated area.

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

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

Table 6. Geographic Distribution of Small Loans to Businesses

Geographic Distribution: SMALL LOANS TO BUSINESSES															Geography: PHILADELPHIA MMA					Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2014				
Assessment Area:	Total Small Business Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*													
	#	% of Total**	% of Businesses***	% BANK Loans	% of Businesses***	% BANK Loans	% of Businesses***	% BANK Loans	% of Businesses***	% BANK Loans	Overall	Low	Mod	Mid	Upp									
Full Review:																								
Philadelphia MMA	612	100.00	4.14	1.63	17.93	19.12	36.19	40.52	41.17	38.73	0.26	0.11	0.28	0.25	0.31									

* Based on 2013 Peer Small Business Data -- US and PR

** Small loans to businesses originated and purchased in the MA/AA as a percentage of all small loans to businesses originated and purchased in the rated area.

*** Source Data - Dun and Bradstreet (2014).

Table 7. Geographic Distribution of Small Loans to Farms

Geographic Distribution: SMALL LOANS TO FARMS															Geography: PHILADELPHIA MMA					Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2014				
Assessment Area:	Total Small Farm Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*													
	#	% of Total**	% of Farms***	% BANK Loans	% of Farms***	% BANK Loans	% of Farms***	% BANK Loans	% of Farms***	% BANK Loans	Overall	Low	Mod	Mid	Upp									
Full Review:																								
Philadelphia MMA	73	100.00	1.19	0.00	14.60	39.73	45.03	47.95	39.02	12.33	7.47	0.00	20.00	6.67	6.67									

* Based on 2013 Peer Small Business Data -- US and PR

** Small loans to farms originated and purchased in the MA/AA as a percentage of all small loans to farms originated and purchased in the rated area.

*** Source Data - Dun and Bradstreet (2014).

Table 8. Borrower Distribution of Home Purchase Loans

Borrower Distribution: HOME PURCHASE															Geography: PHILADELPHIA MMA					Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2014				
Assessment Area:	Total Home Purchase Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Market Share*													
	#	% of Total**	% Families***	% BANK Loans****	% Families	% BANK Loans****	% Families***	% BANK Loans****	% Families***	% BANK Loans****	% Families***	% BANK Loans****	Overall	Low	Mod	Mid	Upp							
Full Review:																								
Philadelphia MMA	582	100.00	21.42	7.08	17.32	17.60	20.33	20.51	40.93	54.81	0.41	0.21	0.32	0.28	0.56									

* Based on 2013 Peer Mortgage Data -- US and PR

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

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

**** As a percentage of loans with borrower income information available. No information was available for 5.3% of loans originated and purchased by bank.

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

Table 9. Borrower Distribution of Home Improvement Loans

Borrower Distribution: HOME IMPROVEMENT															Geography: PHILADELPHIA MMA					Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2014				
Assessment Area:	Total Home Improvement Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Market Share*													
	#	% of Total**	% Families* **	% BANK Loans****	% Families ⁴	% BANK Loans****	% Families***	% BANK Loans****	% Families***	% BANK Loans****	Overall	Low	Mod	Mid	Upp									
Full Review:																								
Philadelphia MMA	91	100.00	21.42	1.15	17.32	17.24	20.33	20.69	40.93	60.92	0.52	0.00	0.39	0.44	0.77									

* Based on 2013 Peer Mortgage Data -- US and PR

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

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

**** As a percentage of loans with borrower income information available. No information was available for 4.4% of loans originated and purchased by bank.

⁴ Data shown includes only One to Four-family and manufactured housing. (Property type of 1 or 2)

Table 10. Borrower Distribution of Home Mortgage Refinance Loans

Borrower Distribution: HOME MORTGAGE REFINANCE		Geography: PHILADELPHIA MMA					Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2014					Market Share*				
Assessment Area:	Total Home Mortgage Refinance Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Overall	Low	Mod	Mid	Upp	
	#	% of Total**	% Families** *	% BANK Loans****	% Families ⁵	% BANK Loans****	% Families***	% BANK Loans****	% Families***	% BANK Loans****						
Full Review:																
Philadelphia MMA	787	100.00	21.42	3.99	17.32	13.03	20.33	24.20	40.93	58.78	0.35	0.11	0.27	0.36	0.41	

* Based on 2013 Peer Mortgage Data -- US and PR

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

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

**** As a percentage of loans with borrower income information available. No information was available for 4.4% of loans originated and purchased by bank.

⁵ Data shown includes only One to Four-family and manufactured housing. (Property type of 1 or 2)

Table 11. Borrower Distribution of Small Loans to Businesses

Borrower Distribution: SMALL LOANS TO BUSINESSES									
				Geography: PHILADELPHIA MMA			Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2014		
Assessment Area:	Total Small Loans to Businesses		Businesses With Revenues of \$1 million or less		Loans by Original Amount Regardless of Business Size			Market Share*	
	#	% of Total**	% of Businesses***	% BANK Loans****	\$100,000 or less	>\$100,000 to \$250,000	>\$250,000 to \$1,000,000	All	Rev\$ 1 Million or Less
Full Review:									
Philadelphia MMA	615	100.00	71.74	58.70	43.90	25.85	30.24	0.26	0.36

* Based on 2013 Peer Small Business Data -- US and PR

** Small loans to businesses originated and purchased in the MA/AA as a percentage of all small loans to businesses originated and purchased in the rated area.

*** Businesses with revenues of \$1 million or less as a percentage of all businesses (Source D&B - 2014).

**** Small loans to businesses with revenues of \$1 million or less as a percentage of all loans reported as small loans to businesses. No information was available for 0.00% of small loans to businesses originated and purchased by the bank.

Table 12. Borrower Distribution of Small Loans to Farms

Borrower Distribution: SMALL LOANS TO FARMS									
Geography: PHILADELPHIA MMA					Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2014				
Assessment Area:	Total Small Loans to Farms		Farms With Revenues of \$1 million or less		Loans by Original Amount Regardless of Farm Size			Market Share*	
	#	% of Total**	% of Farms***	% BANK Loans****	\$100,000 or less	>\$100,000 to \$250,000	>\$250,000 to \$500,000	All	Rev\$ 1 Million or Less
Full Review:									
Philadelphia MMA	73	100.00	95.02	65.75	43.84	31.51	24.66	7.47	6.25

* Based on 2013 Peer Small Business Data -- US and PR

** Small loans to farms originated and purchased in the MA/AA as a percentage of all small loans to farms originated and purchased in the rated area.

*** Farms with revenues of \$1 million or less as a percentage of all farms (Source D&B - 2014).

**** Small loans to farms with revenues of \$1 million or less as a percentage of all loans reported as small loans to farms. No information was available for 8.22% of small loans to farms originated and purchased by the bank.

