



## **PUBLIC DISCLOSURE**

May 1, 2017

### **COMMUNITY REINVESTMENT ACT PERFORMANCE EVALUATION**

BOKF, National Association  
Charter Number 13679

Bank of Oklahoma Tower  
Tulsa, OK 74103

Office of the Comptroller of the Currency  
Midsize Bank Supervision  
1 South Wacker Drive, Suite 2000  
Chicago, IL 60606

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

# Table of Contents

Overall CRA Rating..... 2

Definitions and Common Abbreviations ..... 4

Description of Institution ..... 8

Scope of the Evaluation ..... 9

Discriminatory or Other Illegal Credit Practices Review ..... 11

Multistate Metropolitan Area Rating ..... 12

KANSAS CITY MULTISTATE METROPOLITAN AREA ..... 12

STATE OF ARIZONA ..... 20

STATE OF ARKANSAS ..... 27

STATE OF COLORADO ..... 34

STATE OF MARYLAND ..... 42

STATE OF NEW MEXICO ..... 47

STATE OF OKLAHOMA ..... 55

STATE OF TEXAS..... 73

  

Appendix A: Scope of Examination ..... A-1

Appendix B: Summary of Multistate Metropolitan Area and State Ratings ..... B-1

Appendix C: Market Profiles for Full-Scope Areas ..... C-1

Appendix D: Tables of Performance Data..... D-1

## Overall CRA Rating

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

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

This document is an evaluation of the CRA performance of BOKF, National Association (BOKF or Bank) issued by the Office of the Comptroller of the Currency (OCC), the institution’s supervisory agency, for the evaluation period starting January 31, 2013 through December 31, 2016. The agency rates the CRA performance of an institution consistent with the provisions set forth in Appendix A, to 12 CFR Part 25.

The following table indicates the performance level of BOKF with respect to the Lending, Investment, and Service Tests:

Performance Levels	BOKF, N.A. Performance Tests		
	Lending Test*	Investment Test	Service Test
Outstanding	X	X	
High Satisfactory			X
Low Satisfactory			
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 that support this rating include:

- The bank originates a majority of loans inside its assessment areas (AAs);
- The bank’s lending activity is good;
- The bank’s overall geographic distribution of loans is adequate as evidenced by adequate home mortgage performance;
- The bank’s overall borrower income distribution of loans is excellent, as evidenced by excellent distribution of home mortgage loans by income level of borrower;

- Community development (CD) lending has an overall positive impact on the Lending Test in the Kansas City Multistate Metropolitan Statistical Area (MMSA), and the states of Arizona, Arkansas, Colorado, New Mexico, and Oklahoma; a significant positive impact in the state of Texas; and a neutral impact in the state of Maryland;
- Excellent level of qualified investment activity and responsiveness to assessment area needs;
- Bank offices that are accessible to essentially all portions of the bank's AAs and low and moderate income individuals; and
- An adequate level of community development services.

## Definitions and Common Abbreviations

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

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

**Aggregate Lending:** The number of loans originated and purchased by all reporting lenders in specified income categories as a percentage of the aggregate number of loans originated and purchased by all reporting lenders in the MA or assessment area.

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

**Community Development (CD):** Affordable housing (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(s):** A loan(s) to one or more individuals for household, family, or other personal expenditures. A consumer loan does not include a home mortgage, small business, or small farm loan. This definition includes the following categories: motor vehicle loans, credit card loans, home equity loans, other secured consumer loans, and other unsecured consumer loans.

**Family:** Includes a householder and one or more other persons living in the same household who are related to the householder by birth, marriage, or adoption. The number of family households always equals the number of families; however, a family household may also

include non-relatives living with the family. Families are classified by type as either a married-couple family or other family, which is further classified into 'male householder' (a family with a male householder and no wife present) or 'female householder' (a family with a female householder and no husband present).

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

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

**Home Mortgage Disclosure Act (HMDA):** The statute that requires certain mortgage lenders that 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 the race, gender, and the income of applicants, the amount of loan requested, the disposition of the application (e.g., approved, denied, and withdrawn, loan pricing, the lien status of the collateral, any requests for preapproval, and loans for manufactured housing).

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

**Household:** Includes all persons occupying a housing unit. Persons not living in households are classified as living in group quarters. In 100.00 percent tabulations, the count of households always equals the count of occupied housing units.

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

**Low-Income:** Individual income that is less than 50.00 percent of the area median income, or a median family income that is less than 50.00 percent, in the case of a geography.

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

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

**Metropolitan Area (MA):** Any metropolitan statistical area or metropolitan division, as defined by the Office of Management and Budget, and any other area designated as such by the appropriate federal financial supervisory agency.

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

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

**Middle-Income:** Individual income that is at least 80.00 percent and less than 120.00 percent of the area median income, or a median family income that is at least 80.00 percent and less than 120.00 percent, in the case of a geography

**Moderate-Income:** Individual income that is at least 50.00 percent and less than 80.00 percent of the area median income, or a median family income that is at least 50.00 percent and less than 80.00 percent, in the case of a geography.

**Multifamily:** Refers to a residential structure that contains five or more units.

**Other Products:** Includes any unreported optional category of loans for which the institution collects and maintains data for consideration during a CRA examination. Examples of such activity include consumer loans and other loan data an institution may provide concerning its lending performance.

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

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

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

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

**Small Loan(s) to Farm(s):** A loan included in 'loans to small farms' as defined in the instructions for preparation of the Consolidated Report of Condition and Income (Call Report). These loans have original amounts of \$500,000 or less and are either secured by farmland, or are classified as loans to finance agricultural production and other loans to farmers.

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

**Upper-Income:** Individual income that is at least 120.00 percent of the area median income, or a median family income that is at least 120.00 percent, in the case of a geography.

## Description of Institution

BOKF is an interstate bank headquartered in Tulsa, Oklahoma. BOKF is a wholly owned subsidiary of BOK Financial Corporation (BOKFC), a \$31.8 billion bank holding company based in Tulsa, Oklahoma. Approximately 99.00 percent of BOKFC's holdings are centered in the bank, BOKF.

BOKF is a commercial middle market bank whose strategy centers on commercial and industrial lending, retail and mortgage lending, and wealth management. Products and services include energy, commercial and industrial, real estate, health care, small business lending, trust, capital markets, brokerage services, retail services, and mortgage lending.

BOKF operates TransFund, Cavanal Hill Investment Management, BOK Financial Asset Management, Inc., and seven banking divisions: Bank of Albuquerque, Bank of Arizona, Bank of Arkansas, Bank of Kansas City, Bank of Oklahoma, Bank of Texas, and Colorado State Bank and Trust. On December 1, 2016, BOKFC acquired MBT Bancshares, Inc. and its affiliate Missouri Bank and Trust Company of Kansas City (MBT). BOKFC merged MBT into BOKF, which was combined with the Bank of Kansas City division to form a new division named Mobank. The acquisition was not considered due to it occurring during the last month of the evaluation period.

According to the June 30, 2015 FDIC Deposit Market Share Report, the bank had total deposits of \$21.2 billion. Based on deposits, BOKF is the largest institution in Oklahoma and the fifth largest in New Mexico. As of December 31, 2015, the bank had total loans of \$28.4 billion, representing 73.01 percent of total assets. The bank's loan-to-deposit ratio was 74.47 percent and net loans represented 50.89 percent of total assets. Commercial real estate and commercial loans comprised 66.50 percent of the total loan portfolio. Residential real estate loans, including multifamily, home equity, and 1-4 construction, accounted for 17.59 percent of loans. The remaining loan portfolio was comprised of other construction loans (5.42 percent), consumer loans (2.57 percent), and other loans (7.92 percent).

BOKF has 129 branches, 200 deposit-taking automated teller machines (ATMs), and 357 cash only ATMs located in nine states. BOKF operates in nine states: Arizona, Arkansas, Colorado, Kansas, Maryland, Missouri, New Mexico, Oklahoma, and Texas. As of June 30, 2016 BOKF reported total assets of \$31.8 billion, Tier 1 Capital of \$2.6 billion, and total deposits of \$21.2 billion. BOKF has 20 AAs across nine states.

As part of this evaluation, consideration of investment activities of other BOKF affiliates and subsidiaries were considered. This includes investment activities with the following affiliates and subsidiaries: BOKF Community Development Fund; Pacesetters (BOKF subsidiary leasing company); and BOKF Foundation. Investments included grants, contributions and alternative investments into community development (CD) qualified activities. These activities are described under the Investment Test for each AA.

There are no significant financial or legal barriers limiting BOKF's ability to meet the credit needs of its AAs. The bank is financially capable of meeting the needs of its AAs in a manner consistent with its resources, business strategy, and safe and sound banking practices.

There are no known legal, financial, or other factors impeding the bank's ability to help meet credit needs in its communities. The bank received an "Outstanding" rating in its previous CRA examination dated October 28, 2013. Scope of the Evaluation

### **Evaluation Period and Products Evaluated**

We reviewed home purchase, home improvement, and home refinance mortgage loans made by the bank and reported under the Home Mortgage Disclosure Act (HMDA). We also reviewed small loans made to businesses and farms and reported under the Community Reinvestment Act (CRA). We evaluated the bank's HMDA, small business, and small farm lending performance between January 1, 2013 and December 31, 2016. We limited our analysis of the bank's performance to primary loan products. Primary loan products are those products with at least 20 loans reported within an assessment area (AA) during the evaluation period. The volume of small loans made to farms and multifamily loans was not sufficient to conduct meaningful analysis.

In one county, our evaluation of the bank's performance was performed over two analysis periods: 2013 through 2015 and 2016. We were required to perform analysis of the two time periods due to changes instituted by the Census Bureau to some metropolitan area geographic boundaries that became effective on January 1, 2016. The county affected by the census change was Garfield County in Oklahoma. Garfield County was a Non-MSA during 2013 through 2015 and moved into the Enid MSA January 1, 2016. We did not include the Performance Tables 1 through 12 in appendix D for the 2016 evaluation period for the rating area with an AA impacted by the census changes. We included the Performance Tables for the longer evaluation period, 2013 through 2015, because performance during that timeframe will generally be given more weight in concluding on the bank's CRA performance. This was due to the 2013 through 2015 time period containing a majority of the bank's performance. The tables for the rating areas without any AA changes are for the full evaluation period of 2013-2016. We discussed the data from 2016, for the Enid MSA, in the respective narrative sections of the evaluation.

The evaluation period was October 29, 2013 through December 31, 2016, for CD loans, the Investment Test, and the Service Test.

### **Data Integrity**

Prior to this evaluation, the OCC tested the bank's HMDA loans, small loans to businesses and farms, and community development activities presented for consideration, and found all data to be accurate and reliable for use in the CRA evaluation.

### **Selection of Areas for Full-Scope Review**

We selected a sample of AAs within each state where the bank has an office for full-scope reviews. Refer to the Scope section for each rating area for details regarding how we selected the areas. We performed a full-scope review for the multistate metropolitan statistical area (MMSA) where the bank has branches in more than one state.

## Ratings

The bank's overall rating is a blend of the multistate metropolitan area rating and state ratings. The Oklahoma, Texas, and New Mexico areas were most heavily weighted in arriving at the overall conclusions. Oklahoma represents the majority of the bank's lending equaling 39.50 percent of lending, followed by Texas with 23.24 percent, and then followed by New Mexico with 12.94 percent. Oklahoma represents the majority of the bank's deposits equaling 54.83 percent of deposits, followed by Texas with 25.06 percent, and New Mexico is fourth with 6.63 percent. Oklahoma represents the majority of the bank's branches equaling 38.93 percent of branches, followed by Texas with 27.48 percent, and then followed by New Mexico with 13.74 percent.

The multistate metropolitan area rating and state ratings are based primarily on those areas that received full-scope reviews. Refer to the "Scope" section under each State and Multistate Metropolitan Area Rating section for details regarding how the areas were weighted in arriving at the respective ratings.

## Inside Outside Ratio

The inside outside ratio analyzes the bank's lending as a whole. The analysis is limited to originations and purchases and does not include affiliate data. For the combined four year evaluation period of 2013 through 2016, BOKF originated and purchased a majority, or 50.33 percent, of all loan products inside the bank's assessment area. The percentage in number of loans made inside the assessment area, by loan type, are as follows: home refinance loans reflect 49.43 percent, home purchase loans reflect 46.45 percent, home improvement loans reflect 67.08 percent, and loans to small businesses reflect 87.87 percent. For the aggregate HMDA loans, the inside outside ratio was 48.40 percent. During the current evaluation period, BOKF originated and purchased a decreasing percentage of HMDA loans inside its AAs. This decline in lending in the bank's assessment area was the result of the bank expanding its mortgage banking operation to serve a wider retail market primarily through non-branch delivery avenues such as its website, LPOs, and correspondent lenders. This expansion was due to competition in the housing market of limited housing inventory across the various assessment areas coupled with low mortgage rates. During the evaluation period, 67.58 percent of BOKF's HMDA reported loans were originated and purchased inside the eight states that contain the AAs (Missouri in the Kansas City MMSA was excluded), many in proximity to the AAs.

## Near to Branches

A near to branch is a branch in a middle- or upper-income area that is proximate to an LMI area and serves that area. The bank had 21 branches in middle or upper-income census tracts that were considered near to branches. These branches are a distance of 0.01 miles to 0.55 miles from the LMI census tract they are serving.

## **Discriminatory or Other Illegal Credit Practices Review**

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

The OCC has not identified that this institution, or any affiliate whose loans have been considered as part of the institution's lending performance, has engaged in discriminatory or other illegal credit practices that require consideration in this evaluation.

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

## Multistate Metropolitan Area Rating

### Kansas City Multistate Metropolitan Area

**CRA rating for the Kansas City MMSA Kansas and Missouri<sup>1</sup>:** High Satisfactory

**The Lending Test is rated:** High Satisfactory

**The Investment Test is rated:** Outstanding

**The Service Test is rated:** Low Satisfactory

The major factors that support this rating include:

- Overall excellent level of lending as evidenced by excellent home mortgage loans and adequate small loans to businesses;
- Overall adequate geographic distribution as evidenced by adequate home mortgage loans and small loans to businesses performance;
- Overall adequate borrower income distribution, as evidenced by excellent home mortgage loans and very poor small loans to business performance;
- Overall CD lending had a positive impact on the bank's lending performance, and exhibited good responsiveness and adequate initiatives;
- Overall responsiveness to identified needs of the AA and the overall level of qualified community development investments was excellent.
- Branches are reasonably accessible to essentially all portions of the bank's AAs and to individuals of different income levels; and
- The level of community development services is adequate.

### Description of Institution's Operations in Kansas City MMSA

BOKF has one AA within the Kansas City MMSA. BOKF included three counties, Johnson and Wyandotte, in Kansas and Jackson County in Missouri in the Kansas City MMSA (Kansas City MSA).

Based on June 30, 2016 FDIC Deposit Market Share data, BOKF had over \$362.3 million in deposits in the Kansas City MMSA, which represented 1.71 percent of the bank's total deposits. The bank made 4.50 percent of its evaluation period HMDA and CRA loans in the Kansas City MMSA.