Table 14. Qualified Investments

QUALIFIED INVESTMENTS									
			Geography: MMA 37980		Evaluation Period: JANUARY 3, 2012 TO DECEMBER 31, 2014				
Assessment Area:	Prior Period Investments*		Current Period Investments		Total Investments			Unfunded Commitments**	
	#	\$(000's)	#	\$(000's)	#	\$(000's)	% of Total	#	\$(000's)
Full Review:									
Philadelphia MMA	14	4,648	25	1,559	39	6,207	100.00	4	50

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

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

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

DISTRIBUTION OF BRANCH DELIVERY SYSTEM AND BRANCH OPENINGS/CLOSINGS				Geography: MMA 37980				Evaluation Period: JANUARY 3, 2012 TO DECEMBER 31, 2014									
MA/Assessment Area:	Deposits	Branches						Branch Openings/Closings				Population					
	% of Rated Area Deposits in AA	# of BANK Branches	% of Rated Area Branches in AA	Location of Branches by Income of Geographies (%)				# of Branch Openings	# of Branch Closings	Net change in Location of Branches (+ or -)				% of Population within Each Geography			
				Low	Mod	Mid	Upp			Low	Mod	Mid	Upp	Low	Mod	Mid	Upp
Full Review:																	
Philadelphia MMA	100.00	24	100.00	0.04	0.08	0.58	0.29	2	0	0	0	+2	0	7.15	23.60	36.33	32.56

Table 1. Lending Volume

LENDING VOLUME		Geography: STATE OF PENNSYLVANIA				Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2014						
Assessment Area (2014):	% of Rated Area Loans (#) in MA/AA*	Home Mortgage		Small Loans to Businesses		Small Loans to Farms		Community Development Loans**		Total Reported Loans		% of Rated Area Deposits in MA/AA***
		#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	#	\$(000's)	
Full Review:												
Harrisburg MSA	15.79	1,716	337,809	250	55,197	52	8,515	4	9,200	2,022	410,721	12.03
Lancaster MSA	39.32	3,752	654,393	811	178,265	464	70,095	7	20,400	5,034	923,153	49.84
Limited Review:												
Lebanon MSA	10.47	972	155,352	168	27,706	199	25,832	2	2,480	1,341	211,370	12.97
Reading MSA	18.06	1,758	306,429	331	75,040	218	31,037	5	13,490	2,312	425,996	8.57
Schuylkill Non-MSA	2.30	222	26,418	37	6,342	35	4,557	0	0	294	37,317	1.68
State College MSA	1.55	130	26,359	64	13,791	4	310	0	0	198	40,460	1.09
York MSA	12.51	1,292	214,115	244	47,024	64	6,774	2	3,400	1,602	271,313	13.82

* Loan Data as of December 31, 2014. Rated area refers to either state or multi-state MA rating area.

** The evaluation period for Community Development Loans is from January 01, 2014 to December 31, 2014.

*** Deposit Data as of June 02, 2016. Rated Area refers to either the state, multi-state MA, or institution, as appropriate.

Table 2. Geographic Distribution of Home Purchase Loans

Geographic Distribution: HOME PURCHASE		Geography: STATE OF PENNSYLVANIA					Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2014					Market Share (%) by Geography*				
Assessment Area:	Total Home Purchase Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Over all	Low	Mod	Mid	Upp	
	#	% of Total**	% Owner Occ Units***	% BANK Loans****	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans						
Full Review:																
Harrisburg MSA	1,022	20.23	2.47	0.20	14.11	6.16	52.76	42.66	30.67	50.98	4.92	1.43	2.23	3.98	7.19	
Lancaster MSA	1,707	33.78	1.85	2.05	6.49	6.03	77.96	74.58	13.70	17.34	8.66	4.42	6.61	8.79	9.74	
Limited Review:																
Lebanon MSA	475	9.40	0.00	0.00	7.60	5.05	66.12	58.74	26.28	36.21	10.92	0.00	6.19	10.36	12.80	
Reading MSA	1,085	21.47	7.11	2.76	5.12	2.58	60.26	57.51	27.51	37.14	7.64	3.83	4.31	7.05	9.78	
Schuylkill Non-MSA	144	2.85	0.00	0.00	12.22	2.78	61.48	54.86	26.29	42.36	4.22	0.00	0.99	4.23	6.96	
State College MSA	64	1.27	0.05	1.56	12.86	4.69	59.40	57.81	27.69	35.94	1.23	0.00	0.00	1.46	1.24	
York MSA	556	11.00	2.71	1.80	6.40	3.60	69.57	72.48	21.33	22.12	3.04	0.79	2.01	3.37	2.55	

* Based on 2013 Peer Mortgage Data -- US and PR

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

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

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

Table 3. Geographic Distribution of Home Improvement Loans

Geographic Distribution: HOME IMPROVEMENT		Geography: STATE OF PENNSYLVANIA						Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2014							
Assessment Area:	Total Home Improvement Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total**	% Owner Occ Units***	% BANK Loans****	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	Overall	Low	Mod	Mid	Upp
Full Review:															
Harrisburg MSA	101	14.33	2.47	0.00	14.11	6.93	52.76	40.59	30.67	52.48	3.21	0.00	2.27	2.43	4.81
Lancaster MSA	277	39.29	1.85	1.81	6.49	3.97	77.96	72.20	13.70	22.02	12.42	0.00	7.55	11.74	18.88
Limited Review:															
Lebanon MSA	104	14.75	0.00	0.00	7.60	7.69	66.12	61.54	26.28	30.77	13.75	0.00	18.18	13.64	12.68
Reading MSA	79	11.21	7.11	2.53	5.12	0.00	60.26	63.29	27.51	34.18	4.44	1.20	0.00	4.45	6.91
Schuylkill Non-MSA	28	3.97	0.00	0.00	12.22	0.00	61.48	64.29	26.29	35.71	3.41	0.00	0.00	4.22	0.00
State College MSA	5	0.71	0.05	0.00	12.86	0.00	59.40	80.00	27.69	20.00	0.82	0.00	0.00	1.30	0.00
York MSA	111	15.74	2.71	1.80	6.40	1.80	69.57	77.48	21.33	18.92	4.97	7.69	2.63	5.33	3.96

* Based on 2013 Peer Mortgage Data -- US and PR

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

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

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

Table 4. Geographic Distribution of Home Mortgage Refinance Loans

Geographic Distribution: HOME MORTGAGE REFINANCE															Geography: STATE OF PENNSYLVANIA					Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2014				
Assessment Area:	Total Home Mortgage Refinance Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*													
	#	% of Total**	% Owner Occ Units***	% BANK Loans****	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	Overall	Low	Mod	Mid	Upp									
Full Review:																								
Harrisburg MSA	588	14.53	2.47	0.34	14.11	6.97	52.76	45.92	30.67	46.77	1.77	0.93	1.08	1.57	2.27									
Lancaster MSA	1,755	43.38	1.85	1.25	6.49	3.65	77.96	77.09	13.70	18.01	6.59	6.88	5.11	6.64	6.83									
Limited Review:																								
Lebanon MSA	382	9.44	0.00	0.00	7.60	3.14	66.12	67.54	26.28	29.32	4.69	0.00	2.11	4.92	4.69									
Reading MSA	587	14.51	7.11	0.85	5.12	1.70	60.26	59.63	27.51	37.82	2.82	1.40	1.48	2.92	2.83									
Schuylkill Non-MSA	49	1.21	0.00	0.00	12.22	0.00	61.48	53.06	26.29	46.94	1.50	0.00	0.00	1.32	3.17									
State College MSA	61	1.51	0.05	0.00	12.86	1.64	59.40	54.10	27.69	44.26	1.02	0.00	0.00	1.01	1.29									
York MSA	624	15.42	2.71	1.28	6.40	2.88	69.57	74.84	21.33	20.99	2.21	1.67	1.05	2.54	1.55									

* Based on 2013 Peer Mortgage Data -- US and PR

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

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

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

Table 5. Geographic Distribution of Multifamily Loans

Geographic Distribution: MULTIFAMILY															
Geography: STATE OF PENNSYLVANIA															
Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2014															
Assessment Area:	Total Multifamily Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total**	% of MF Units***	% BANK Loans****	% MF Units***	% BANK Loans	% MF Units***	% BANK Loans	% MF Units***	% BANK Loans	Overall	Low	Mod	Mid	Upp
Full Review:															
Harrisburg MSA	5	13.16	7.40	0.00	29.59	60.00	48.42	40.00	14.59	0.00	0.00	0.00	0.00	0.00	0.00
Lancaster MSA	13	34.21	9.63	7.69	10.82	7.69	68.29	84.62	11.26	0.00	4.94	0.00	0.00	7.02	0.00
Limited Review:															
Lebanon MSA	11	28.95	0.00	0.00	18.77	36.36	61.19	0.00	20.05	63.64	13.64	0.00	14.29	0.00	66.67
Reading MSA	7	18.42	33.46	57.14	8.18	0.00	37.57	28.57	20.79	14.29	0.00	0.00	0.00	0.00	0.00
Schuylkill Non-MSA	1	2.63	0.00	0.00	35.79	0.00	48.51	100.00	15.70	0.00	0.00	0.00	0.00	0.00	0.00
State College MSA	0	0.00	12.66	0.00	21.87	0.00	44.70	0.00	20.77	0.00	0.00	0.00	0.00	0.00	0.00
York MSA	1	2.63	12.11	0.00	13.68	100.00	64.91	0.00	9.29	0.00	0.00	0.00	0.00	0.00	0.00

* Based on 2013 Peer Mortgage Data -- US and PR

** Multi-family loans originated and purchased in the MA/AA as a percentage of all multi-family loans originated and purchased in the rated area.

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

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

Table 6. Geographic Distribution of Small Loans to Businesses

Geographic Distribution: SMALL LOANS TO BUSINESSES															Geography: STATE OF PENNSYLVANIA					Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2014				
Assessment Area:	Total Small Business Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*													
	#	% of Total**	% of Businesses***	% BANK Loans	% of Businesses***	% BANK Loans	% of Businesses***	% BANK Loans	% of Businesses***	% BANK Loans	Overall	Low	Mod	Mid	Upp									
Full Review:																								
Harrisburg MSA	250	13.12	2.90	4.40	24.54	19.20	45.01	48.40	27.53	28.00	1.42	0.48	1.11	1.71	1.36									
Lancaster MSA	811	42.57	5.34	6.04	5.80	5.80	75.64	74.23	13.23	13.93	3.43	4.89	2.83	3.44	3.77									
Limited Review:																								
Lebanon MSA	168	8.82	0.00	0.00	6.15	2.98	69.21	77.98	24.64	19.05	3.92	0.00	3.03	4.31	3.66									
Reading MSA	331	17.38	10.28	8.76	7.58	8.76	54.67	49.55	27.47	32.93	1.74	1.82	1.68	1.74	1.93									
Schuylkill Non-MSA	37	1.94	0.00	0.00	14.33	0.00	56.95	54.05	28.72	45.95	0.59	0.00	0.00	0.54	1.78									
State College MSA	64	3.36	5.96	4.69	10.78	12.50	49.49	40.63	32.95	42.19	1.23	1.85	1.27	0.78	1.89									
York MSA	244	12.81	6.74	9.02	7.55	8.61	66.02	68.44	19.69	13.93	1.53	2.55	1.75	1.56	1.19									

* Based on 2013 Peer Small Business Data -- US and PR

** Small loans to businesses originated and purchased in the MA/AA as a percentage of all small loans to businesses originated and purchased in the rated area.

*** Source Data - Dun and Bradstreet (2014).

Table 7. Geographic Distribution of Small Loans to Farms

Geographic Distribution: SMALL LOANS TO FARMS		Geography: STATE OF PENNSYLVANIA					Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2014					Market Share (%) by Geography*				
Assessment Area:	Total Small Farm Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Overall	Low	Mod	Mid	Upp	
	#	% of Total**	% of Farms***	% BANK Loans	% of Farms***	% BANK Loans	% of Farms***	% BANK Loans	% of Farms***	% BANK Loans						
Full Review:																
Harrisburg MSA	52	5.02	0.32	0.00	9.81	9.62	64.40	75.00	25.47	15.38	8.65	0.00	0.00	10.39	5.00	
Lancaster MSA	464	44.79	0.54	0.00	1.08	0.00	90.00	95.26	8.39	4.74	13.65	0.00	0.00	13.79	11.94	
Limited Review:																
Lebanon MSA	199	19.21	0.00	0.00	0.38	0.00	71.94	83.92	27.68	16.08	48.08	0.00	0.00	46.92	53.85	
Reading MSA	218	21.04	0.96	0.00	5.59	10.09	69.65	84.40	23.80	5.50	41.04	0.00	85.71	40.91	14.29	
Schuylkill Non-MSA	35	3.38	0.00	0.00	2.29	0.00	49.71	45.71	48.00	54.29	27.91	0.00	0.00	19.35	50.00	
State College MSA	4	0.39	0.00	0.00	13.45	25.00	62.25	75.00	23.90	0.00	2.47	0.00	0.00	4.65	0.00	
York MSA	64	6.18	0.73	0.00	2.39	0.00	77.45	84.38	19.43	15.63	16.92	0.00	0.00	16.96	17.65	

* Based on 2013 Peer Small Business Data -- US and PR

** Small loans to farms originated and purchased in the MA/AA as a percentage of all small loans to farms originated and purchased in the rated area.

*** Source Data - Dun and Bradstreet (2014).

Table 8. Borrower Distribution of Home Purchase Loans

Borrower Distribution: HOME PURCHASE		Geography: STATE OF PENNSYLVANIA						Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2014							
Assessment Area:	Total Home Purchase Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Market Share*				
	#	% of Total**	% Families***	% BANK Loans****	% Families 6	% BANK Loans****	% Families***	% BANK Loans****	% Families***	% BANK Loans****	Overall	Low	Mod	Mid	Upp
Full Review:															
Harrisburg MSA	1,022	20.23	18.89	7.32	18.03	22.47	22.71	20.26	40.36	49.95	5.48	3.02	4.44	4.55	7.52
Lancaster MSA	1,707	33.78	17.38	8.13	19.06	25.14	24.77	24.77	38.79	41.96	9.19	6.67	8.26	7.14	12.24
Limited Review:															
Lebanon MSA	475	9.40	17.00	10.97	18.58	23.23	24.94	22.58	39.48	43.23	11.67	8.76	11.20	8.67	14.94
Reading MSA	1,085	21.47	20.50	6.79	17.37	25.00	23.18	24.62	38.95	43.58	8.23	2.84	7.52	7.18	11.44
Schuylkill Non-MSA	144	2.85	16.38	10.71	18.27	22.86	23.13	25.00	42.22	41.43	4.44	3.75	3.62	3.33	6.13
State College MSA	64	1.27	18.29	4.76	19.03	17.46	22.77	26.98	39.91	50.79	1.36	0.00	2.02	1.04	1.43
York MSA	556	11.00	17.58	9.21	18.89	26.69	24.52	24.62	39.01	39.47	3.37	2.50	3.43	3.10	3.87

* Based on 2013 Peer Mortgage Data -- US and PR

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

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

**** As a percentage of loans with borrower income information available. No information was available for 3.2% of loans originated and purchased by bank.