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<sup>1</sup> 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.

BOKF had six office locations and seven deposit-taking ATMs within the Kansas City MMSA. The bank ranked 26th in deposit market share with 0.69 percent. Primary competitors include Wells Fargo, US Bank, Academy Bank, JP Morgan Chase, and Bank of America. There were 88 FDIC-insured depository institutions within the Kansas City MMSA.

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

## **Scope of Evaluation in Kansas City MMSA**

The Kansas City MMSA was selected for analysis using full-scope procedures because it is the only AA in the rating area. The bank did not originate or purchase a sufficient volume of multifamily and small farm loans during the evaluation period to perform a meaningful analysis in the MMSA. Please see the table in appendix A for more information.

## **CONCLUSIONS WITH RESPECT TO PERFORMANCE TESTS IN THE KANSAS CITY MMSA**

### **LENDING TEST**

#### **Conclusions for Areas Receiving Full-Scope Reviews**

The bank's performance under the Lending Test in the Kansas City MMSA is rated "High Satisfactory." Based on a full-scope review, the bank's performance in the Kansas City MMSA is excellent. In performing our analysis, we placed greater weight on the bank's home mortgage loan performance, as it represented the majority of BOKF's reportable lending activity. The level of community development lending had a positive impact on lending performance when considering the impact of responsiveness and initiatives.

#### **Lending Activity**

Refer to Table 1 Lending Volume in the Kansas City MMSA section of appendix D for the facts and data used to evaluate the bank's lending activity.

The bank's overall lending activity is excellent considering the strong competition for all types of loans in the Kansas City MMSA and BOKF's business strategy. Home mortgage lending activity is excellent and small business lending activity is adequate.

Based upon FDIC Deposit Market Share data as of June 30, 2016, BOKF achieved a 0.84 percent market share of deposits, ranking 26th among 88 financial institutions in the AA, and ranking them in the top 29.50 percent of total depository banks. Based upon 2015 Peer Mortgage Data, BOKF achieved 1.45 percent market share of home purchase loans, ranking 17th among 456 reporting lenders and is equivalent to being in the top 3.73 percent of lenders. In addition, the top five home purchase lenders had 27.35 percent of the total market share. The bank achieved a 1.08 percent market share of home improvement loans, ranking 23rd among 173 reporting lenders and is equivalent to being in the top 13.29 percent of lenders.

The bank also achieved a 1.08 percent market share of home refinance loans, ranking 22nd among 391 reporting lenders and is equivalent to being in the top 5.63 percent of lenders. For home refinance loans, the top five lenders collectively had 26.85 percent of the total market share. The market rank and market share is excellent when compared to the competition within the AA.

BOKF achieved a 0.08 percent market share of small loans to businesses, ranking 44th among 121 reporting lenders, or the top 36.36 percent of lenders. The top five lenders for small business lending had 62.22 percent of the market share. The small business lending activity is adequate given the small business lending competition within the AA.

### **Distribution of Loans by Income Level of the Geography**

The overall geographic distribution of the bank's lending is adequate. Adequate performance was evidenced in overall home mortgage lending as well as small loans to businesses.

#### ***Home Mortgage Loans***

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

The overall geographic distribution of home mortgage loans is adequate. In evaluating the geographic distribution of home loans in the AA, it is important to note that, according to the 2010 U.S. Census data, only 7.28 percent of the AA's owner-occupied housing units are in the low-income CTs. The moderate-income geographies hold 19.45 percent of the owner-occupied units. Rental and vacant units account for a total of 66.78 percent of the total housing units in low-income geographies and 53.19 percent in moderate-income geographies. Moreover, the 65 low-income CTs represent 16.29 percent of the 399 total CTs while the moderate-income CTs total 95 and represent 23.81 percent.

The overall geographic distribution of home purchase loans is good. The bank's geographic distribution of home purchase loans during the 2013 through 2016 lending period was good. The percentage of loans made in the low-income geographies was well below the percentage of owner-occupied units in those CTs. This exhibited poor performance. However, the bank's market share in the low-income CTs was excellent and exceeded its overall market share for home purchase loans. The percentage of loans made in the moderate-income geographies was near to the percentage of owner-occupied units in those CTs. This exhibited good performance. Further, the bank's market share in the moderate-income CTs was excellent and exceeded its overall market share for home purchase loans.

The overall geographic distribution of home improvement loans is poor. The bank's geographic distribution of home improvement loans during the 2013 through 2016 lending period was poor. The percentage of loans made in the low-income geographies was significantly below the percentage of owner-occupied units in those CTs. This exhibited very poor performance. The bank's market share in the low-income CTs was very poor and significantly below its overall market share for home improvement loans. The percentage of loans made in the moderate-income geographies was well below the percentage of owner-occupied units in

those CTs. This exhibited poor performance. The bank's market share in the moderate-income CTs was also poor and well below BOKF's overall market share for home improvement loans.

The overall geographic distribution of home refinance loans is poor. The bank's geographic distribution of home refinance loans during the 2013 through 2016 lending period was poor. The percentage of loans made in both the low- and moderate-income geographies was significantly below the percentage of owner-occupied units in their respective CTs. This exhibited very poor performance. However, the bank's market share in the low-income CTs was excellent and exceeded its overall market share for home refinance loans. The bank's market share in the moderate-income CTs was good and substantially met its overall market share for home refinance loans.

### ***Small Loans to Businesses***

Refer to Table 6 in the Kansas City MMSA section of appendix D for the facts and data used to evaluate the geographic distribution of the bank's originations and purchases of small loans to businesses.

The overall geographic distribution of small loans to businesses is adequate. The bank's geographic distribution of small loans to businesses during the 2013 through 2016 lending period was adequate. The percentage of loans made in the low-income CTs was near to the percentage of businesses in those geographies. This represented good performance. The bank's market share in the low-income geographies was excellent and exceeded its overall market share for small loans to businesses. The percentage of loans made in the moderate-income CTs was well below the percentage of businesses in those respective geographies. This represented poor performance. The bank's market share in the moderate-income CTs was very poor and significantly below its overall market share for small loans to businesses.

### ***Lending Gap Analysis***

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

### **Distribution of Loans by Income Level of the Borrower**

The overall borrower income distribution of the bank's lending is adequate. Good performance was evidenced in overall home mortgage lending. Very poor performance was evidenced in small loans to businesses. As discussed previously, more emphasis was placed on home mortgage loans.

### ***Home Mortgage Loans***

Refer to Tables 8, 9, and 10 in the Kansas City MMSA 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.

The overall borrower distribution of home mortgage loans is good. In performing our analysis, we considered the level of families below the poverty level as well as the general affordability of housing to LMI borrowers. As noted in the Kansas City MMSA market profile in appendix C, home price growth in the MMSA is the highest in the state, reflecting the strength in the local economy. The rise in home prices has limited and will continue to limit housing opportunities in the near future, particularly for low- and moderate-income families.

The overall borrower distribution of home purchase loans is excellent. The bank's borrower distribution of home purchase loans during 2013 through 2016 was excellent. The percentage of loans to both low- and moderate-income borrowers exceeded the percentage of low- and moderate-income families, respectively. This reflected excellent performance. BOKF's market share of loans to both low- and moderate-income borrowers was excellent and in both categories exceeded its overall market share of home purchase loans.

The overall borrower distribution of home improvement loans is poor. The bank's borrower distribution of home improvement loans during 2013 through 2016 was poor. The percentage of loans to low-income borrowers was below the percentage of low-income families. This reflected adequate performance. BOKF's market share of loans to low-income borrowers was adequate and below its overall market share of home improvement loans. The percentage of loans to moderate-income borrowers was significantly below the percentage of moderate-income families. This reflected very poor performance. The bank's market share of loans to moderate-income borrowers was very poor and significantly below its overall market share of home improvement loans.

The overall borrower distribution of home refinance loans is good. The bank's borrower distribution of home refinance loans during 2013 through 2016 was good. The percentage of loans to low-income borrowers was well below the percentage of low-income families. This reflected poor performance. BOKF's market share of loans to low-income borrowers was excellent and exceeded its overall market share of home refinance loans. The percentage of loans to moderate-income borrowers was near to the percentage of moderate-income families. This reflected good performance. BOKF's market share of loans to moderate-income borrowers was excellent and exceeded its overall market share of home refinance loans.

### ***Small Loans to Businesses***

Refer to Table 11 in the Kansas City MMSA section of appendix D for the facts and data used to evaluate the borrower distribution of the bank's originations and purchases of small loans to businesses.

The overall borrower distribution of small loans to businesses is very poor. The bank's borrower distribution of small loans to businesses in 2013 through 2016 was very poor. The percentage of small loans to small businesses was significantly below the percentage of small businesses. This reflected very poor performance. The bank's market share of loans to small businesses was poor and well below its overall market share of loans to small businesses.

## Community Development Lending

Refer to Table 1 Lending Volume in the Kansas City MMSA section of appendix D for the facts and data used to evaluate the bank's level of community development lending. This table includes all community development loans, including multifamily loans that also qualify as community development loans. In addition, Table 5 includes borrower lending data on all multifamily loans, including those that also qualify as community development loans. However, Table 5 does not separately list community development loans.

The bank provided a relatively high level of CD lending in the AA. The volume of CD lending was good, and had a positive impact on the lending performance in the Kansas City MMSA. During the evaluation period, the bank originated 12 CD loans totaling \$33.5 million of which a significant percent were renewals of working capital lines of credit that were not considered as responsive to the needs of the community.

Examples of the CD loans originated during this evaluation period include:

- Seven loans totaling \$27.3 million that support revitalization and stabilization. Four of these loans supported job retention or creation.
- Four community service loans totaling \$575 thousand of which one loan was to a nonprofit that provides services and direct assistance to LMI individuals and families living with HIV and AIDS and 100.00 percent of the clients make less than 80.00 percent of the area MFI.

## Product Innovation and Flexibility

Innovative and flexible loan programs had a neutral impact on the bank's lending performance in the Kansas City MMSA. The bank offers flexible lending programs and products that are geared to making home ownership affordable. The products and programs are: Section 184 Indian Home Loan Guarantee Program, Home Affordable Modification Program, and Home Affordable Refinance Program. The Section 184 Indian Home Loan Guarantee Program is a home mortgage product designed to facilitate homeownership and increase capital in Native American Communities. The Home Affordable Modification Program and Home Affordable Refinance Program assist borrowers in changing the terms of their mortgage when a refinance is not an option.

## INVESTMENT TEST

### Conclusions for Areas Receiving Full-Scope Reviews

The bank's performance under the Investment Test in the Kansas City MMSA is rated "Outstanding." Based on full-scope reviews, the bank's performance in the Kansas City MMSA is excellent.

Refer to Table 14 in the "Kansas City MMSA" section of appendix D for the facts and data used to evaluate the bank's level of qualified investments.

Kansas City MMSA

During the evaluation period, BOKF made 35 investments in the AA totaling over \$6.1 million. In addition, seven prior period investments with a total book value of \$3.5 million remained outstanding at the end of the evaluation period. These prior period investments provide continued benefit to the AA. Total investments of \$9.6 million represented 21.74 percent of Tier One capital allocated to the AA. Additionally, at the end of the evaluation period there were four investments with \$1.0 million in unfunded commitments.

The banked invested \$9.09 million in Low Income Housing Tax Credits (LIHTCs) to develop a 72 unit housing project, targeting families with income at or below 60.00 percent of the area's MFI. The majority of investments in the AA are in LIHTCs and economic development and community services were also supported. The Kansas City MMSA had a reasonable number of investment opportunities. Competition in the Kansas City MMSA is very strong, with large regional and national banks competing for qualified investments in the market. The bank's responsiveness to the CD needs in the AA is excellent based on the volume of affordable housing investments, since an identified need in the AA is for revitalization to help rebuild blighted neighborhoods.

**SERVICE TEST****Conclusions for Areas Receiving Full-Scope Reviews**

The bank's performance under the Service Test in the Kansas City MMSA is rated "Low Satisfactory." Based on full-scope reviews, the bank's performance in the Kansas City MMSA is adequate.

**Retail Banking Services**

Refer to Table 15 in the Kansas City MMSA 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.

BOKF's branch distribution in the AA is adequate. Branches are reasonably accessible to essentially all portions of the AA. One of six branches is located in a low-income CT. The percentage of branches in low-income CTs is near to the percentage of population in low-income CTs. No branches are located in moderate-income CTs.

Branch openings and closings improved accessibility of the bank's delivery systems to LMI geographies and individuals. During the evaluation period, the bank opened four branches in the AA, one of which was located in a low-income geography. BOKF closed one branch during the evaluation period which was located in an upper-income geography. This branch was closed due to the fact that it was not profitable.

Branch hours and services do not vary in a way that would inconvenience portions of the AA, particularly LMI individuals. Services offered and banking hours are comparable among locations regardless of the income level of the geography.

Management compliments its traditional service delivery methods with certain alternative delivery processes, including online banking, mobile banking, telephone banking, and seven full-service ATMs. The automated telephone banking system is always available, and live customer service agents are available for extended hours Monday through Saturday. These delivery methods provide increased access to banking services throughout all areas of the AA.

## **Community Development Services**

The bank provided an adequate level of CD services in the Kansas City MMSA. BOKF representatives provided their time and technical expertise to 17 different CD organizations for a total of 823 CD service hours by 35 employees during the evaluation period. The bank's efforts demonstrated an adequate level of responsiveness to community needs. BOKF employees served organizations providing community services to LMI individuals and affordable housing. BOKF employees focused on instructing LMI students in financial education and literacy. In addition, BOKF employees also served community development organizations in leadership positions such as board and treasurers. Identified community needs included, particularly for families that don't meet traditional credit standards, homebuyer education and technical expertise for nonprofit Boards and committees

Examples of some of the services include:

- During the evaluation period, employees instructed students at predominantly LMI schools through an organization that provides financial education programs.
- During the evaluation period employees provided expertise to an organization seeking to provide low-income youth with skills needed to graduate from high school, college preparation, and vocational training.
- During the evaluation period an employee served on the Board of a local community service organization in a low-income geography that provides employment assistance to area individuals.
- During the evaluation period an employee served on the board of a lending group used by the local Community Housing Investment Program to leverage private mortgage funds to assist targeted income households in purchasing a home.

## State Rating

### State of Arizona

<b>CRA Rating for Arizona:</b>	<u>High Satisfactory</u>
<b>The Lending Test is rated:</b>	<u>Low Satisfactory</u>
<b>The Investment Test is rated:</b>	<u>Outstanding</u>
<b>The Service Test is rated:</b>	<u>Low Satisfactory</u>

The major factors that support this rating include:

- An overall good level of lending as evidenced by good home mortgage loans and small loans to businesses;
- An overall poor geographic distribution of lending as evidenced by poor home mortgage loans and excellent small loans to businesses performance;
- An overall adequate borrower income distribution, as evidenced by adequate home mortgage loans and very poor small loans to business performance;
- Overall, CD lending had a positive impact on the bank's lending performance, and exhibited good responsiveness and adequate initiatives;
- Overall responsiveness to identified needs of the AA and the overall level of qualified community development investments was excellent.
- Branches are reasonably accessible to essentially all portions of the bank's AAs and to individuals of different income levels; and
- The level of community development services is adequate.

### Description of Institution's Operations in Arizona

BOKF has one AA within the state of Arizona. BOKF included one county, Maricopa, in the Phoenix-Mesa-Scottsdale, AZ MSA (Phoenix MSA).

Based on June 30, 2016 FDIC Deposit Market Share data, BOKF had over \$730.9 million in deposits in the state of Arizona, which represented 3.45 percent of the bank's total deposits. The bank made 3.93 percent of its evaluation period HMDA and CRA loans in the state.

BOKF had four office locations and four deposit-taking ATMs within the state. The bank ranked 15th in deposit market share with 0.64 percent. Primary competitors include Wells Fargo, US Bank, Academy Bank, JP Morgan Chase, and Bank of America. There were 66 FDIC-insured depository institutions within the state of Arizona.

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

## **Scope of Evaluation in Arizona**

The Phoenix MSA was selected for analysis using full-scope procedures because it is the only AA in the rating area. The bank did not originate or purchase a sufficient volume of multifamily and small farm loans during the evaluation period to perform a meaningful analysis in the MMSA. Please see appendix A for more information.

## **CONCLUSIONS WITH RESPECT TO PERFORMANCE TESTS IN ARIZONA**

### **LENDING TEST**

#### **Conclusions for Areas Receiving Full-Scope Reviews**

The bank's performance under the Lending Test in Arizona is rated "Low Satisfactory." Based on a full-scope review, the bank's performance in the Phoenix MSA is good. In performing our analysis, we placed greater weight on the bank's home mortgage loan performance, as it represented the majority of BOKF's reportable lending activity. The level of community development lending had a positive impact on lending performance when considering the impact of responsiveness and initiatives.

#### **Lending Activity**

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

BOKF's lending activity in the Phoenix MSA is good, when considering the bank's business strategy and loan competition. Home mortgage lending activity is good and small business lending activity is good.

Based upon FDIC Deposit Market Share data as of June 30, 2016, BOKF achieved a 0.87 percent market share of deposits, ranking 11th among 57 financial institutions in the AA, and ranking them in the top 19.30 percent of total depository banks. Based upon 2015 Peer Mortgage Data, BOKF achieved 0.20 percent market share of home purchase loans, ranking 83rd among 634 reporting lenders and is equivalent to being in the top 13.09 percent of lenders. In addition, the top five home purchase lenders had 29.85 percent of the total market share. The bank achieved a 0.55 percent market share of home improvement loans, ranking 33rd among 216 reporting lenders and is equivalent to being in the top 15.28 percent of lenders. The bank also achieved a 0.29 percent market share of home refinance loans, ranking 68th among 559 reporting lenders and is equivalent to being in the top 12.16 percent of lenders. For home refinance loans, the top five lenders collectively had 31.84 percent of the total market share. Given the competition from the other reporting lenders in the AA and the bank's higher lender rankings for each product, overall home mortgage lending activity is good.

BOKF achieved a 0.11 percent market share of small loans to businesses, ranking 33rd among 175 reporting lenders, or the top 18.86 percent of lenders. Given the competition from the other reporting lenders in the AA and the bank's higher lender ranking compared to its deposit ranking, small loans to businesses lending activity is good.

### **Distribution of Loans by Income Level of the Geography**

The overall geographic distribution of BOKF's lending is adequate. Adequate performance was evidenced in overall home mortgage loans. Excellent performance was evidenced in small loans to businesses. Small loans to businesses performance had a minimal impact on the overall geographic distribution conclusion due to the majority of the lending in the AA being home mortgage lending.

#### ***Home Mortgage Loans***

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

The overall geographic distribution of home mortgage loans is poor. In evaluating the geographic distribution of home loans in the AA, it is important to note that, according to the 2010 U.S. Census data, only 3.61 percent of the AA's owner-occupied housing units are in the low-income CTs. The moderate-income geographies hold 20.72 percent of the owner-occupied units. Of the total housing units in low-income geographies, rental and vacant units account for a total of 72.72 percent. For the moderate-income CTs, that figure decreases to 54.03 percent. Moreover, the low-income CTs represent 9.39 percent of the total geographies (86 of the AA's 916 geographies) while the moderate-income CTs total 219 and represent 23.91 percent.

The overall geographic distribution of home purchase loans is poor. The bank's geographic distribution of home purchase loans during the 2013 through 2016 lending period was adequate. The percentage of loans made in the low-income geographies was significantly below the percentage of owner-occupied units in those CTs. This exhibited very poor performance. However, the bank's market share in the low-income CTs was excellent and exceeded its overall market share for home purchase loans. The percentage of loans made in the moderate-income geographies was well below the percentage of owner-occupied units in those CTs. This exhibited poor performance. BOKF's market share in the moderate-income CTs was adequate and below its overall market share for home purchase loans.

The overall geographic distribution of home improvement loans is very poor. The bank's geographic distribution of home improvement loans during the 2013 through 2016 lending period was poor. The percentage of loans made in both the low- and moderate-income geographies was significantly below the percentage of owner-occupied units in their respective CTs. This exhibited very poor performance. The bank's market share in the low-income CTs was very poor and significantly below its overall market share for home improvement loans. The bank's market share in the moderate-income CTs was poor and well below BOKF's overall market share for home improvement loans.

The overall geographic distribution of home refinance loans is poor. The bank's geographic distribution of home refinance loans during the 2013 through 2016 lending period was poor. The percentage of loans made in both the low- and moderate-income geographies was significantly below the percentage of owner-occupied units in their respective CTs. This exhibited very poor performance. BOKF's market share in the low-income CTs was good and substantially met its overall market share for home refinance loans. The bank's market share in the moderate-income CTs was poor and well below its overall market share for home refinance loans.

### ***Small Loans to Businesses***

Refer to Table 6 in the state of Arizona section of appendix D for the facts and data used to evaluate the geographic distribution of the bank's originations and purchases of small loans to businesses.

The overall geographic distribution of small loans to businesses is excellent. The bank's geographic distribution of small loans to businesses during the 2013 through 2016 lending period was excellent. The percentage of loans made in both the low- and moderate-income CTs exceeded the percentage of businesses in their respective geographies. This represented excellent performance. The bank's market share in both the low- and moderate-income CTs was excellent and exceeded its overall market share for small loans to businesses.

### ***Lending Gap Analysis***

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

### **Distribution of Loans by Income Level of the Borrower**

The overall borrower income distribution of the bank's lending is poor. Adequate performance was evidenced in overall home mortgage lending. Very poor performance was evidenced in small loans to businesses. As discussed previously, more emphasis was placed on home mortgage loans.

### ***Home Mortgage Loans***

Refer to Tables 8, 9, and 10 in the state of Arizona 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.

The overall borrower distribution of home mortgage loans is adequate.

The overall borrower distribution of home purchase loans is adequate. The bank's borrower distribution of home purchase loans during 2013 through 2016 was adequate. The percentage of loans to low-income borrowers was well below the percentage of low-income families. This reflected poor performance. BOKF's market share of loans to low-income borrowers was very poor and significantly below its overall market share of home purchase loans. The percentage

of loans to moderate-income borrowers was below the percentage of moderate-income families. This reflected adequate performance. The bank's market share of loans to moderate-income borrowers was poor and well below its overall market share of home purchase loans.

The overall borrower distribution of home improvement loans is good. The bank's borrower distribution of home improvement loans during 2013 through 2016 was good. The percentage of loans to low-income borrowers was below the percentage of low-income families. This reflected adequate performance. BOKF's market share of loans to low-income borrowers was very poor and significantly below its overall market share of home improvement loans. The percentage of loans to moderate-income borrowers approximated the percentage of moderate-income families. This reflected excellent performance. BOKF's market share of loans to moderate-income borrowers was good and substantially met its overall market share of home improvement loans.

The overall borrower distribution of home refinance loans is adequate. The bank's borrower distribution of home refinance loans during 2013 through 2016 was adequate. The percentage of loans to low-income borrowers was well below the percentage of low-income families. This reflected poor performance. The percentage of loans to moderate-income borrowers was below the percentage of moderate-income families. This reflected adequate performance. The bank's market share of loans to both low- and moderate-income borrowers was poor and well below its overall market share of home refinance loans.

### ***Small Loans to Businesses***

Refer to Table 11 in the state of Arizona section of appendix D for the facts and data used to evaluate the borrower distribution of the bank's originations and purchases of small loans to businesses.

The overall borrower distribution of small loans to businesses is very poor. The bank's borrower distribution of small loans to businesses in 2013 through 2016 was very poor. The percentage of small loans to small businesses was significantly below the percentage of small businesses. This reflected very poor performance. The bank's market share of loans to small businesses was very poor and significantly below its overall market share of loans to small businesses.

### **Community Development Lending**

Refer to Table 1 Lending Volume in the state of Arizona section of appendix D for the facts and data used to evaluate the bank's level of community development lending. This table includes all community development loans, including multifamily loans that also qualify as community development loans. In addition, Table 5 includes borrower lending data on all multifamily loans, including those that also qualify as community development loans. However, Table 5 does not separately list community development loans.

The bank provided a relatively high level of CD lending in the AA. The volume of CD lending was good, and had a positive impact on the lending performance in the Phoenix MSA. During the evaluation period, the bank originated seventeen CD loans totaling \$71.8 million of which a

significant percent were renewal of working capital lines of credit that were not considered as responsive to the needs of the community.

Examples of the CD loans originated during this evaluation period include:

- Nine loans totaling \$15.5 million that support economic development where majority of the company employees earn less than the area median family income.

## **Product Innovation and Flexibility**

Innovative and flexible loan programs had a neutral impact on the bank's lending performance in the Phoenix MSA. The bank offers flexible lending programs and products that are geared to making home ownership affordable. The products and programs are: Section 184 Indian Home Loan Guarantee Program, Home Affordable Modification Program, and Home Affordable Refinance Program. The Section 184 Indian Home Loan Guarantee Program is a home mortgage product designed to facilitate homeownership and increase capital in Native American Communities. The Home Affordable Modification Program and Home Affordable Refinance Program assist borrowers in changing the terms of their mortgage when a refinance is not an option.

## **INVESTMENT TEST**

### **Conclusions for Areas Receiving Full-Scope Reviews**

The bank's performance under the Investment Test in State of Arizona is rated "Outstanding." Based on a full-scope review, the bank's performance in the Phoenix MSA is excellent.

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

#### Phoenix MSA

During the evaluation period, BOKF made 46 investments in the Phoenix MSA totaling \$5.5 million. In addition, there were 12 prior period investments with a total value of \$2.0 million outstanding at the end of the evaluation period. These prior period investments provide continued benefit to the AA. Total investments of \$7.5 million represented 8.38 percent of Tier One capital allocated to the AA. Additionally, at the end of the evaluation period there were three investments with \$3.5 million in unfunded commitments. The majority of investments in the AA benefitted small business development and economic development. The bank invested \$297 thousand in mortgage-backed securities to provide affordable housing lending. The bank hired bilingual lenders to reflect the needs of LMI communities in the AA. The AA had a reasonable number of investment opportunities based on discussions with bank management on its needs and opportunities assessment. Competition in the Phoenix AA is high, with several large national banks competing for qualified investments in this market. The bank's responsiveness to the CD needs in the AA is excellent based largely on the volume of investments creating affordable housing and assistance for small business lending which community contacts identified as a need in the AA.

## **SERVICE TEST**

### **Conclusions for Areas Receiving Full-Scope Reviews**

BOKF's performance under the Service Test in the state of Arizona is rated "Low Satisfactory." Based on full-scope reviews, the bank's performance in the Phoenix MSA is adequate.

#### **Retail Banking Services**

Refer to Table 15 in the state of Arizona 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.

The geographic distribution of BOKF's branches in the Phoenix MSA is adequate. Branches are reasonably accessible to all portions of the AA. The bank has four branches in the AA. There are no branches in low-income CTs. However, BOKF had one branch in a moderate-income CT. The percentage of branches in moderate-income geographies exceeds the percentage of population in moderate-income CTs. There were no branch openings or closings during the evaluation period that would impact the accessibility of the bank's delivery systems.

Branch hours and services do not vary in a way that would inconvenience portions of the AA, particularly LMI individuals. Services offered and banking hours are comparable among locations regardless of the income level of the geography.

Management compliments its traditional service delivery methods with certain alternative delivery processes, including online banking, mobile banking, telephone banking, and four full-service ATMs. The automated telephone banking system is always available, and live customer service agents are available for extended hours Monday through Saturday. These delivery methods provide increased access to banking services throughout all areas of the AA.

#### **Community Development Services**

The bank provided an adequate level of CD services in the Phoenix MSA. BOKF representatives provided time and technical expertise to 10 different CD organizations for a total of 1,038 service hours by 20 employees during the evaluation period. The bank's efforts demonstrated adequate responsiveness to community needs. BOKF employees served organizations providing community services to LMI individuals. BOKF employees served on the Board of a community service organization and instructed LMI students in financial education and literacy.

## State Rating

### State of Arkansas

<b>CRA Rating for Arkansas:</b>	<u>High Satisfactory</u>
<b>The Lending Test is rated:</b>	<u>Outstanding</u>
<b>The Investment Test is rated:</b>	<u>Outstanding</u>
<b>The Service Test is rated:</b>	<u>Needs to Improve</u>

The major factors that support this rating include:

- An overall excellent level of lending as evidenced by excellent level of home mortgage loans and adequate level of small loans to businesses;
- Overall good geographic distribution as evidenced by good home mortgage loans and good small loans to businesses performance;
- An overall excellent borrower income distribution, as evidenced by excellent home mortgage loans and very poor small loans to business performance;
- Overall, CD lending had a positive impact on the bank's lending performance, and exhibited good responsiveness and adequate initiatives;
- Overall responsiveness to identified needs of the AA and the overall level of qualified community development investments was excellent.
- Branches are accessible to limited portions of the bank's AAs and are unreasonably inaccessible to individuals of different income levels; and the level of community development services are poor.

### Description of Institution's Operations in Arkansas

BOKF has one AA within the state of Arkansas. BOKF included two counties, Benton and Washington, in the Fayetteville-Springdale-Rogers AR-MO MSA (Fayetteville MSA).

Based on June 30, 2016 FDIC Deposit Market Share data, BOKF had over \$328.3 million in deposits in the state of Arkansas, which represented 1.55 percent of the bank's total deposits. The bank made 5.81 percent of its evaluation period HMDA and CRA loans in the state.

BOKF had two office locations and two deposit-taking ATMs within the state. The bank ranked 34th in deposit market share with 0.54 percent. Primary competitors include Arvest, Iberia, Wells Fargo, Gateway, and Suntrust. There were 127 FDIC-insured depository institutions within the state of Arkansas.

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

## **Scope of Evaluation in Arkansas**

The Fayetteville MSA was selected for analysis using full-scope procedures because it is the only AA in the rating area. The bank did not originate or purchase a sufficient volume of multifamily and small farm loans during the evaluation period to perform a meaningful analysis in the MMSA. Please see appendix A for more information.