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

Table 9. Borrower Distribution of Home Improvement Loans

Borrower Distribution: HOME IMPROVEMENT															
Geography: STATE OF PENNSYLVANIA															
Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2014															
Assessment Area:	Total Home Improvement Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Market Share*				
	#	% of Total**	% Families*	% BANK Loans****	% Families ⁷	% BANK Loans****	% Families***	% BANK Loans****	% Families***	% BANK Loans****	Overall	Low	Mod	Mid	Upp
Full Review:															
Harrisburg MSA	101	14.33	18.89	6.06	18.03	16.16	22.71	26.26	40.36	51.52	3.26	0.57	2.36	3.81	4.09
Lancaster MSA	277	39.29	17.38	6.72	19.06	20.90	24.77	25.37	38.79	47.01	12.32	10.13	13.48	11.98	12.44
Limited Review:															
Lebanon MSA	104	14.75	17.00	9.62	18.58	26.92	24.94	29.81	39.48	33.65	14.23	11.11	29.55	16.22	7.55
Reading MSA	79	11.21	20.50	5.06	17.37	18.99	23.18	21.52	38.95	54.43	4.52	1.00	4.60	4.06	5.94
Schuylkill Non-MSA	28	3.97	16.38	18.52	18.27	14.81	23.13	18.52	42.22	48.15	3.18	0.00	3.28	2.63	4.10
State College MSA	5	0.71	18.29	20.00	19.03	20.00	22.77	40.00	39.91	20.00	0.85	2.33	0.00	1.02	0.77
York MSA	111	15.74	17.58	8.41	18.89	28.97	24.52	25.23	39.01	37.38	4.99	3.00	6.15	2.68	6.52

* Based on 2013 Peer Mortgage Data -- US and PR

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

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

**** As a percentage of loans with borrower income information available. No information was available for 2.3% of loans originated and purchased by bank.

⁷ Data shown includes only One to Four-family and manufactured housing. (Property type of 1 or 2)

Table 10. Borrower Distribution of Home Mortgage Refinance Loans

Borrower Distribution: HOME MORTGAGE REFINANCE		Geography: STATE OF PENNSYLVANIA						Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2014							
Assessment Area:	Total Home Mortgage Refinance Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Market Share*				
	#	% of Total**	% Families** *	% BANK Loans****	% Families ⁸	% BANK Loans****	% Families***	% BANK Loans****	% Families***	% BANK Loans****	Overall	Low	Mod	Mid	Upp
Full Review:															
Harrisburg MSA	588	14.53	18.89	5.09	18.03	14.04	22.71	23.16	40.36	57.72	2.13	1.14	1.23	1.76	2.87
Lancaster MSA	1,755	43.38	17.38	5.86	19.06	19.38	24.77	30.43	38.79	44.32	7.26	4.91	6.95	7.73	7.45
Limited Review:															
Lebanon MSA	382	9.44	17.00	5.18	18.58	24.52	24.94	27.79	39.48	42.51	5.34	3.59	7.24	3.68	5.88
Reading MSA	587	14.51	20.50	4.19	17.37	17.98	23.18	26.53	38.95	51.31	3.21	1.69	3.07	3.43	3.38
Schuylkill Non-MSA	49	1.21	16.38	0.00	18.27	28.89	23.13	24.44	42.22	46.67	1.64	0.00	2.30	1.96	1.40
State College MSA	61	1.51	18.29	0.00	19.03	19.30	22.77	24.56	39.91	56.14	1.05	0.00	1.34	0.55	1.31
York MSA	624	15.42	17.58	7.01	18.89	16.69	24.52	29.55	39.01	46.74	2.63	2.39	2.45	2.75	2.68

* Based on 2013 Peer Mortgage Data -- US and PR

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

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

**** As a percentage of loans with borrower income information available. No information was available for 4.4% of loans originated and purchased by bank.

⁸ Data shown includes only One to Four-family and manufactured housing. (Property type of 1 or 2)

Table 11. Borrower Distribution of Small Loans to Businesses

Borrower Distribution: SMALL LOANS TO BUSINESSES									
Geography: STATE OF PENNSYLVANIA					Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2014				
Assessment Area:	Total Small Loans to Businesses		Businesses With Revenues of \$1 million or less		Loans by Original Amount Regardless of Business Size			Market Share*	
	#	% of Total**	% of Businesses***	% BANK Loans****	\$100,000 or less	>\$100,000 to \$250,000	>\$250,000 to \$1,000,000	All	Rev\$ 1 Million or Less
Full Review:									
Harrisburg MSA	250	13.12	68.56	54.00	46.40	25.60	28.00	1.42	1.51
Lancaster MSA	811	42.57	71.88	55.24	49.57	21.70	28.73	3.43	4.32
Limited Review:									
Lebanon MSA	168	8.82	73.30	53.57	57.14	23.81	19.05	3.92	4.69
Reading MSA	331	17.38	72.26	54.08	46.22	23.56	30.21	1.74	2.30
Schuylkill Non-MSA	37	1.94	71.07	64.86	59.46	16.22	24.32	0.59	1.29
State College MSA	64	3.36	68.73	53.13	43.75	32.81	23.44	1.23	1.56
York MSA	244	12.81	71.99	60.25	54.10	22.95	22.95	1.53	1.85

* Based on 2013 Peer Small Business Data -- US and PR

** Small loans to businesses originated and purchased in the MA/AA as a percentage of all small loans to businesses originated and purchased in the rated area.

*** Businesses with revenues of \$1 million or less as a percentage of all businesses (Source D&B - 2014).

**** Small loans to businesses with revenues of \$1 million or less as a percentage of all loans reported as small loans to businesses. No information was available for 0.52% of small loans to businesses originated and purchased by the bank.

Table 12. Borrower Distribution of Small Loans to Farms

Borrower Distribution: SMALL LOANS TO FARMS		Geography: STATE OF PENNSYLVANIA			Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2014				
Assessment Area:	Total Small Loans to Farms		Farms With Revenues of \$1 million or less		Loans by Original Amount Regardless of Farm Size			Market Share*	
	#	% of Total**	% of Farms***	% BANK Loans****	\$100,000 or less	>\$100,000 to \$250,000	>\$250,000 to \$500,000	All	Rev\$ 1 Million or Less
Full Review:									
Harrisburg MSA	52	5.02	97.81	86.54	55.77	13.46	30.77	8.65	15.09
Lancaster MSA	464	44.79	97.31	82.54	53.23	27.80	18.97	13.65	14.09
Limited Review:									
Lebanon MSA	199	19.21	97.93	90.95	57.29	28.14	14.57	48.08	60.87
Reading MSA	218	21.04	97.36	84.86	54.13	31.65	14.22	41.04	50.66
Schuykill Non-MSA	35	3.38	97.71	80.00	60.00	22.86	17.14	27.91	41.38
State College MSA	4	0.39	97.79	100.00	75.00	25.00	0.00	2.47	3.23
York MSA	64	6.18	97.46	78.13	65.63	26.56	7.81	16.92	25.30

* Based on 2013 Peer Small Business Data -- US and PR

** Small loans to farms originated and purchased in the MA/AA as a percentage of all small loans to farms originated and purchased in the rated area.

*** Farms with revenues of \$1 million or less as a percentage of all farms (Source D&B - 2014).

**** Small loans to farms with revenues of \$1 million or less as a percentage of all loans reported as small loans to farms. No information was available for 4.63% of small loans to farms originated and purchased by the bank.