## **CONCLUSIONS WITH RESPECT TO PERFORMANCE TESTS IN ARKANSAS**

### **LENDING TEST**

#### **Conclusions for Areas Receiving Full-Scope Reviews**

The bank's performance under the Lending Test in Arkansas is rated "Outstanding." Based on a full-scope review, the bank's performance in the Fayetteville MSA is excellent. In performing our analysis, we placed greater weight on the bank's home mortgage loan performance, as it represented the majority of BOKF's reportable lending activity. The level of community development lending had a positive impact on lending performance when considering the impact of responsiveness and initiatives.

#### **Lending Activity**

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

BOKF's overall lending activity is excellent, considering the strong competition for all types of loans in the Fayetteville MSA. Overall home mortgage lending activity is excellent and small business lending activity is adequate.

Based upon FDIC Deposit Market Share data as of June 30, 2015, BOKF achieved a 3.60 percent market share of deposits, ranking fourth among 32 financial institutions in the AA, and ranking them in the top 12.50 percent of total depository banks. Based upon 2015 Peer Mortgage Data, BOKF achieved 5.44 percent market share of home purchase loans, ranking fourth among 272 reporting lenders and is equivalent to being in the top 1.47 percent of lenders. In addition, the top five home purchase lenders had 41.85 percent of the total market share. The bank achieved a 2.87 percent market share of home improvement loans, ranking sixth among 72 reporting lenders and is equivalent to being in the top 8.33 percent of lenders. The bank also achieved a 2.58 percent market share of home refinance loans, ranking fifth among 213 reporting lenders and is equivalent to being in the top 2.35 percent of lenders. For home refinance loans, the top five lenders collectively had 44.07 percent of the total market share. Given the competition from the other reporting lenders in the AA and the bank's higher lender rankings for each product, home mortgage purchase and refinance lending activity is excellent. Home improvement lending activity is good and small business lending activity is adequate.

BOKF achieved a 0.17 percent market share of small loans to businesses, ranking 29th among 72 reporting lenders, or the top 40.28 percent of lenders. The top five lenders for small business lending collectively had 65.51 percent of the market share. The small business lending activity is adequate.

### **Distribution of Loans by Income Level of the Geography**

The overall geographic distribution of the bank's lending is good. Good performance was evidenced in overall home mortgage lending as well as small loans to businesses.

#### ***Home Mortgage Loans***

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

The overall geographic distribution of home mortgage loans is good. In evaluating the geographic distribution of home loans in the AA, it is important to note that, according to the 2010 U.S. Census data, only 1.71 percent of the AA's owner-occupied housing units are in the low-income CTs. The moderate-income geographies hold 8.69 percent of the owner-occupied units. Of the total housing units in low-income geographies, rental and vacant units account for a total of 80.71 percent. For the moderate-income CTs, that figure decreases to 62.12 percent. Based on these statistics, the bank had limited opportunities for home mortgage lending in the low-income CTs. As such, greater emphasis was placed on the bank's performance in the moderate-income geographies when determining the overall geographic distribution conclusion for home mortgage loans. Moreover, the low-income CTs represent 3.70 percent of the total geographies (three of the AA's 81 geographies) while the moderate-income CTs total 11 and represent 13.58 percent.

The overall geographic distribution of home purchase loans is good. The bank's geographic distribution of home purchase loans during the 2013 through 2016 lending period was good. The percentage of loans made in the low-income geographies was well below the percentage of owner-occupied units in those CTs. This exhibited poor performance. The percentage of loans made in the moderate-income geographies exceeded the percentage of owner-occupied units in those CTs. This exhibited excellent performance. The bank's market share in both the low- and moderate-income CTs was excellent and exceeded its overall market share for home purchase loans.

The overall geographic distribution of home improvement loans is good. The bank's geographic distribution of home improvement loans during the 2013 through 2016 lending period was good. The percentage of loans made in the low-income geographies was below the percentage of owner-occupied units in those CTs. This exhibited adequate performance. The percentage of loans made in the moderate-income geographies exceeded the percentage of owner-occupied units in those CTs. This exhibited excellent performance. The bank's market share in both the low- and moderate-income CTs was excellent and exceeded its overall market share for home improvement loans.

The overall geographic distribution of home refinance loans is good. The bank's geographic distribution of home refinance loans during the 2013 through 2016 lending period was good. The percentage of loans made in the low-income geographies was below the percentage of owner-occupied units in those CTs. This exhibited adequate performance. BOKF's market share in the low-income CTs was very poor and significantly below its overall market share for home refinance loans. The percentage of loans made in the moderate-income geographies exceeded the percentage of owner-occupied units in those CTs. This exhibited excellent performance. Further, the bank's market share in the moderate-income CTs was excellent and exceeded its overall market share for home refinance loans.

### ***Small Loans to Businesses***

Refer to Table 6 in the state of Arkansas section of appendix D for the facts and data used to evaluate the geographic distribution of the bank's originations and purchases of small loans to businesses.

The overall geographic distribution of small loans to businesses is good. The bank's geographic distribution of small loans to businesses during the 2013 through 2016 lending period was good. The percentage of loans made in both the low- and moderate-income CTs exceeded the percentage of businesses in their respective geographies. This represented excellent performance. However, BOKF's market share in the low-income CTs was very poor and significantly below its overall market share for small loans to businesses. The bank's market share in the moderate-income CTs was excellent and exceeded its overall market share for small loans to businesses.

### ***Lending Gap Analysis***

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

### **Distribution of Loans by Income Level of the Borrower**

The overall borrower income distribution of the bank's lending is excellent. Excellent performance was evidenced in overall home mortgage lending. Very poor performance was evidenced in small loans to businesses. As discussed previously, more emphasis was placed on home mortgage loans. Small loans to businesses represented less than three percent of lending in the AA.

### ***Home Mortgage Loans***

Refer to Tables 8, 9, and 10 in the state of Arkansas 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.

The overall borrower distribution of home mortgage loans is excellent.

The overall borrower distribution of home purchase loans is excellent. The bank's borrower distribution of home purchase loans during 2013 through 2016 was excellent. The percentage of loans to both low- and moderate-income borrowers exceeded the percentage of low- and moderate-income families, respectively. This reflected excellent performance. BOKF's market share of loans to both low- and moderate-income borrowers was excellent and exceeded its overall market share of home purchase loans.

The overall borrower distribution of home improvement loans is excellent. The bank's borrower distribution of home improvement loans during 2013 through 2016 was excellent. The percentage of loans to low-income borrowers was somewhat below the percentage of low-income families. This reflected good performance. BOKF's market share of loans to low-income borrowers was adequate and below its overall market share of home improvement loans. The percentage of loans to moderate-income borrowers exceeded the percentage of moderate-income families. This reflected excellent performance. BOKF's market share of loans to moderate-income borrowers was excellent and exceeded its overall market share of home improvement loans.

The overall borrower distribution of home refinance loans is excellent. The bank's borrower distribution of home refinance loans during 2013 through 2016 was excellent. The percentage of loans to low-income borrowers was near to the percentage of low-income families. This reflected excellent performance. The percentage of loans to moderate-income borrowers exceeded the percentage of moderate-income families. This reflected excellent performance. BOKF's market share of loans to both low- and moderate-income borrowers was excellent and exceeded its overall market share of home refinance loans.

### ***Small Loans to Businesses***

Refer to Table 11 in the state of Arkansas section of appendix D for the facts and data used to evaluate the borrower distribution of the bank's originations and purchases of small loans to businesses.

The overall borrower distribution of small loans to businesses is very poor. The bank's borrower distribution of small loans to businesses in 2013 through 2016 was very poor. The percentage of small loans to small businesses was significantly below the percentage of small businesses. This reflected very poor performance. The bank's market share of loans to small businesses was poor and well below its overall market share of loans to small businesses.

### **Community Development Lending**

Refer to Table 1 Lending Volume in the state of Arkansas section of appendix D for the facts and data used to evaluate the bank's level of community development lending. This table includes all community development loans, including multifamily loans that also qualify as community development loans. In addition, Table 5 includes borrower lending data on all multifamily loans, including those that also qualify as community development loans. However, Table 5 does not separately list community development loans.

The bank provided a relatively high level of CD lending in the AA. The volume of CD lending was good, and had a positive impact on the lending performance in the Fayetteville MSA. During the evaluation period, the bank originated five CD loans totaling \$10.9 million.

Examples of the CD loans originated during this evaluation period include:

- Three affordable housing loans totaling \$940 thousand where rents are below HUD fair market rents;
- Two loans totaling \$10.0 million that support economic development through loans granted to companies where majority of the employees make less than 80.00 percent of the median family income of the area.

## **Product Innovation and Flexibility**

Innovative and flexible loan programs had a neutral impact on the bank's lending performance in the Fayetteville MSA. The bank offers flexible lending programs and products that are geared to making home ownership affordable. The products and programs are: Section 184 Indian Home Loan Guarantee Program, Home Affordable Modification Program, and Home Affordable Refinance Program. The Section 184 Indian Home Loan Guarantee Program is a home mortgage product designed to facilitate homeownership and increase capital in Native American Communities. The Home Affordable Modification Program and Home Affordable Refinance Program assist borrowers in changing the terms of their mortgage when a refinance is not an option.

## **INVESTMENT TEST**

### **Conclusions for Areas Receiving Full-Scope Reviews**

The bank's performance under the Investment Test in Arkansas is rated "Outstanding" Based on full-scope reviews, the bank's performance in the Fayetteville MSA is excellent.

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

#### Fayetteville MSA

During the evaluation period, BOKF made 20 investments totaling \$2.5 million in the Fayetteville MSA. In addition, there were 28 prior period investments with a total book value of \$589 thousand outstanding at the end of the evaluation period. These prior period investments provide continued benefit to the assessment area. Total investments of \$3.1 million represented 7.82 percent of Tier One capital allocated to the AA.

A majority of BOKF's investments in the AA were mortgage-backed securities that help create additional affordable rental housing for LMI individuals. The AA had a reasonable number of investment opportunities based on discussions with bank management on its needs and opportunities assessment. Competition in the AA was high, with other local banks competing for qualified investments in the market. The bank's responsiveness to the CD needs in the AA is excellent based largely on the volume of investments targeted to meet the need for affordable rental housing capacity in the AA.

## **SERVICE TEST**

### **Conclusions for Areas Receiving Full-Scope Reviews**

The bank's performance under the Service Test in the state of Arkansas is rated "Needs to Improve" Based on full-scope reviews, the bank's performance in the Fayetteville MSA is poor.

#### **Retail Banking Services**

Refer to Table 15 in the state of Arkansas 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. Refer to the Scope of Evaluation section of this PE for details on near to branches considered below.

BOKF's branch distribution in the AA is poor when considering near to branches. Branches are reasonably accessible to essentially all portions of the AA. The bank has a very limited presence in the AA with only two branches. Both branches are located in middle-income geographies with one branch near to and directly adjacent to a moderate-income CT. This branch provides services to a large percentage of LMI individuals. When considering this near to branch, performance improved in the AA. The percentage of branches near to moderate-income geographies exceeded the percentage of the population living in moderate-income geographies. During the evaluation period, there were no openings or closings that would impact the accessibility of the bank's delivery systems.

Branch hours and services do not vary in a way that would inconvenience portions of the AA, particularly LMI individuals. Services offered and banking hours are comparable among locations regardless of the income level of the geography.

Management compliments its traditional service delivery methods with certain alternative delivery processes, including online banking, mobile banking, telephone banking, and ATMs. The automated telephone banking system is always available, and live customer service agents are available for extended hours Monday through Saturday. These delivery methods provide increased access to banking services throughout all areas of the AA.

#### **Community Development Services**

The bank provided a poor level of CD services in the Fayetteville MSA when considering the bank's limited presence in the AA. BOKF representatives provided time and technical expertise to three different CD organizations for a total of 23 service hours by four employees during the evaluation period. The bank's efforts demonstrated limited responsiveness to community needs. BOKF employees served organizations providing affordable housing and community services to LMI individuals by serving on an affordable housing Board and instructing LMI students in financial education and literacy.

## State Rating

### State of Colorado

<b>CRA Rating for Colorado:</b>	<u>High Satisfactory</u>
<b>The Lending Test is rated:</b>	<u>High Satisfactory</u>
<b>The Investment Test is rated:</b>	<u>Outstanding</u>
<b>The Service Test is rated:</b>	<u>Low Satisfactory</u>

The major factors that support this rating include:

- A good level of lending as evidenced by good level of both home mortgage loans and small loans to businesses;
- Overall good geographic distribution as evidenced by good home mortgage loans and excellent small loans to businesses performance;
- An overall good borrower income distribution, as evidenced by excellent home mortgage loans and very poor small loans to business performance;
- Overall, CD lending had a positive impact on the bank's lending performance, and exhibited good responsiveness and adequate initiatives;
- Overall responsiveness to identified needs of the AA and the overall level of qualified community development investments was excellent.
- Branches are reasonably accessible to essentially all portions of the bank's AAs and to individuals of different income levels; and
- The level of community development services are adequate.

### Description of Institution's Operations in Colorado

BOKF has two AAs within the state of Colorado. BOKF included six counties, Adams, Arapahoe, Broomfield, Denver, Douglas, and Jefferson, in the Denver-Aurora-Lakewood, CO MSA (Denver MSA). The bank included the entire MSA in the Boulder, CO MSA (Boulder MSA)

Based on June 30, 2016 FDIC Deposit Market Share data, BOKF had over \$1.4 billion in deposits in the state of Colorado, which represented 6.78 percent of the bank's total deposits. The bank made 9.94 percent of its evaluation period HMDA and CRA loans in the state.

BOKF had 12 office locations and 13 deposit-taking ATMs within the state. The bank ranked 17th in deposit market share with 1.15 percent. Primary competitors include Wells Fargo, JP Morgan Chase, US Bank, Suntrust, and Bank of America. There were 141 FDIC-insured depository institutions within the state of Colorado.

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

## **Scope of Evaluation in Colorado**

The Denver MSA was selected for analysis using full-scope procedures because it has the vast majority of Colorado's loans, deposits, and branches. The Boulder MSA was chosen for limited-scope review due to the bank's limited presence in the AA. The bank did not originate or purchase a sufficient volume of multifamily and small farm loans during the evaluation period to perform a meaningful analysis in the Denver and Boulder MSAs. Ratings are primarily based on results of the full-scope area. Please see appendix A for more information.

## **CONCLUSIONS WITH RESPECT TO PERFORMANCE TESTS IN COLORADO**

### **LENDING TEST**

#### **Conclusions for Areas Receiving Full-Scope Reviews**

The bank's performance under the Lending Test in Colorado is rated "High Satisfactory". Based on full-scope reviews, the bank's performance in the Denver MSA is excellent. In performing our analysis, we placed greater weight on the bank's home mortgage loan performance, as it represented the majority of BOKF's reportable lending activity. The level of community development lending had a positive impact on lending performance when considering the impact of responsiveness and initiatives.