Table 14. Qualified Investments

QUALIFIED INVESTMENTS									
Geography: STATE OF PENNSYLVANIA									
Evaluation Period: JANUARY 3, 2012 TO DECEMBER 31, 2014									
Assessment Area:	Prior Period Investments*		Current Period Investments		Total Investments			Unfunded Commitments**	
	#	\$(000's)	#	\$(000's)	#	\$(000's)	% of Total	#	\$(000's)
Full Review:									
Harrisburg MSA	2	16,615	41	14,365	43	30,980	22.94	2	7,296
Lancaster MSA	8	24,747	30	27,345	38	52,092	38.57	2	14,321
Limited Review:									
Lebanon MSA	1	2,233	11	37	12	2,270	1.68	0	0
Reading MSA	4	7,324	15	15,706	19	23,030	17.05	2	3,335
Schuylkill Non-MSA	0	0	5	2,795	5	2,795	2.07	0	0
State College MSA	0	0	5	8,279	5	8,279	6.13	1	435
York MSA	2	6,714	21	81	23	6,795	5.03	0	0

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

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

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

DISTRIBUTION OF BRANCH DELIVERY SYSTEM AND BRANCH OPENINGS/CLOSINGS				Geography: STATE OF PENNSYLVANIA				Evaluation Period: JANUARY 3, 2012 TO DECEMBER 31, 2014									
MA/Assessment Area:	Deposits	Branches						Branch Openings/Closings				Population					
	% of Rated Area Deposits in AA	# of BANK Branches	% of Rated Area Branches in AA	Location of Branches by Income of Geographies (%)				# of Branch Openings	# of Branch Closings	Net change in Location of Branches (+ or -)				% of Population within Each Geography			
				Low	Mod	Mid	Upp			Low	Mod	Mid	Upp	Low	Mod	Mid	Upp
Full Review:																	
Harrisburg MSA	12.03	13	18.31	7.69	23.08	53.85	15.38	0	1	0	0	0	-1	4.99	19.09	48.69	26.54
Lancaster MSA	49.84	28	39.44	7.14	0.00	78.57	14.29	0	1	0	0	-1	0	4.71	8.28	75.44	11.58
Limited Review:																	
Lebanon MSA	12.97	8	11.27	0.00	0.00	0.88	0.13	0	1	0	0	-1	0	0.00	11.55	65.51	22.94
Reading MSA	8.57	10	14.08	0.10	0.00	0.50	0.40	0	0	0	0	0	0	14.95	6.51	53.63	24.92
Schuylkill Non-MSA	1.68	1	1.41	0.00	0.00	0.00	100.00	0	0	0	0	0	0	0.00	14.83	77.27	7.90
State College MSA	1.09	2	2.82	0.00	0.00	100.00	0.00	0	0	0	0	0	0	2.87	13.81	49.37	24.15
York MSA	13.82	3	4.23	0.00	0.00	100.00	0.00	0	1	0	0	-1	0	6.68	7.48	66.08	19.76

Table 1. Lending Volume

LENDING VOLUME		Geography: STATE OF DELAWARE						Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2014				
Assessment Area (2014):	% of Rated Area Loans (#) in MA/AA*	Home Mortgage		Small Loans to Businesses		Small Loans to Farms		Community Development Loans**		Total Reported Loans		% of Rated Area Deposits in MA/AA***
		#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	#	\$(000's)	
Full Review:												
Sussex MSA	100.00	415	102,587	159	29,766	9	1,035	1	200	584	133,588	100.00

* Loan Data as of December 31, 2014. Rated area refers to either state or multi-state MA rating area.

** The evaluation period for Community Development Loans is from January 01, 2014 to December 31, 2014.

*** Deposit Data as of June 02, 2016. Rated Area refers to either the state, multi-state MA, or institution, as appropriate.

Table 2. Geographic Distribution of Home Purchase Loans

Geographic Distribution: HOME PURCHASE		Geography: STATE OF DELAWARE				Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2014									
Assessment Area:	Total Home Purchase Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total**	% Owner Occ Units***	% BANK Loans****	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	Over all	Low	Mod	Mid	Upp
Full Review:															
Sussex MSA	208	100.00	0.00	0.00	11.84	9.13	73.46	67.31	14.70	23.56	1.88	0.00	2.49	1.68	2.33

* Based on 2013 Peer Mortgage Data -- US and PR

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

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

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

Table 3. Geographic Distribution of Home Improvement Loans

Geographic Distribution: HOME IMPROVEMENT		Geography: STATE OF DELAWARE				Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2014					Market Share (%) by Geography*				
Assessment Area:	Total Home Improvement Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Overall	Low	Mod	Mid	Upp
	#	% of Total**	% Owner Occ Units***	% BANK Loans****	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans					
Full Review:															
Sussex MSA	34	100.00	0.00	0.00	11.84	17.65	73.46	70.59	14.70	11.76	2.90	0.00	3.70	2.90	2.63

* Based on 2013 Peer Mortgage Data -- US and PR

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

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

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

Table 4. Geographic Distribution of Home Mortgage Refinance Loans

Geographic Distribution: HOME MORTGAGE REFINANCE															Geography: STATE OF DELAWARE					Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2014				
Assessment Area:	Total Home Mortgage Refinance Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*													
	#	% of Total**	% Owner Occ Units***	% BANK Loans****	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	Overall	Low	Mod	Mid	Upp									
Full Review:																								
Sussex MSA	173	100.00	0.00	0.00	11.84	11.56	73.46	71.10	14.70	17.34	0.83	0.00	2.07	0.86	0.47									

* Based on 2013 Peer Mortgage Data -- US and PR

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

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

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

Table 6. Geographic Distribution of Small Loans to Businesses

Geographic Distribution: SMALL LOANS TO BUSINESSES			Geography: STATE OF DELAWARE				Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2014					Market Share (%) by Geography*				
Assessment Area:	Total Small Business Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Overall	Low	Mod	Mid	Upp	
	#	% of Total**	% of Businesses***	% BANK Loans	% of Businesses***	% BANK Loans	% of Businesses***	% BANK Loans	% of Businesses***	% BANK Loans						
Full Review:																
Sussex MSA	159	100.00	0.00	0.00	12.88	23.90	68.25	57.23	18.87	18.87	0.00	0.00	0.00	0.00	0.00	

* Based on 2013 Peer Small Business Data -- US and PR

** Small loans to businesses originated and purchased in the MA/AA as a percentage of all small loans to businesses originated and purchased in the rated area.

*** Source Data - Dun and Bradstreet (2014).

Table 7. Geographic Distribution of Small Loans to Farms

Geographic Distribution: SMALL LOANS TO FARMS															Geography: STATE OF DELAWARE					Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2014				
Assessment Area:	Total Small Farm Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*													
	#	% of Total**	% of Farms***	% BANK Loans	% of Farms***	% BANK Loans	% of Farms***	% BANK Loans	% of Farms***	% BANK Loans	Overall	Low	Mod	Mid	Upp									
Full Review:																								
Sussex MSA	9	100.00	0.00	0.00	15.03	55.56	75.39	44.44	9.58	0.00	7.59	0.00	23.08	4.84	0.00									

* Based on 2013 Peer Small Business Data -- US and PR

** Small loans to farms originated and purchased in the MA/AA as a percentage of all small loans to farms originated and purchased in the rated area.

*** Source Data - Dun and Bradstreet (2014).

Table 8. Borrower Distribution of Home Purchase Loans

Borrower Distribution: HOME PURCHASE		Geography: STATE OF DELAWARE					Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2014					Market Share*				
Assessment Area:	Total Home Purchase Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Market Share*					
	#	% of Total**	% Families***	% BANK Loans****	% Families	% BANK Loans****	% Families***	% BANK Loans****	% Families***	% BANK Loans****	Overall	Low	Mod	Mid	Upp	
Full Review:																
Sussex MSA	208	100.00	20.35	2.99	19.31	7.96	21.86	16.92	38.48	72.14	2.07	2.07	0.55	2.02	2.36	

* Based on 2013 Peer Mortgage Data -- US and PR

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

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

**** As a percentage of loans with borrower income information available. No information was available for 3.4% of loans originated and purchased by bank.

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

Table 9. Borrower Distribution of Home Improvement Loans

Borrower Distribution: HOME IMPROVEMENT															Geography: STATE OF DELAWARE					Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2014				
Assessment Area:	Total Home Improvement Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Market Share*													
	#	% of Total**	% Families* **	% BANK Loans****	% Families ¹⁰	% BANK Loans****	% Families***	% BANK Loans****	% Families***	% BANK Loans****	Overall	Low	Mod	Mid	Upp									
Full Review:																								
Sussex MSA	34	100.00	20.35	10.00	19.31	26.67	21.86	23.33	38.48	40.00	2.55	0.00	7.41	0.00	2.72									

* Based on 2013 Peer Mortgage Data -- US and PR

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

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

**** As a percentage of loans with borrower income information available. No information was available for 11.8% of loans originated and purchased by bank.

¹⁰ Data shown includes only One to Four-family and manufactured housing. (Property type of 1 or 2)

Table 10. Borrower Distribution of Home Mortgage Refinance Loans

Borrower Distribution: HOME MORTGAGE REFINANCE															Geography: STATE OF DELAWARE					Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2014				
Assessment Area:	Total Home Mortgage Refinance Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Market Share*													
	#	% of Total**	% Families** *	% BANK Loans****	% Families ¹¹	% BANK Loans****	% Families***	% BANK Loans****	% Families***	% BANK Loans****	Overall	Low	Mod	Mid	Upp									
Full Review:																								
Sussex MSA	173	100.00	20.35	7.23	19.31	15.06	21.86	14.46	38.48	63.25	0.92	0.86	1.30	0.72	0.92									

* Based on 2013 Peer Mortgage Data -- US and PR

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

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

**** As a percentage of loans with borrower income information available. No information was available for 4.0% of loans originated and purchased by bank.

¹¹ Data shown includes only One to Four-family and manufactured housing. (Property type of 1 or 2)

Table 11. Borrower Distribution of Small Loans to Businesses

Borrower Distribution: SMALL LOANS TO BUSINESSES		Geography: STATE OF DELAWARE			Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2014				
Assessment Area:	Total Small Loans to Businesses		Businesses With Revenues of \$1 million or less		Loans by Original Amount Regardless of Business Size			Market Share*	
	#	% of Total**	% of Businesses***	% BANK Loans****	\$100,000 or less	>\$100,000 to \$250,000	>\$250,000 to \$1,000,000	All	Rev\$ 1 Million or Less
Full Review:									
Sussex MSA	159	100.00	72.35	67.30	56.60	20.13	23.27	0.00	0.00

* Based on 2013 Peer Small Business Data -- US and PR

** Small loans to businesses originated and purchased in the MA/AA as a percentage of all small loans to businesses originated and purchased in the rated area.

*** Businesses with revenues of \$1 million or less as a percentage of all businesses (Source D&B - 2014).

**** Small loans to businesses with revenues of \$1 million or less as a percentage of all loans reported as small loans to businesses. No information was available for 0.00% of small loans to businesses originated and purchased by the bank.

Table 12. Borrower Distribution of Small Loans to Farms

Borrower Distribution: SMALL LOANS TO FARMS		Geography: STATE OF DELAWARE			Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2014				
Assessment Area:	Total Small Loans to Farms		Farms With Revenues of \$1 million or less		Loans by Original Amount Regardless of Farm Size			Market Share*	
	#	% of Total**	% of Farms***	% BANK Loans****	\$100,000 or less	>\$100,000 to \$250,000	>\$250,000 to \$500,000	All	Rev\$ 1 Million or Less
Full Review:									
Sussex MSA	9	100.00	97.55	55.56	66.67	22.22	11.11	7.59	13.33

* Based on 2013 Peer Small Business Data -- US and PR

** Small loans to farms originated and purchased in the MA/AA as a percentage of all small loans to farms originated and purchased in the rated area.

*** Farms with revenues of \$1 million or less as a percentage of all farms (Source D&B - 2014).

**** Small loans to farms with revenues of \$1 million or less as a percentage of all loans reported as small loans to farms. No information was available for 11.11% of small loans to farms originated and purchased by the bank.

Table 14. Qualified Investments

QUALIFIED INVESTMENTS									
Geography: STATE OF DELAWARE				Evaluation Period: JANUARY 3, 2012 TO DECEMBER 31, 2014					
Assessment Area:	Prior Period Investments*		Current Period Investments		Total Investments			Unfunded Commitments**	
	#	\$(000's)	#	\$(000's)	#	\$(000's)	% of Total	#	\$(000's)
Full Review:									
Sussex MSA	8	5,069	14	897	22	4,966	97.95	3	482
Delaware Statewide	2	125	0	0	2	125	2.05	0	0

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

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

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

DISTRIBUTION OF BRANCH DELIVERY SYSTEM AND BRANCH OPENINGS/CLOSINGS				Geography: STATE OF DELAWARE				Evaluation Period: JANUARY 3, 2012 TO DECEMBER 31, 2014									
MA/Assessment Area:	Deposits	Branches						Branch Openings/Closings				Population					
	% of Rated Area Deposits in AA	# of BANK Branches	% of Rated Area Branches in AA	Location of Branches by Income of Geographies (%)				# of Branch Openings	# of Branch Closings	Net change in Location of Branches (+ or -)				% of Population within Each Geography			
				Low	Mod	Mid	Upp			Low	Mod	Mid	Upp	Low	Mod	Mid	Upp
Full Review:																	
Sussex MSA	100.00	6	54.55	0.00	33.33	66.67	0.00	0	0	0	0	0	0	0.00	14.77	73.16	12.07

Table 1. Lending Volume

LENDING VOLUME		Geography: STATE OF VIRGINIA						Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2014				
	% of Rated Area Loans (#) in MA/AA*	Home Mortgage		Small Loans to Businesses		Small Loans to Farms		Community Development Loans**		Total Reported Loans		% of Rated Area Deposits in MA/AA***
		#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	#	\$(000's)	
Assessment Area (2014):												
Full Review:												
Virginia Beach MSA	62.16	1,324	283,242	229	62,391	1	50	0	0	1,554	345,683	62.20
Limited Review:												
Fairfax MSA	6.32	105	50,109	53	17,465	0	0	0	0	158	67,574	6.30
Richmond MSA	31.52	744	228,283	43	15,918	0	0	1	8,600	788	252,801	31.50

* Loan Data as of December 31, 2014. Rated area refers to either state or multi-state MA rating area.

** The evaluation period for Community Development Loans is from January 01, 2014 to December 31, 2014.

*** Deposit Data as of June 02, 2016. Rated Area refers to either the state, multi-state MA, or institution, as appropriate.