#### **Lending Activity**

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

The bank's overall lending activity is good, considering BOKF's business strategy and the strong competition for all types of loans in the Denver MSA. Both home mortgage lending activity and small business lending activity are good.

Based upon FDIC Deposit Market Share data as of June 30, 2015, BOKF achieved a 1.86 percent market share of deposits, ranking 11th among 70 financial institutions in the AA, and ranking them in the top 15.70 percent of total depository banks. Based upon 2015 Peer Mortgage Data, BOKF achieved 0.83 percent market share of home purchase loans, ranking 29th among 625 reporting lenders and is equivalent to being in the top 4.64 percent of lenders. In addition, the top five home purchase lenders had 24.32 percent of the total market share. The bank achieved a 1.05 percent market share of home improvement loans, ranking 22nd among 259 reporting lenders and is equivalent to being in the top 8.49 percent of lenders. The bank also achieved a 0.80 percent market share of home refinance loans, ranking 30th among 603 reporting lenders and is equivalent to being in the top 4.98 percent of lenders. For home refinance loans, the top five lenders collectively had 25.23 percent of the total market share. Given the competition from the other reporting lenders in the AA and the bank's favorable lender rankings compared to deposits, overall home mortgage lending activity is good.

BOKF achieved a 0.11 percent market share of small loans to businesses, ranking 32nd among 162 reporting lenders, or the top 19.75 percent of lenders. The top five lenders for small business lending collectively had 69.32 percent of the market share. The small business lending activity is good given the comparable ranking to deposits and small business lending competition within the AA.

### **Distribution of Loans by Income Level of the Geography**

The overall geographic distribution of BOKF's lending is good. Good performance was evidenced in overall home mortgage loans. Excellent performance was evidenced in small loans to businesses. However, with the greater emphasis placed on home mortgage loans, small loans to businesses performance did not have an impact on the overall geographic distribution conclusion. Small loans to businesses represented less than seven percent of lending in the AA.

#### ***Home Mortgage Loans***

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

The overall geographic distribution of home mortgage loans is good. In evaluating the geographic distribution of home loans in the AA, it is important to note that, according to the 2010 U.S. Census data, only 6.50 percent of the AA's owner-occupied housing units are in the low-income CTs. The moderate-income geographies hold 19.37 percent of the owner-occupied units. Of the total housing units in low-income geographies, rental and vacant units account for a total of 65.78 percent. For the moderate-income CTs, that figure decreases to 51.26 percent. Moreover, the low-income CTs represent 11.40 percent of the total geographies (69 of the AA's 605 geographies) while the moderate-income CTs total 137 and represent 22.64 percent.

The overall geographic distribution of home purchase loans is good. The bank's geographic distribution of home purchase loans during the 2013 through 2016 lending period was good. The percentage of loans made in both the low- and moderate-income geographies was below the percentage of owner-occupied units in their respective CTs. This exhibited adequate performance. BOKF's market share in the low-income CTs was good and near to its overall market share for home purchase loans. The bank's market share in the moderate-income CTs was excellent and exceeded its overall market share for home purchase loans.

The overall geographic distribution of home improvement loans is good. The bank's geographic distribution of home improvement loans during the 2013 through 2016 lending period was good. The percentage of loans made in the low-income geographies exceeded the percentage of owner-occupied units in those CTs. This exhibited excellent performance. Further, BOKF's market share in the low-income CTs was excellent and exceeded its overall market share for home improvement loans. The percentage of loans made in the moderate-income geographies was below the percentage of owner-occupied units in those CTs. This exhibited adequate performance. The bank's market share in the moderate-income CTs was also adequate and below its overall market share for home improvement loans.

The overall geographic distribution of home refinance loans is adequate. The bank's geographic distribution of home refinance loans during the 2013 through 2016 lending period was adequate. The percentage of loans made in the low-income geographies was below the percentage of owner-occupied units in those CTs. This exhibited adequate performance. The percentage of loans made in the moderate-income geographies was well below the percentage of owner-occupied units in those CTs. This exhibited poor performance. BOKF's market share in both the low- and moderate-income CTs was adequate and below its overall market share for home refinance loans.

### ***Small Loans to Businesses***

Refer to Table 6 in the state of Colorado section of appendix D for the facts and data used to evaluate the geographic distribution of the bank's originations and purchases of small loans to businesses.

The overall geographic distribution of small loans to businesses is excellent. The bank's geographic distribution of small loans to businesses during the 2013 through 2016 lending period was excellent. The percentage of loans made in both the low- and moderate-income CTs exceeded the percentage of businesses in their respective geographies. This represented excellent performance. The bank's market share in both the low- and moderate-income CTs was excellent and exceeded its overall market share for small loans to businesses.

### ***Lending Gap Analysis***

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

## **Distribution of Loans by Income Level of the Borrower**

The overall borrower income distribution of the bank's lending is good. Good performance was evidenced in overall home mortgage lending. Very poor performance was evidenced in small loans to businesses. As discussed previously, more emphasis was placed on home mortgage loans.

### ***Home Mortgage Loans***

Refer to Tables 8, 9, and 10 in the state of Colorado 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.

The overall borrower distribution of home mortgage loans is good. In performing our analysis, we considered the level of families below the poverty level as well as the general affordability of housing to LMI borrowers. As discussed in the market profile for the Denver MSA in appendix C, the Denver MSA is a relatively high-cost housing area, limiting access to affordable home ownership among low- and moderate-income borrowers.

The overall borrower distribution of home purchase loans is good. The bank's borrower distribution of home purchase loans during 2013 through 2016 was excellent. The percentage of loans to low-income borrowers was well below the percentage of low-income families. This reflected poor performance. BOKF's market share of loans to low-income borrowers was adequate and below its overall market share of home purchase loans. The percentage of loans to moderate-income borrowers exceeded the percentage of moderate-income families. This reflected excellent performance. The bank's market share of loans to moderate-income borrowers was good and near to its overall market share of home purchase loans.

The overall borrower distribution of home improvement loans is excellent. The bank's borrower distribution of home improvement loans during 2013 through 2016 was excellent. The percentage of loans to low-income borrowers was below the percentage of low-income families. This reflected adequate performance. BOKF's market share of loans to low-income borrowers was excellent and exceeded its overall market share of home improvement loans. The percentage of loans to moderate-income borrowers exceeded the percentage of moderate-income families. This reflected excellent performance. BOKF's market share of loans to moderate-income borrowers was good and substantially met its overall market share of home improvement loans.

The overall borrower distribution of home refinance loans is good. BOKF's borrower distribution of home refinance loans during 2013 through 2016 was good. The percentage of loans to low-income borrowers was well below the percentage of low-income families. This reflected poor performance. The bank's market share of loans to low-income borrowers was poor and well below its overall market share of home refinance loans. The percentage of loans to moderate-income borrowers exceeded the percentage of moderate-income families. This reflected excellent performance. BOKF's market share of loans to moderate-income borrowers was good and near to its overall market share of home refinance loans.

### ***Small Loans to Businesses***

Refer to Table 11 in the state of Colorado section of appendix D for the facts and data used to evaluate the borrower distribution of the bank's originations and purchases of small loans to businesses.

The overall borrower distribution of small loans to businesses is very poor. The bank's borrower distribution of small loans to businesses in 2013 through 2016 was very poor. The percentage of small loans to small businesses was significantly below the percentage of small businesses. This reflected very poor performance. The bank's market share of loans to small businesses was very poor and significantly below its overall market share of loans to small businesses.

### **Community Development Lending**

Refer to Table 1 Lending Volume in the state of Colorado section of appendix D for the facts and data used to evaluate the bank's level of community development lending. This table includes all community development loans, including multifamily loans that also qualify as community development loans. In addition, Table 5 includes borrower lending data on all

multifamily loans, including those that also qualify as community development loans. However, Table 5 does not separately list community development loans.

The bank provided a relative high level of CD lending in the AA. The volume of CD lending was good, and had a positive impact on the lending performance in the Denver MSA. During the evaluation period, the bank originated 19 CD loans totaling \$41.4 million of which a significant percent were renewal of working capital lines of credit that were not considered as responsive to the needs of the community.

Examples of the CD loans originated during this evaluation period include:

- Five loans with a community service purpose benefited persons with disabilities.
- Nine loans totaling \$26.5 million that support revitalization and stabilization where majority of loans were to refinance tax exempt bonds and loans to businesses where majority of the employees earn less than 80.00 percent of the area's median family income.

### **Product Innovation and Flexibility**

Innovative and flexible loan programs had a neutral impact on the bank's lending performance in the Denver MSA. The bank offers flexible lending programs and products that are geared to making home ownership affordable. The products and programs are: Section 184 Indian Home Loan Guarantee Program, Home Affordable Modification Program, and Home Affordable Refinance Program. The Section 184 Indian Home Loan Guarantee Program is a home mortgage product designed to facilitate homeownership and increase capital in Native American Communities. The Home Affordable Modification Program and Home Affordable Refinance Program assist borrowers in changing the terms of their mortgage when a refinance is not an option.

### **Conclusions for Areas Receiving Limited-Scope Reviews**

Based on the limited-scope review, BOKF's performance under the Lending Test in the Boulder MSA is consistent with the bank's overall "Outstanding" performance under the Lending Test in Colorado. Performance in the limited-scope area did not have an impact on the Lending Test rating in the state. Refer to the Tables 1 through 12 in the state of Colorado section of appendix D for the facts and data that support these conclusions.

## **INVESTMENT TEST**

### **Conclusions for Areas Receiving Full-Scope Reviews**

The bank's performance under the Investment Test in the State of Colorado is rated "Outstanding." Based on full-scope reviews, the bank's performance in the Denver MSA is excellent.

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

Denver MSA

During the evaluation period, BOKF made 40 investments in the Denver MSA totaling \$2.3 million. In addition, there were 22 prior period investments with a total book value of \$9.6 million outstanding at the end of the evaluation period. These prior period investments provide continued benefit to the assessment area. Total investments of \$11.9 million represented 6.90 percent of Tier One capital allocated to the AA. At the end of the evaluation period there were three investments with \$920 thousand in unfunded commitments.

The majority of investments in the AA were associated with affordable housing, through a large investment in a LIHTC fund. The LIHTC fund continues to support the development of a 50 unit LIHTC family project located in Aurora, Colorado. Other investments address economic development and financial literacy for LMI families, which are also identified needs in the AA. The Denver MSA had a reasonable number of investment opportunities based on discussions with bank management on its needs and opportunities assessment. Competition in the Denver MSA is high, with other large banks competing for qualified investments in the market. The bank's responsiveness to the CD needs in the AA is excellent based largely on the volume of investments associated with affordable housing.

**Conclusions for Area Receiving Limited-Scope Reviews**

Based on limited-scope reviews, the bank's performance under the Investment Test in the Boulder AA is weaker than the bank's overall "Outstanding" performance in Colorado. In the Boulder AA the bank's performance is weaker than the bank's overall performance because the level of investment is very small at 1.33 percent of Tier One Capital. Refer to the Table 14 in the State of Colorado section of appendix D for the facts and data that support these conclusions.

**SERVICE TEST****Conclusions for Areas Receiving Full-Scope Reviews**

The bank's performance under the Service Test in the State of Colorado is rated "Low Satisfactory". Based on full-scope reviews, the bank's performance in the Denver MSA is adequate.

**Retail Banking Services**

Refer to Table 15 in the State of Colorado 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.

BOKF's branch distribution in the AA is adequate when considering near to branches. Branches are reasonably accessible to essentially all portions of the AA. The bank operates 11 full-service branch offices in the Denver MSA. There are no branches located in low-income CTs. There is one branch in moderate-income CTs in the AA. The percentage of branches in moderate-income CTs is below the percentage of population in moderate-income CTs. Three branches in middle-income CTs are near to a moderate-income geography.

BOKF's record of opening and closing of branches has not adversely affected the accessibility of its delivery systems, particularly in low- and moderate-income geographies or to low- and moderate-income individuals. The bank closed one branch location in an upper-income geography during the evaluation period. The branch was closed due to two other branches being within three miles of the branch and this branch not performing at expected levels.

Branch hours and services do not vary in a way that would inconvenience portions of the AA, particularly LMI individuals or geographies. Services offered and banking hours are comparable among locations regardless of the income level of the geography.

The bank offers a wide range of traditional deposit and banking products. The bank makes use of alternative delivery systems through ATMs, telephone and online banking, electronic bill pay, and mobile banking options. The bank operates 12 deposit-taking ATM in the Denver MSA; however, only one is located in a moderate-income geographies.

### **Community Development Services**

BOKF's performance in providing community development services in the Denver MSA is adequate.

During the evaluation period, 29 employees provided their expertise to 14 organizations for a total of 506 hours within the AA. BOKF employees participated in many qualifying nonprofit organizations in a leadership capacity, either as a board member or committee member of seven organizations and a total of 323 service hours using their financial expertise to provide technical assistance. These organizations work to create affordable housing, provide healthcare to low- and moderate-income families, and provide education to children of low- and moderate-income parents.

Examples of some of the services include:

- The bank recorded over 130 hours which provided instruction on financial literacy through the Junior Achievement program to LMI children at schools that have a majority of their students receiving free or reduced lunch.
- Bank employees taught financial education modules through a nonprofit totaling 52 hours to LMI participants.

### **Conclusions for Areas Receiving Limited-Scope Reviews**

Based on limited-scope reviews, the bank's performance under the Service Test in the Boulder MSA is weaker than the bank's overall performance in the Denver MSA. The weaker performance was due to branch distribution and service activity. Performance in the limited-scope area did not have an impact on the Service Test rating in the state. Refer to the Table 15 in the state of Colorado section of appendix D for the facts and data that support these conclusions.

## State Rating

### State of Maryland

<b>CRA Rating for Maryland:</b>	<u>Low Satisfactory</u>
<b>The Lending Test is rated:</b>	<u>Low Satisfactory</u>
<b>The Investment Test is rated:</b>	<u>Low Satisfactory</u>
<b>The Service Test is rated:</b>	<u>Needs to Improve</u>

The major factors that support this rating include:

- An overall good level of lending;
- An overall poor borrower income distribution, as evidenced by poor home mortgage lending;
- CD lending had a neutral impact on the bank's lending performance;
- Overall responsiveness to identified needs of the AA and the overall level of qualified community development investments was adequate.
- Branches are reasonably accessible to essentially all portions of the bank's AAs and to individuals of different income levels; and
- The level of community development services are very poor.

### Description of Institution's Operations in Maryland

BOKF has one AA within the state of Maryland. BOKF included one county, Howard, in the Baltimore-Columbia-Towson, MD, MD (Baltimore MD). This branch has been designated as a Limited Service Facility Office. This type of office can accept deposits and payments; however, may not offer any other services. The account housed at this branch is for a managed health care organization and serves enrollees of Maryland's Health Choice program. A business decision was made to set up a Bank of Oklahoma branch office in order to maintain the relationship. The insurance administrator in the state of Maryland takes the position that only a bank maintaining an account in Maryland could provide the account services to the insurance provider whom the account was opened on behalf of. Therefore, the bank opened the branch to maintain the account located in Maryland. The intent in setting up this branch was not to utilize the branch for any purpose other than to maintain the insurance company's relationship. The branch was approved by the OCC September 23, 2008 and opened February 26, 2009. The branch office is in a leased space that is part of a corporate office executive suite, where the bank shares administrative services with other executive suite businesses. The leased space is appropriately identified and segregated. BOKF has one contract employee that works two hours a month at the branch. There are no other BOKF employees in the Maryland.