Table 2. Geographic Distribution of Home Purchase Loans

Geographic Distribution: HOME PURCHASE		Geography: STATE OF VIRGINIA					Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2014									
Assessment Area:	Total Home Purchase Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*					
	#	% of Total**	% Owner Occ Units***	% BANK Loans****	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	Over all	Low	Mod	Mid	Upp	
Full Review:																
Virginia Beach MSA	668	60.51	1.96	0.60	19.61	14.67	36.91	36.98	41.52	47.75	0.91	0.19	0.69	0.79	1.15	
Limited Review:																
Fairfax MSA	50	4.53	1.62	0.00	12.10	10.00	39.14	22.00	47.14	68.00	0.06	0.00	0.02	0.03	0.09	
Richmond MSA	386	34.96	3.79	0.52	14.55	8.03	35.81	28.76	45.85	62.69	0.85	0.00	0.61	0.65	1.06	

* Based on 2013 Peer Mortgage Data -- US and PR

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

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

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

Table 3. Geographic Distribution of Home Improvement Loans

Geographic Distribution: HOME IMPROVEMENT		Geography: STATE OF VIRGINIA					Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2014					Market Share (%) by Geography*				
Assessment Area:	Total Home Improvement Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Overall	Low	Mod	Mid	Upp	
	#	% of Total**	% Owner Occ Units***	% BANK Loans****	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans						
Full Review:																
Virginia Beach MSA	68	62.39	1.96	0.00	19.61	8.82	36.91	32.35	41.52	58.82	0.76	0.00	0.28	0.65	1.16	
Limited Review:																
Fairfax MSA	7	6.42	1.62	14.29	12.10	14.29	39.14	42.86	47.14	28.57	0.03	0.00	0.00	0.08	0.00	
Richmond MSA	34	31.19	3.79	0.00	14.55	5.88	35.81	20.59	45.85	73.53	1.01	0.00	0.87	0.49	1.49	

* Based on 2013 Peer Mortgage Data -- US and PR

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

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

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

Table 4. Geographic Distribution of Home Mortgage Refinance Loans

Geographic Distribution: HOME MORTGAGE REFINANCE															Geography: STATE OF VIRGINIA					Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2014				
Assessment Area:	Total Home Mortgage Refinance Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*													
	#	% of Total**	% Owner Occ Units***	% BANK Loans****	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	Overall	Low	Mod	Mid	Upp							
Full Review:																								
Virginia Beach MSA	586	61.62	1.96	2.05	19.61	11.77	36.91	33.62	41.52	52.56	0.56	0.66	0.52	0.54	0.58									
Limited Review:																								
Fairfax MSA	48	5.05	1.62	2.08	12.10	4.17	39.14	20.83	47.14	72.92	0.02	0.12	0.00	0.02	0.02									
Richmond MSA	317	33.33	3.79	1.89	14.55	6.94	35.81	26.50	45.85	64.67	0.50	1.01	0.36	0.43	0.54									

* Based on 2013 Peer Mortgage Data -- US and PR

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

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

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

Table 5. Geographic Distribution of Multifamily Loans

Geographic Distribution: MULTIFAMILY		Geography: STATE OF VIRGINIA					Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2014					Market Share (%) by Geography*				
Assessment Area:	Total Multifamily Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Overall	Low	Mod	Mid	Upp	
	#	% of Total**	% of MF Units***	% BANK Loans****	% MF Units***	% BANK Loans	% MF Units***	% BANK Loans	% MF Units***	% BANK Loans						
Full Review:																
Virginia Beach MSA	2	22.22	9.01	0.00	40.01	50.00	31.47	50.00	19.51	0.00	0.00	0.00	0.00	0.00	0.00	
Limited Review:																
Fairfax MSA	0	0.00	8.66	0.00	30.79	0.00	43.29	0.00	17.25	0.00	0.00	0.00	0.00	0.00	0.00	
Richmond MSA	7	77.78	14.29	42.86	33.77	14.29	28.64	28.57	23.30	14.29	2.53	5.26	4.76	0.00	0.00	

* Based on 2013 Peer Mortgage Data -- US and PR

** Multi-family loans originated and purchased in the MA/AA as a percentage of all multi-family loans originated and purchased in the rated area.

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

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

Table 6. Geographic Distribution of Small Loans to Businesses

Geographic Distribution: SMALL LOANS TO BUSINESSES															Geography: STATE OF VIRGINIA					Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2014				
Assessment Area:	Total Small Business Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*													
	#	% of Total**	% of Businesses***	% BANK Loans	% of Businesses***	% BANK Loans	% of Businesses***	% BANK Loans	% of Businesses***	% BANK Loans	Overall	Low	Mod	Mid	Upp									
Full Review:																								
Virginia Beach MSA	226	70.19	4.98	12.83	21.36	18.14	35.87	40.71	37.38	28.32	0.53	1.02	0.44	0.59	0.48									
Limited Review:																								
Fairfax MSA	53	16.46	1.80	0.00	12.33	5.66	38.88	64.15	46.98	30.19	0.06	0.00	0.00	0.11	0.03									
Richmond MSA	43	13.35	5.11	9.30	19.05	23.26	32.81	23.26	42.92	44.19	0.09	0.26	0.09	0.07	0.10									

* Based on 2013 Peer Small Business Data -- US and PR

** Small loans to businesses originated and purchased in the MA/AA as a percentage of all small loans to businesses originated and purchased in the rated area.

*** Source Data - Dun and Bradstreet (2014).

Table 7. Geographic Distribution of Small Loans to Farms

Geographic Distribution: SMALL LOANS TO FARMS		Geography: STATE OF VIRGINIA					Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2014					Market Share (%) by Geography*				
Assessment Area:	Total Small Farm Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Overall	Low	Mod	Mid	Upp	
	#	% of Total**	% of Farms***	% BANK Loans	% of Farms***	% BANK Loans	% of Farms***	% BANK Loans	% of Farms***	% BANK Loans						
Full Review:																
Virginia Beach MSA	1	100.00	2.43	0.00	16.25	0.00	34.99	100.00	46.13	0.00	2.70	0.00	0.00	14.29	0.00	
Limited Review:																
Fairfax MSA	0	0.00	1.83	0.00	13.70	0.00	37.24	0.00	47.19	0.00	0.00	0.00	0.00	0.00	0.00	
Richmond MSA	0	0.00	2.64	0.00	13.15	0.00	34.53	0.00	49.68	0.00	0.00	0.00	0.00	0.00	0.00	

* Based on 2013 Peer Small Business Data -- US and PR

** Small loans to farms originated and purchased in the MA/AA as a percentage of all small loans to farms originated and purchased in the rated area.

*** Source Data - Dun and Bradstreet (2014).

Table 8. Borrower Distribution of Home Purchase Loans

Borrower Distribution: HOME PURCHASE		Geography: STATE OF VIRGINIA					Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2014					Market Share*				
Assessment Area:	Total Home Purchase Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Overall	Low	Mod	Mid	Upp	
	#	% of Total**	% Families***	% BANK Loans****	% Families	% BANK Loans****	% Families	% BANK Loans****	% Families***	% BANK Loans****						
Full Review:																
Virginia Beach MSA	668	60.51	19.57	6.85	18.64	23.21	22.32	30.69	39.46	39.25	1.04	0.70	0.80	1.11	1.28	
Limited Review:																
Fairfax MSA	50	4.53	16.66	12.00	15.60	10.00	20.51	14.00	47.23	64.00	0.06	0.04	0.03	0.01	0.12	
Richmond MSA	386	34.96	19.75	4.18	17.04	13.32	20.68	18.80	42.53	63.71	0.98	0.18	0.39	0.76	1.67	

* Based on 2013 Peer Mortgage Data -- US and PR

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

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

**** As a percentage of loans with borrower income information available. No information was available for 2.6% of loans originated and purchased by bank.