Based on June 30, 2016 FDIC Deposit Market Share data, BOKF had no deposits in the state of Maryland. The bank made 0.16 percent of its evaluation period HMDA and CRA loans in the state.

BOKF had one office location and no deposit-taking ATMs within the state. The bank ranked one hundredth in deposit market share with 0.00 percent. Primary competitors include Wells Fargo, Suntrust, JP Morgan Chase, US Bank, and Bank of America. There were 100 FDIC-insured depository institutions within the state of Maryland.

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

## **Scope of Evaluation in Maryland**

The Baltimore MSA was selected for analysis using full-scope procedures because it is the only AA in the rating area. The bank did not originate or purchase a sufficient volume of home improvement, multifamily, small loans to businesses, and small farm loans during the evaluation period to perform a meaningful analysis in the MD. Please see appendix A for more information.

## **CONCLUSIONS WITH RESPECT TO PERFORMANCE TESTS IN MARYLAND**

### **LENDING TEST**

#### **Conclusions for Areas Receiving Full-Scope Reviews**

The bank's performance under the Lending Test in Maryland is rated "Low Satisfactory." Based on full-scope reviews, the bank's performance in the Baltimore MD is adequate. In performing our analysis, we placed all of the weight on the bank's home mortgage loan performance as there were no small loans to businesses reported during the evaluation period. Further, due to the absence of LMI CTs in the Baltimore MD, no meaningful geographic distribution analysis could be conducted. The level of community development lending had a neutral impact on lending performance.

#### **Lending Activity**

BOKF's lending activity in the Baltimore MD is excellent, when considering there are no reported deposits. Home mortgage purchase and refinance lending activity is excellent.

Based upon 2015 Peer Mortgage Data, BOKF achieved 0.21 percent market share of home purchase loans, ranking 75th among 289 reporting lenders and is equivalent to being in the top 25.95 percent of lenders. In addition, the top five home purchase lenders had 30.08 percent of the total market share. The bank achieved a 0.33 percent market share of home refinance loans, ranking 64th among 312 reporting lenders and is equivalent to being in the top 20.51 percent of lenders. For home refinance loans, the top five lenders collectively had 29.83 percent of the total market share. Lending activity for the home purchase and refinance loans is considered excellent as no deposits are reported for this AA.

## **Distribution of Loans by Income Level of the Geography**

No meaningful analysis of the geographic distribution of BOKF's lending can be conducted as the Baltimore MD has no low- or moderate-income CTs.

### ***Home Mortgage Loans***

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

### ***Small Loans to Businesses***

Refer to Table 6 in the state of Maryland section of appendix D for the facts and data used to evaluate the geographic distribution of the bank's originations and purchases of small loans to businesses. There were no small loans to businesses reported during the evaluation period.

### ***Lending Gap Analysis***

No meaningful analysis to identify any gaps in the geographic distribution of loans can be conducted as the Baltimore MD has no low- or moderate-income CTs.

## **Distribution of Loans by Income Level of the Borrower**

The overall borrower income distribution of the bank's lending is poor. Poor performance was evidenced in overall home mortgage lending. As no small loans to businesses were reported during the evaluation period all emphasis is solely on home mortgage loans.

### ***Home Mortgage Loans***

Refer to Tables 8, 9, and 10 in the state of Maryland 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.

The overall borrower distribution of home mortgage loans is poor. In performing our analysis, we considered that only 2.82 percent of families in the AA live below the poverty level, less than 1.00 percent of households receive public assistance, and that the upper-income families (61.52 percent of total families) outnumber the low-, moderate- and middle-income families combined (38.48 percent). As discussed in the market profile for the Baltimore MD in appendix C, although homeownership may be within reach for moderate-income families based on the median home price and family median income, it is not for low-income families.

The overall borrower distribution of home purchase loans is very poor. The bank's borrower distribution of home purchase loans during 2013 through 2016 was poor. The percentage of loans to both low- and moderate-income borrowers was significantly below the percentage of low-income and moderate-income families, respectively. This reflected very poor performance.

BOKF's market share of loans to both low- and moderate-income borrowers was very poor and significantly below its overall market share of home purchase loans.

BOKF originated a minimal number of home improvement loans; therefore, a borrower distribution analysis of home improvement loans is not meaningful.

The overall borrower distribution of home refinance loans is very poor. The bank's borrower distribution of home refinance loans during 2013 through 2016 was poor. The percentage of loans to both low- and moderate-income borrowers was significantly below the percentage of low-income and moderate-income families, respectively. This reflected very poor performance. BOKF's market share of loans to both low- and moderate-income borrowers was very poor and significantly below its overall market share of home refinance loans.

### ***Small Loans to Businesses***

Refer to Table 11 in the state of Maryland section of appendix D for the facts and data used to evaluate the borrower distribution of the bank's originations and purchases of small loans to businesses.

BOKF originated no small loans to businesses during the evaluation period; therefore, a borrower distribution analysis of small loans to businesses is not meaningful.

### **Community Development Lending**

Refer to Table 1 Lending Volume in the state of Maryland section of appendix D for the facts and data used to evaluate the bank's level of community development lending.

BOKF's level of CD lending had a neutral impact on its overall lending performance in the Baltimore MD. Although there were no CD loans originations during the review period, the bank has a limited presence in the state due to the bank's one limited purpose branch.

### **Product Innovation and Flexibility**

Flexible and innovative loan programs had a neutral impact on the bank's lending performance in the Baltimore MSA.

## **INVESTMENT TEST**

### **Conclusions for Areas Receiving Full-Scope Reviews**

The bank's performance under the Investment Test in Maryland is rated "Low Satisfactory." Based on a full-scope review, the bank's performance in the Baltimore MSA is adequate.

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

Baltimore MSA

During the evaluation period, BOKF made five investments in the Baltimore MSA totaling \$420 thousand. The bank also had three prior period investment with a total value of \$509 thousand outstanding at the end of the evaluation period. Total investments were \$929 thousand. There were no deposits in the AA. Additionally, there was one investment of \$48 thousand in an unfunded commitment at the end of the evaluation period. The majority of the bank's investments in this area were in mortgaged backed-securities. The identified needs in the AA were financial education for LMI families and small businesses. Investments in SBIC funds assisted in small business development. Support for CDFIs is also an identified need in the AA. Competition in the AA is high, with large national and regional banks competing for qualified investments in the market. The bank's responsiveness to the CD needs in the AA is adequate based on the volume of investments.

**SERVICE TEST****Conclusions for Areas Receiving Full-Scope Reviews**

BOKF's performance under the Service Test in the state of Maryland is rated "Needs to Improve." Based on a full-scope review, the bank's performance in the Baltimore MD is adequate.

**Retail Banking Services**

Refer to Table 15 in the state of Maryland 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.

Branch distribution in the Baltimore MD is adequate based on the business purpose of the one branch in the AA and its designation as a limited service facility. The branch was established based on state law to service a sole deposit relationship and was not operated for the public. There were no branch openings or closings during the evaluation period. Branch hours are adequate to serve the one deposit relationship. Customers who come into the branch for other products are referred to the Express Bank in Oklahoma.

**Community Development Services**

BOKF's performance in providing CD services in the Baltimore MD is very poor given the limited number of employees in the AA. BOKF representatives did not participate in any CD services over the evaluation period. However, BOKF has a limited presence in the Baltimore MD.

## State Rating

### State of New Mexico

<b>CRA Rating for New Mexico:</b>	<u>Outstanding</u>
<b>The Lending Test is rated:</b>	<u>Outstanding</u>
<b>The Investment Test is rated:</b>	<u>High Satisfactory</u>
<b>The Service Test is rated:</b>	<u>High Satisfactory</u>

The major factors that support this rating include:

- An excellent level of lending as evidenced by excellent home mortgage loans and good small loans to businesses;
- Overall good geographic distribution as evidenced by good home mortgage loans and excellent small loans to businesses performance;
- An overall excellent borrower income distribution, as evidenced by excellent home mortgage loans and poor small loans to business performance;
- Overall CD lending had a positive impact on the bank's lending performance, and exhibited good responsiveness and adequate initiatives;
- Overall responsiveness to identified needs of the AA and the overall level of qualified community development investments was good.
- Branches are reasonably accessible to essentially all portions of the bank's AAs and to individuals of different income levels; and
- The level of community development services are adequate.

### Description of Institution's Operations in New Mexico

BOKF has two AAs within the state of New Mexico. BOKF included the entire MSA in both the Albuquerque, NM MSA (Albuquerque MSA) and the Santa Fe, NM MSA (Santa Fe MSA).

Based on June 30, 2016 FDIC Deposit Market Share data, BOKF had over \$1.4 billion in deposits in the state of New Mexico, which represented 6.63 percent of the bank's total deposits. The bank made 12.94 percent of its evaluation period HMDA and CRA loans in the state.

BOKF had 18 office locations and 23 deposit-taking ATMs within the state. The bank ranked fifth in deposit market share with 4.56 percent. Primary competitors include Wells Fargo, Bank of America, Nusenda, First Mortgage, and Freedom. There were 58 FDIC-insured depository institutions within the state of New Mexico.

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

## **Scope of Evaluation in New Mexico**

The Albuquerque MSA was selected for analysis using full-scope procedures because it has the majority of New Mexico's loans, deposits, and branches. The Santa Fe MSA was chosen for limited-scope review. The bank did not originate or purchase a sufficient volume of multifamily and small farm loans during the evaluation period to perform a meaningful analysis in the Albuquerque and Santa Fe MSAs. Ratings are primarily based on results of the full-scope area. Please see the table in appendix A for more information.

## **CONCLUSIONS WITH RESPECT TO PERFORMANCE TESTS IN NEW MEXICO**

### **LENDING TEST**

#### **Conclusions for Areas Receiving Full-Scope Reviews**

The bank's performance under the Lending Test in New Mexico is rated "Outstanding." Based on full-scope reviews, the bank's performance in the Albuquerque MSA is excellent. In performing our analysis, we placed greater weight on the bank's home mortgage loan performance, as it represented the majority of BOKF's reportable lending activity. The level of community development lending had a positive impact on lending performance when considering the impact of responsiveness and initiatives.

#### **Lending Activity**

Refer to Table 1 Lending Volume in the state of New Mexico section of appendix D for the facts and data used to evaluate the bank's lending activity.

BOKF's lending activity in the Albuquerque MSA is excellent, when considering the bank's business strategy and loan competition. Home mortgage purchase, improvement, and refinance lending activity are all excellent. Small business lending activity is good.

Based upon FDIC Deposit Market Share data as of June 30, 2016, BOKF achieved a 9.48 percent market share of deposits, ranking third among 23 financial institutions in the AA, and ranking them in the top 13.00 percent of total depository banks. Based upon 2015 Peer Mortgage Data, BOKF achieved 5.63 percent market share of home purchase loans, ranking third among 245 reporting lenders and is equivalent to being in the top 1.22 percent of lenders. In addition, the top five home purchase lenders had 31.85 percent of the total market share. The bank achieved a 7.89 percent market share of home improvement loans, ranking fourth among 80 reporting lenders and is equivalent to being in the top 5.00 percent of lenders. The bank also achieved a 5.10 percent market share of home refinance loans, ranking third among 261 reporting lenders and is equivalent to being in the top 1.15 percent of lenders. For home refinance loans, the top five lenders collectively had 31.13 percent of the total market share.

Given the competition from the other reporting lenders in the AA and the bank's higher lender rankings for each product, overall home mortgage lending activity is excellent.

BOKF achieved a 0.84 percent market share of small loans to businesses, ranking 14th among 84 reporting lenders, or the top 16.67 percent of lenders. The top five lenders for small business lending collectively had 68.31 percent of the market share. The small business lending activity is good based on the level of competition and the comparable ranking to deposits.

### **Distribution of Loans by Income Level of the Geography**

The overall geographic distribution of BOKF's lending is good. Good performance was evidenced in overall home mortgage loans. Excellent performance was evidenced in small loans to businesses. However, with the greater emphasis placed on home mortgage loans, small loans to businesses performance did not have an impact on the overall geographic distribution conclusion.

#### ***Home Mortgage Loans***

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

The overall geographic distribution of home mortgage loans is good. In evaluating the geographic distribution of home loans in the AA, it is important to note that, according to the 2010 U.S. Census data, only 2.24 percent of the AA's owner-occupied housing units are in low-income CTs. The moderate-income geographies hold 27.69 percent of the owner-occupied units. Rental and vacant units account for a total of 72.59 percent of the total housing units in low-income geographies and 43.67 percent in moderate-income geographies. The bank had limited opportunities for home mortgage lending in the low-income CTs, based on these statistics. As such, greater emphasis was placed on the bank's performance in the moderate-income geographies when determining the overall geographic distribution conclusion for home mortgage loans. The ten low-income CTs represent 4.93 percent of the 203 total geographies while the 58 moderate-income CTs represent 28.57 percent.

The overall geographic distribution of home purchase loans is good. BOKF's geographic distribution of home purchase loans during the 2013 through 2016 lending period was good. The percentage of loans made in both the low- and moderate-income geographies was below the percentage of owner-occupied units in their respective CTs. This exhibited adequate performance. The bank's market share in both the low- and moderate-income CTs was excellent and exceeded its overall market share for home purchase loans.

The overall geographic distribution of home improvement loans is adequate. The bank's geographic distribution of home improvement loans during the 2013 through 2016 lending period was adequate. The percentage of loans made in the low-income geographies was near to the percentage of owner-occupied units in those CTs. This exhibited good performance. However, BOKF's market share in the low-income CTs was poor and well below its overall market share for home improvement loans. The percentage of loans made in the moderate-

income geographies was below the percentage of owner-occupied units in those CTs. This exhibited adequate performance. The bank's market share in the moderate-income CTs was excellent and exceeded its overall market share for home improvement loans.

The overall geographic distribution of home refinance loans is good. The bank's geographic distribution of home refinance loans during the 2013 through 2016 lending period was good. The percentage of loans made in the low-income geographies approximated the percentage of owner-occupied units in those CTs. This exhibited excellent performance. The percentage of loans made in the moderate-income geographies was below the percentage of owner-occupied units in those CTs. This exhibited adequate performance. BOKF's market share in both the low- and moderate-income CTs was excellent and exceeded its overall market share for home refinance loans.

### ***Small Loans to Businesses***

Refer to Table 6 in the state of New Mexico section of appendix D for the facts and data used to evaluate the geographic distribution of the bank's originations and purchases of small loans to businesses.

The overall geographic distribution of small loans to businesses is excellent. The bank's geographic distribution of small loans to businesses during the 2013 through 2016 lending period was excellent. The percentage of loans made in both the low- and moderate-income CTs exceeded the percentage of businesses in their respective geographies. This represented excellent performance. The bank's market share in both the low- and moderate-income CTs was excellent and exceeded its overall market share for small loans to businesses.

### ***Lending Gap Analysis***

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

### **Distribution of Loans by Income Level of the Borrower**

The overall borrower income distribution of the bank's lending is excellent. Excellent performance was evidenced in overall home mortgage lending. Poor performance was evidenced in small loans to businesses. As discussed previously, more emphasis was placed on home mortgage loans.

### ***Home Mortgage Loans***

Refer to Tables 8, 9, and 10 in the state of New Mexico 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.

The overall borrower distribution of home mortgage loans is excellent. In performing our analysis, we considered the general affordability of housing to LMI borrowers. As discussed in the market profile for the Albuquerque MSA in appendix C, although homeownership may be

within reach for moderate-income families based on the median home price and family median income, it is not for low-income families. According to data from the National Association of Realtors, the median home price in the AA has increased over the evaluation period, from \$174,300 in 2013 to \$189,400 in 2016, reflecting a percent change of 8.6 percent.

The overall borrower distribution of home purchase loans is excellent. The bank's borrower distribution of home purchase loans during 2013 through 2016 was excellent. The percentage of loans to low-income borrowers was below the percentage of low-income families. This reflected adequate performance. BOKF's market share of loans to low-income borrowers was good and near to its overall market share of home purchase loans. The percentage of loans to moderate-income borrowers exceeded the percentage of moderate-income families. This reflected excellent performance. BOKF's market share of loans to moderate-income borrowers was excellent and exceeded its overall market share of home purchase loans.

The overall borrower distribution of home improvement loans is excellent. The bank's borrower distribution of home improvement loans during 2013 through 2016 was excellent. The percentage of loans to low-income borrowers was somewhat below the percentage of low-income families. This reflected good performance. The percentage of loans to moderate-income borrowers exceeded the percentage of moderate-income families. This reflected excellent performance. BOKF's market share of loans to both low- and moderate-income borrowers was excellent and exceeded its overall market share of home improvement loans.

The overall borrower distribution of home refinance loans is excellent. The bank's borrower distribution of home refinance loans during 2013 through 2016 was excellent. The percentage of loans to low-income borrowers was below the percentage of low-income families. This reflected adequate performance. The percentage of loans to moderate-income borrowers exceeded the percentage of moderate-income families. This reflected excellent performance. BOKF's market share of loans to both low- and moderate-income borrowers was excellent and exceeded its overall market share of home refinance loans.

### ***Small Loans to Businesses***

Refer to Table 11 in the state of New Mexico section of appendix D for the facts and data used to evaluate the borrower distribution of the bank's originations and purchases of small loans to businesses.

The overall borrower distribution of small loans to businesses is poor. The bank's borrower distribution of small loans to businesses in 2013 through 2016 was poor. The percentage of small loans to small businesses was significantly below the percentage of small businesses. This reflected very poor performance. The bank's market share of loans to small businesses was adequate and below its overall market share of loans to small businesses.

### **Community Development Lending**

Refer to Table 1 Lending Volume in the state of New Mexico section of appendix D for the facts and data used to evaluate the bank's level of community development lending. This table includes all community development loans, including multifamily loans that also qualify as community development loans. In addition, Table 5 includes borrower lending data on all

multifamily loans, including those that also qualify as community development loans. However, Table 5 does not separately list community development loans.

The bank provided a relatively high level of CD lending in the AA. The volume of CD lending was good, and had a positive impact on the lending performance in the Albuquerque MSA. During the evaluation period, the bank originated 44 CD loans totaling \$112.2 million of which a significant percent were renewals of working capital lines of credit that were not considered as responsive to the needs of the community.

Examples of the CD loans originated during this evaluation period include:

- The bank originated 19 revitalization and stabilization loans totaling \$60.7 million of which the majority of the loans were to companies where the majority of the employees earn less than 80.00 percent of the MFI of the area,
- The bank originated 11 community service loans totaling \$12.5 million with the majority of the loans to nonprofit organizations that focus on services for LMI individuals.

### **Product Innovation and Flexibility**

Innovative and flexible loan programs had a neutral impact on the bank's lending performance in the Albuquerque MSA. The bank offers flexible lending programs and products that are geared to making home ownership affordable. The products and programs are: Section 184 Indian Home Loan Guarantee Program, Home Affordable Modification Program, and Home Affordable Refinance Program. The Section 184 Indian Home Loan Guarantee Program is a home mortgage product designed to facilitate homeownership and increase capital in Native American Communities. The Home Affordable Modification Program and Home Affordable Refinance Program assist borrowers in changing the terms of their mortgage when a refinance is not an option.

### **Conclusions for Areas Receiving Limited-Scope Reviews**

Based on limited-scope review, BOKF's performance under the Lending Test in the Santa Fe MSA limited-scope AA, is weaker than with the bank's overall "Outstanding" performance under the Lending Test in New Mexico. In the Santa Fe MSA, BOKF's performance is weaker than the bank's overall performance in the state, but is considered adequate. Performance differences are due to weaker geographic and borrower income distribution performances in the AA as well as CD lending performance that had a neutral impact on lending performance in the AA. Performance in the limited-scope area did not have an impact on the Lending Test rating in the state. Refer to the Tables 1 through 12 in the state of New Mexico section of appendix D for the facts and data that support these conclusions.

## **INVESTMENT TEST**

### **Conclusions for Areas Receiving Full-Scope Reviews**

The bank's performance under the Investment Test in New Mexico is rated "High Satisfactory." Based on full-scope reviews, the bank's performance in the Albuquerque MSA is good.

Refer to Table 14 in the State of New Mexico section of appendix D for the facts and data used to evaluate the bank's level of qualified investments.

#### Albuquerque MSA

During the evaluation period, BOKF made 39 investments in the Albuquerque MSA totaling \$13.6 million. In addition, there were 41 prior period investments with a total value of \$2.7 million outstanding at the end of the evaluation period. These prior period investments provide continued benefit to the AA. Total investments of \$16.3 million represented 9.57 percent of Tier One capital allocated to the AA. In addition, two investments of \$10.1 million were unfunded commitments at the end of the evaluation period.

The majority of investments supported a \$13.3 million investment in a LIHTC fund supporting the development of an 88 unit LIHTC project located in Albuquerque, New Mexico. The Albuquerque MSA had a reasonable number of investment opportunities based on discussions with bank management on its needs and opportunities assessment. In the Albuquerque MSA competition is high, with large national banks competing for qualified investments in this market. The bank's responsiveness to the CD needs in the AA was good based on the volume of investments associated with providing for affordable housing, which was an identified need along with job creation and improved education needs in the AA.

### **Conclusions for Area Receiving Limited-Scope Reviews**

Based on limited-scope reviews, the bank's performance under the Investment Test in the Santa Fe MSA is consistent with the bank's overall "High Satisfactory" performance New Mexico. In the Santa Fe MSA the bank's performance is comparable to the bank's overall performance in the state of New Mexico. Refer to the Table 14 in the state of New Mexico section of appendix D for the facts and data that support these conclusions.

### **SERVICE TEST**

#### **Conclusions for Areas Receiving Full-Scope Reviews**

The bank's performance under the Service Test in the State of New Mexico is rated "High Satisfactory." Based on full-scope reviews, the bank's performance in the Albuquerque MSA is good.

#### **Retail Banking Services**

Refer to Table 15 in the State of New Mexico 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.

BOKF's branch distribution in the AA is adequate. Branches are reasonably accessible to essentially all portions of the AA. The bank operates 17 full-service branch offices in the Albuquerque MSA. There is one branch in a low-income CT in the AA. The bank's distribution of branches in low-income geographies exceeds the percentage of the population living within those geographies. There are five branches in moderate-income CTs in the AA. The bank's

distribution of branches in moderate-income geographies is near to the percentage of the population living within those geographies.

BOKF's record of opening and closing branches has not adversely affected the accessibility of its delivery systems, particularly in low- and moderate-income geographies or to low- and moderate-income individuals. The bank closed three branch locations, of which one was in a moderate- and two in middle-income geography during the evaluation period. The branch closings occurred in February 2015 and were grocery store locations closed due to being less profitable than in the branches in close proximity to the branches. The bank relocated one branch location within the same moderate-income geography.

Branch hours and services do not vary in a way that would inconvenience portions of the AA, particularly LMI individuals or geographies. Services offered and banking hours are comparable among locations regardless of the income level of the geography.

The bank offers a wide range of traditional deposit and banking products. The bank makes use of alternative delivery systems through ATMs, telephone and online banking, electronic bill pay, and mobile banking options. The bank operates 22 deposit-taking ATM in the Albuquerque MSA; eight are located in low- or moderate-income geographies.

### **Community Development Services**

BOKF's performance in providing community development services in the Albuquerque MSA is adequate. During the evaluation period, 39 employees provided their expertise to 14 organizations for a total of 806 hours within the AA. BOKF employees used their financial expertise to provide technical assistance as a board or committee member of eight organizations totaling 493 service hours. These organizations work to create affordable housing, provide healthcare to low- and moderate-income families, and provide education to children of low- and moderate-income parents.

Example of some of the services include:

- The bank recorded over 261 hours which provided instruction on financial literacy through the Junior Achievement program at seven LMI schools within the AA.

### **Conclusions for Areas Receiving Limited-Scope Reviews**

Based on limited-scope reviews, the bank's performance under the Service Test in the Santa Fe MSA is weaker than the bank's overall performance in the Santa Fe MSA. The weaker performance was due to branch distribution. Performance in the limited-scope areas did not have an impact on the Service Test rating in the state. Refer to the Table 15 in the state of New Mexico section of appendix D for the facts and data that support these conclusions.

## State Rating

### State of Oklahoma

<b>CRA Rating for Oklahoma:</b>	<u>Outstanding</u>
<b>The Lending Test is rated:</b>	<u>Outstanding</u>
<b>The Investment Test is rated:</b>	<u>Outstanding</u>
<b>The Service Test is rated:</b>	<u>High Satisfactory</u>

The major factors that support this rating include:

- Overall good level of lending as evidenced by good home mortgage loans and adequate small loans to businesses;
- Overall adequate geographic distribution as evidenced by adequate home mortgage loans and excellent small loans to businesses performance;
- Overall good borrower income distribution, as evidenced by excellent home mortgage loans and poor small loans to business performance;
- Overall CD lending had a positive impact on the bank's lending performance, and exhibited good responsiveness and adequate initiatives;
- Overall responsiveness to identified needs of the AA and the overall level of qualified community development investments were excellent.
- Branches were reasonably accessible to essentially all portions of the bank's AAs and to individuals of different income levels; and
- The level of community development services are adequate.

### Description of Institution's Operations in Oklahoma

BOKF has nine AAs within the state of Oklahoma. BOKF included three counties, McIntosh, Muskogee, and Pittsburg, in the OK Non-MSA McIntosh, Muskogee, Pittsburg Counties AA. The bank included three counties, Canadian, Cleveland, Oklahoma, in the Oklahoma City, OK MSA. The bank included four counties, Creek, Rogers, Tulsa, Wagoner, in the Tulsa, OK MSA. The bank included one county, Delaware, in the OK Non-MSA Delaware County AA. The bank included one county, Kay, in the OK Non-MSA Kay County AA. The bank included one county, Payne, in the OK Non-MSA Payne County AA. The bank included one county, Washington, in the OK Non-MSA Washington County AA. The bank included one county, Garfield, in the OK Non-MSA Garfield County AA from 2013 -2015. As of January 1, 2016, Garfield County moved into the newly created Enid, OK MSA.

Based on June 30, 2016 FDIC Deposit Market Share data, BOKF had over \$11.6 billion in deposits in the state of Oklahoma, which represented 54.83 percent of the bank's total

deposits. The bank made 39.50 percent of its evaluation period HMDA and CRA loans in the state.

BOKF had 51 office locations and 111 deposit-taking ATMs within the state. The bank ranked first in deposit market share with 13.88 percent. Primary competitors include Wells Fargo, US Bank, Bank of America, US Bank, and First United. There were 228 FDIC-insured depository institutions within the state of Oklahoma.

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

## **Scope of Evaluation in Oklahoma**

The OK Non-MSA McIntosh, Muskogee, Pittsburg, Counties AA was selected for analysis using full-scope procedures. The OK Non-MSA McIntosh, Muskogee, Pittsburg, Counties AA was chosen for full-scope review due to the bank's importance to the AA. BOKF was second largest depository institution in the AA as of June 30, 2016 with a 16.48 percent deposit market share. The Oklahoma City and Tulsa MSAs were chosen for full-scope review due to the high percentage of the bank's reportable loans, deposits, and branches within those AAs. The Enid MSA, OK Non-MSA Delaware County, OK Non-MSA Garfield County, OK Non-MSA Kay County, OK Non-MSA Payne County, and OK Non-MSA Washington County were chosen for limited-scope review. The bank did not originate or purchase a sufficient volume of multifamily and small farm loans during the evaluation period to perform a meaningful analysis in any of the AAs in the state. The bank did not originate or purchase a sufficient volume of loans to small businesses for meaningful analysis in the six AAs chosen for limited-scope review. Ratings are primarily based on results of the full-scope area. Please see the appendix A for more information.

## **CONCLUSIONS WITH RESPECT TO PERFORMANCE TESTS IN OKLAHOMA**

### **LENDING TEST**

#### **Conclusions for Areas Receiving Full-Scope Reviews**

The bank's performance under the Lending Test in Oklahoma is rated "Outstanding." Based on full-scope reviews, the bank's performance is excellent in the Non-MSA McIntosh, Muskogee, Pittsburg Counties, Oklahoma City MSA, and Tulsa MSA. In performing our analysis, we placed greater weight on the bank's home mortgage loan performance, as it represented the majority of BOKF's reportable lending activity. The level of community development lending had a positive impact on lending performance when considering the impact of responsiveness and initiatives.

#### **Lending Activity**

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

BOKF's overall lending activity is good, considering the strong competition for all types of loans in the Non-MSA McIntosh, Muskogee, Pittsburg Counties, Oklahoma City MSA, and Tulsa MSA.

#### Non-MSA McIntosh, Muskogee, Pittsburg Counties

BOKF's lending activity in the AA is good, when considering the bank's business strategy and loan competition. Home improvement and refinance lending activity is excellent, home purchase activity is good, and small business lending activity is adequate.

Based upon FDIC Deposit Market Share data as of June 30, 2016, BOKF achieved a 16.48 percent market share of deposits, ranking second among 15 financial institutions in the AA, and ranking them in the top 13.30 percent of total depository banks. Based upon 2015 Peer Mortgage Data, BOKF achieved 3.42 percent market share of home purchase loans, ranking ninth among 115 reporting lenders and is equivalent to being in the top 7.83 percent of lenders. In addition, the top five home purchase lenders had 38.92 percent of the total market share. The bank achieved a 7.69 percent market share of home improvement loans, ranking fourth among 19 reporting lenders and is equivalent to being in the top 21.05 percent of lenders. The bank also achieved a 7.00 percent market share of home refinance loans, ranking fourth among 100 reporting lenders and is equivalent to being in the top 3.00 percent of lenders. For home refinance loans, the top five lenders collectively had 39.64 percent of the total market share.