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

Table 9. Borrower Distribution of Home Improvement Loans

Borrower Distribution: HOME IMPROVEMENT		Geography: STATE OF VIRGINIA					Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2014					Market Share*				
Assessment Area:	Total Home Improvement Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Overall	Low	Mod	Mid	Upp	
	#	% of Total**	% Families*	% BANK Loans****	% Families ¹³	% BANK Loans****	% Families***	% BANK Loans****	% Families***	% BANK Loans****						
Full Review:																
Virginia Beach MSA	68	62.39	19.57	9.23	18.64	24.62	22.32	15.38	39.46	50.77	0.76	0.29	1.11	0.39	0.96	
Limited Review:																
Fairfax MSA	7	6.42	16.66	14.29	15.60	0.00	20.51	28.57	47.23	57.14	0.03	0.00	0.00	0.12	0.00	
Richmond MSA	34	31.19	19.75	0.00	17.04	11.76	20.68	23.53	42.53	64.71	1.06	0.00	1.00	0.78	1.55	

* Based on 2013 Peer Mortgage Data -- US and PR

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

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

**** As a percentage of loans with borrower income information available. No information was available for 2.8% of loans originated and purchased by bank.

¹³ Data shown includes only One to Four-family and manufactured housing. (Property type of 1 or 2)

Table 10. Borrower Distribution of Home Mortgage Refinance Loans

Borrower Distribution: HOME MORTGAGE REFINANCE		Geography: STATE OF VIRGINIA					Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2014					Market Share*				
Assessment Area:	Total Home Mortgage Refinance Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Overall	Low	Mod	Mid	Upp	
	#	% of Total**	% Families** *	% BANK Loans****	% Families ¹⁴	% BANK Loans****	% Families***	% BANK Loans****	% Families***	% BANK Loans****						
Full Review:																
Virginia Beach MSA	586	61.62	19.57	5.17	18.64	14.37	22.32	21.65	39.46	58.81	0.72	0.59	0.64	0.56	0.86	
Limited Review:																
Fairfax MSA	48	5.05	16.66	6.67	15.60	6.67	20.51	15.56	47.23	71.11	0.02	0.00	0.02	0.01	0.02	
Richmond MSA	317	33.33	19.75	2.96	17.04	11.51	20.68	20.72	42.53	64.80	0.59	0.27	0.28	0.47	0.84	

* Based on 2013 Peer Mortgage Data -- US and PR

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

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

**** As a percentage of loans with borrower income information available. No information was available for 8.4% of loans originated and purchased by bank.

¹⁴ Data shown includes only One to Four-family and manufactured housing. (Property type of 1 or 2)

Table 11. Borrower Distribution of Small Loans to Businesses

Borrower Distribution: SMALL LOANS TO BUSINESSES		Geography: STATE OF VIRGINIA			Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2014				
Assessment Area:	Total Small Loans to Businesses		Businesses With Revenues of \$1 million or less		Loans by Original Amount Regardless of Business Size			Market Share*	
	#	% of Total**	% of Businesses***	% BANK Loans****	\$100,000 or less	>\$100,000 to \$250,000	>\$250,000 to \$1,000,000	All	Rev\$ 1 Million or Less
Full Review:									
Virginia Beach MSA	229	70.46	71.21	52.84	36.24	21.83	41.92	0.53	0.62
Limited Review:									
Fairfax MSA	53	16.31	71.82	64.15	16.98	32.08	50.94	0.06	0.07
Richmond MSA	43	13.23	71.19	62.79	34.88	11.63	53.49	0.09	0.17

* Based on 2013 Peer Small Business Data -- US and PR

** Small loans to businesses originated and purchased in the MA/AA as a percentage of all small loans to businesses originated and purchased in the rated area.

*** Businesses with revenues of \$1 million or less as a percentage of all businesses (Source D&B - 2014).

**** Small loans to businesses with revenues of \$1 million or less as a percentage of all loans reported as small loans to businesses. No information was available for 0.00% of small loans to businesses originated and purchased by the bank.

Table 12. Borrower Distribution of Small Loans to Farms

Borrower Distribution: SMALL LOANS TO FARMS									
Geography: STATE OF VIRGINIA					Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2014				
Assessment Area:	Total Small Loans to Farms		Farms With Revenues of \$1 million or less		Loans by Original Amount Regardless of Farm Size			Market Share*	
	#	% of Total**	% of Farms***	% BANK Loans****	\$100,000 or less	>\$100,000 to \$250,000	>\$250,000 to \$500,000	All	Rev\$ 1 Million or Less
Full Review:									
Virginia Beach MSA	1	100.00	96.11	100.00	100.00	0.00	0.00	2.70	5.26
Limited Review:									
Fairfax MSA	0	0.00	93.70	0.00	0.00	0.00	0.00	0.00	0.00
Richmond MSA	0	0.00	97.15	0.00	0.00	0.00	0.00	0.00	0.00

* Based on 2013 Peer Small Business Data -- US and PR

** Small loans to farms originated and purchased in the MA/AA as a percentage of all small loans to farms originated and purchased in the rated area.

*** Farms with revenues of \$1 million or less as a percentage of all farms (Source D&B - 2014).

**** Small loans to farms with revenues of \$1 million or less as a percentage of all loans reported as small loans to farms. No information was available for 0.00% of small loans to farms originated and purchased by the bank.

Table 14. Qualified Investments

QUALIFIED INVESTMENTS									
Geography: STATE OF VIRGINIA									
Evaluation Period: JANUARY 3, 2012 TO DECEMBER 30, 2014									
Assessment Area:	Prior Period Investments*		Current Period Investments		Total Investments			Unfunded Commitments**	
	#	\$(000's)	#	\$(000's)	#	\$(000's)	% of Total	#	\$(000's)
Full Review:									
Virginia Beach MSA	1	4,140	15	38	16	4,178	36.35	0	0
Limited Review:									
Fairfax MSA	0	0	14	31	14	31	0.27	0	0
Richmond MSA	0	0	8	7,283	8	7,283	63.37	1	6,860

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

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

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

DISTRIBUTION OF BRANCH DELIVERY SYSTEM AND BRANCH OPENINGS/CLOSINGS				Geography: STATE OF VIRGINIA				Evaluation Period: JANUARY 3, 2012 TO DECEMBER 30, 2014									
MA/Assessment Area:	Deposits	Branches						Branch Openings/Closings				Population					
	% of Rated Area Deposits in AA	# of BANK Branches	% of Rated Area Branches in AA	Location of Branches by Income of Geographies (%)				# of Branch Openings	# of Branch Closings	Net change in Location of Branches (+ or -)				% of Population within Each Geography			
				Low	Mod	Mid	Upp			Low	Mod	Mid	Upp	Low	Mod	Mid	Upp
Full Review:																	
Virginia Beach VA-portion MSA 47260	62.20	6	60.00	16.67	0.00	33.33	50.00	0	0	0	0	0	0	5.14	25.85	34.80	34.20
Limited Review:																	
Northern VA-portion of MD47894	6.30	2	20.00	0.00	50.00	50.00	0.00	0	0	0	0	0	0	3.82	17.61	38.81	39.76
Richmond-portion of MSA 40060	31.50	2	20.00	0.00	0.00	0.00	100.00	0	0	0	0	0	0	7.96	19.76	33.09	39.19