Given the competition from the other reporting lenders in the AA and the bank's higher lender rankings for home purchase and refinance loans compared to deposits, overall home mortgage lending activity is excellent.

BOKF has a 0.97 percent market share of loans to small businesses, ranking 14th among 39 reporting lenders, or the top 35.90 percent of lenders. The top five lenders for small business lending, including two of the nation's largest credit card lenders, collectively had 65.27 percent of the market share. The small business lending activity is adequate given the small business lending competition within the AA.

#### Oklahoma City MSA

BOKF's lending activity in the Oklahoma City MSA is good, when considering the bank's business strategy and loan competition. Home improvement and refinance lending activity is excellent, home purchase activity is good, and small business lending activity is adequate.

Based upon FDIC Deposit Market Share data as of June 30, 2016, BOKF achieved a 13.32 percent market share of deposits, ranking second among 63 financial institutions in the AA, and ranking them in the top 3.20 percent of total depository banks. Based upon 2015 Peer Mortgage Data, BOKF achieved 4.93 percent market share of home purchase loans, ranking sixth among 346 reporting lenders and is equivalent to being in the top 1.73 percent of lenders. In addition, the top five home purchase lenders had 30.16 percent of the total market share. The bank achieved a 10.60 percent market share of home improvement loans, ranking second among 102 reporting lenders and is equivalent to being in the top 1.96 percent of lenders. The bank also achieved a 5.19 percent market share of home refinance loans, ranking third among 312 reporting lenders and is equivalent to being in the top 0.96 percent of lenders. For home refinance loans, the top five lenders collectively had 26.25 percent of the total market share.

Given the competition from the other reporting lenders in the AA and the bank's high lender rankings for its home improvement and refinance products, the lending activity for these two home mortgage loan categories is excellent and good for home purchase products.

BOKF has a 0.99 percent market share of loans to small businesses, ranking 19th among 100 reporting lenders, or the top 19.00 percent of lenders. The top five lenders for small business lending collectively had 54.31 percent of the market share. The small business lending activity is adequate given the small business lending competition within the AA.

### Tulsa MSA

BOKF's lending activity in the Tulsa MSA is excellent when considering the bank's business strategy and loan competition. Home purchase and refinance lending activity is excellent, home improvement lending activity is good, and small business lending activity is adequate.

Based upon FDIC Deposit Market Share data as of June 30, 2016, BOKF achieved a 31.53 percent market share of deposits, ranking first among 52 financial institutions in the AA, and ranking them in the top 1.90 percent of total depository banks. Based upon 2015 Peer Mortgage Data, BOKF achieved 8.94 percent market share of home purchase loans, ranking first among 279 reporting lenders and is equivalent to being in the top 0.36 percent of lenders. In addition, the top five home purchase lenders had 32.95 percent of the total market share. The bank achieved a 9.06 percent market share of home improvement loans, ranking third among 52 reporting lenders and is equivalent to being in the top 5.77 percent of lenders. The bank also achieved an 8.34 percent market share of home refinance loans, ranking second among 278 reporting lenders and is equivalent to being in the top 0.72 percent of lenders. For home refinance loans, the top five lenders collectively had 35.93 percent of the total market share. Given the competition from the other reporting lenders in the AA and the bank's higher lender rankings for the home purchase and refinance products compared to deposits, overall home mortgage lending activity is excellent.

BOKF has a 1.36 percent market share of loans to small businesses, ranking 17th among 97 reporting lenders, or the top 17.53 percent of lenders. The top five lenders for small business lending collectively had 50.84 percent of the market share. The small business lending activity is adequate given the small business lending competition within the AA.

### **Distribution of Loans by Income Level of the Geography**

The overall geographic distribution of the bank's lending is adequate. Adequate performance was evidenced in overall home mortgage loans. Excellent performance was evidenced in small loans to businesses. However, with the greater emphasis placed on home mortgage loans, small loans to businesses performance had minimal impact on the overall geographic distribution conclusion.

### ***Home Mortgage Loans***

The overall geographic distribution of home mortgage loans is adequate.

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

#### Non-MSA McIntosh, Muskogee, Pittsburg Counties

The overall geographic distribution of home mortgage loans is excellent. In evaluating the geographic distribution of home loans in the AA, it is important to note that, according to the 2010 U.S. Census data, there are no low-income CTs. The moderate-income geographies represent 37.14 percent of the total CTs or 13 of the AA's 35 CTs and 28.27 percent of the AA's owner-occupied housing units are in the moderate-income CTs. Of the total available housing units within the moderate-income geographies, rental and vacant units account for a total of 52.74 percent with owner-occupied housing units representing 47.26 percent.

The overall geographic distribution of home purchase loans is excellent. The bank's geographic distribution of home purchase loans during the 2013 through 2016 lending period was excellent. The percentage of loans made in the moderate-income geographies exceeded the percentage of owner-occupied units in those CTs. This exhibited excellent performance. Further, the bank's market share in the moderate-income CTs was excellent and exceeded its overall market share for home purchase loans.

The overall geographic distribution of home improvement loans is excellent. The bank's geographic distribution of home improvement loans during the 2013 through 2016 lending period was excellent. The percentage of loans made in the moderate-income geographies exceeded the percentage of owner-occupied units in those CTs. This exhibited excellent performance. The bank's market share in the moderate-income CTs was also excellent and exceeded BOKF's overall market share for home improvement loans.

The overall geographic distribution of home refinance loans is excellent. The bank's geographic distribution of home refinance loans during the 2013 through 2016 lending period was excellent. The percentage of loans made in the moderate-income geographies exceeded the percentage of owner-occupied units in those CTs. This exhibited excellent performance. The bank's market share in the moderate-income CTs was excellent and exceeded the bank's overall market share for home refinance loans.

#### Oklahoma City MSA

The overall geographic distribution of home mortgage loans is adequate. In evaluating the geographic distribution of home loans in the AA, it is important to note that, according to the 2010 U.S. Census data, only 3.74 percent of the AA's owner-occupied housing units are in the low-income CTs. The moderate-income geographies hold 19.15 percent of the owner-occupied units. Of the total housing units in low-income geographies, rental and vacant units account for a total of 65.79 percent and in moderate-income CTs, the figure decreases to 59.46 percent. Based on these statistics, the bank had limited opportunities for home mortgage lending in the low-income CTs. As such, greater emphasis was placed on the bank's performance in the moderate-income geographies when determining the overall geographic distribution conclusion for home mortgage loans. Moreover, the 32 low-income CTs represent 9.64 percent of the 332 total CTs in the AA while the 89 moderate-income CTs represent 26.81 percent.

The overall geographic distribution of home purchase loans is adequate. The bank's geographic distribution of home purchase loans during the 2013 through 2016 lending period was adequate. The percentage of loans made in the low-income geographies was significantly below the percentage of owner-occupied units in those CTs. This exhibited very poor performance. However, the bank's market share in the low-income CTs was excellent and exceeded its overall market share for home purchase loans. The percentage of loans made in the moderate-income geographies was well below the percentage of owner-occupied units in those CTs. This exhibited poor performance. Further, the bank's market share in the moderate-income CTs was good and substantially met its overall market share for home purchase loans.

The overall geographic distribution of home improvement loans is adequate. The bank's geographic distribution of home improvement loans during the 2013 through 2016 lending period was adequate. The percentage of loans made in the low-income geographies was significantly below the percentage of owner-occupied units in those CTs. This exhibited very poor performance. The bank's market share in the low-income CTs was good and near to its overall market share for home improvement loans. The percentage of loans made in the moderate-income geographies was below the percentage of owner-occupied units in those CTs. This exhibited adequate performance. The bank's market share in the moderate-income CTs was also adequate and below BOKF's overall market share for home improvement loans.

The overall geographic distribution of home refinance loans is poor. The bank's geographic distribution of home refinance loans during the 2013 through 2016 lending period was poor. The percentage of loans made in the low-income geographies was significantly below the percentage of owner-occupied units in those CTs. This exhibited very poor performance. BOKF's market share in the low-income CTs was poor and well below its overall market share for home refinance loans. The percentage of loans made in the moderate-income geographies was well below the percentage of owner-occupied units in those CTs. This exhibited poor performance. The bank's market share in the moderate-income CTs was adequate and below its overall market share for home refinance loans.

#### Tulsa MSA

The overall geographic distribution of home mortgage loans is poor. In evaluating the geographic distribution of home loans in the AA, it is important to note that, according to the 2010 U.S. Census data, only 3.89 percent of the AA's owner-occupied housing units are in the low-income CTs. The moderate-income geographies hold 19.12 percent of the owner-occupied units. Rental and vacant units account for 68.75 percent of the total housing units in low-income geographies and 54.78 percent in moderate-income CTs. Based on these statistics, the bank had limited opportunities for home mortgage lending in the low-income CTs. As such, greater emphasis was placed on the bank's performance in the moderate-income geographies when determining the overall geographic distribution conclusion for home mortgage loans. Moreover, the 20 low-income CTs represent 8.13 percent of the 246 total geographies while the 66 moderate-income CTs represent 26.83 percent.

The overall geographic distribution of home purchase loans is poor. The bank's geographic distribution of home purchase loans during the 2013 through 2016 lending period was poor. The percentage of loans made in the low-income geographies was significantly below the percentage of owner-occupied units in those CTs. This exhibited very poor performance. The

percentage of loans made in the moderate-income geographies was well below the percentage of owner-occupied units in those CTs. This exhibited poor performance. BOKF's market share in both the low- and moderate-income CTs was poor and well below the overall market share for home purchase loans.

The overall geographic distribution of home improvement loans is good. The bank's geographic distribution of home improvement loans during the 2013 through 2016 lending period was good. The percentage of loans made in the low-income geographies was well below the percentage of owner-occupied units in those CTs. This exhibited poor performance. The bank's market share in the low-income CTs was excellent and exceeded its overall market share for home improvement loans. The percentage of loans made in the moderate-income geographies was below the percentage of owner-occupied units in those CTs. This exhibited adequate performance. The bank's market share in the moderate-income CTs was good and near to BOKF's overall market share for home improvement loans.

The overall geographic distribution of home refinance loans is adequate. The bank's geographic distribution of home refinance loans during the 2013 through 2016 lending period was adequate. The percentage of loans made in the low-income geographies was significantly below the percentage of owner-occupied units in those CTs. This exhibited very poor performance. The percentage of loans made in the moderate-income geographies was well below the percentage of owner-occupied units in those CTs. This exhibited poor performance. The bank's market share in both the low- and moderate-income CTs was good and near to its overall market share for home refinance loans.

### ***Small Loans to Businesses***

The overall geographic distribution of small loans to businesses is excellent.

Refer to Table 6 in the state of Oklahoma section of appendix D for the facts and data used to evaluate the geographic distribution of the bank's originations and purchases of small loans to businesses.

#### Non-MSA McIntosh, Muskogee, Pittsburg Counties

The overall geographic distribution of small loans to businesses is excellent. The bank's geographic distribution of small loans to businesses during the 2013 through 2016 lending period was excellent. The percentage of loans made in the moderate-income CTs exceeded the percentage of businesses in those geographies. This represented excellent performance. The bank's market share in the moderate-income CTs was also excellent and exceeded its overall market share for small loans to businesses.

#### Oklahoma City MSA

The overall geographic distribution of small loans to businesses is excellent. The bank's geographic distribution of small loans to businesses during the 2013 through 2016 lending period was excellent. The percentage of loans made in the low- and moderate-income CTs exceeded and substantially met, respectively, the percentage of businesses in their geographies. This represented excellent performance in both the low- and moderate-income CTs. The bank's market share in both the low- and moderate-income CTs was also excellent and exceeded its overall market share for small loans to businesses.

Tulsa MSA

The overall geographic distribution of small loans to businesses is excellent. The bank's geographic distribution of small loans to businesses during the 2013 through 2016 lending period was excellent. The percentage of loans made in both the low- and moderate-income CTs exceeded the percentage of businesses in their respective geographies. This represented excellent performance. BOKF's market share in both the low- and moderate-income CTs was also excellent and exceeded its overall market share for small loans to businesses.

***Lending Gap Analysis***

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

**Distribution of Loans by Income Level of the Borrower**

The overall borrower income distribution of the bank's lending is excellent. Excellent performance was evidenced in overall home mortgage lending. Poor performance was evidenced in small loans to businesses. As discussed previously, more emphasis was placed on home mortgage loans.

***Home Mortgage Loans***

Refer to Tables 8, 9, and 10 in the state of Oklahoma 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.

The overall borrower distribution of home mortgage loans is excellent. In performing our analysis, we considered the level of families below the poverty level as well as the general affordability of housing to LMI borrowers. As discussed in the market profiles for the Oklahoma City MSA and the Tulsa MSA in appendix C, although homeownership may be affordable for moderate-income families based on the median home price and family median income, it is not affordable for low-income families. As noted by our community contacts, it is often the down payment requirements that pose an obstacle for access to homeownership opportunities for LMI families. Further, although the median home price in both AAs has been stable over the evaluation period, incomes have remained soft.

Non-MSA McIntosh, Muskogee, Pittsburg Counties

The overall borrower distribution of home purchase loans is good. The bank's borrower distribution of home purchase loans during 2013 through 2016 was good. The percentage of loans to low-income borrowers was well below the percentage of low-income families. This reflected poor performance. BOKF's market share of loans to low-income borrowers was adequate and below its overall market share of home purchase loans. The percentage of loans to moderate-income borrowers approximated the percentage of moderate-income families. This reflected excellent performance. The bank's market share of loans to moderate-income borrowers was good and substantially met its overall market share of home purchase loans.

The overall borrower distribution of home improvement loans is good. The bank's borrower distribution of home improvement loans during 2013 through 2016 was good. The percentage of loans to low-income borrowers was below the percentage of low-income families. This reflected adequate performance. The percentage of loans to moderate-income borrowers exceeded the percentage of moderate-income families. This reflected excellent performance. BOKF's market share of loans to both low- and moderate-income borrowers was excellent and in each instance exceeded its overall market share of home improvement loans.

The overall borrower distribution of home refinance loans is excellent. The bank's borrower distribution of home refinance loans during 2013 through 2016 was excellent. The percentage of loans to low-income borrowers was somewhat near to the percentage of low-income families. This reflected good performance. The percentage of loans to moderate-income borrowers exceeded the percentage of moderate-income families. This reflected excellent performance. BOKF's market share of loans to both low- and moderate-income borrowers was excellent and in each instance exceeded its overall market share of home refinance loans.

#### Oklahoma City MSA

The overall borrower distribution of home purchase loans is excellent. The bank's borrower distribution of home purchase loans during 2013 through 2016 was excellent. The percentage of loans to low-income borrowers was well below the percentage of low-income families. This reflected poor performance. BOKF's market share of loans to low-income borrowers was excellent and exceeded its overall market share of home purchase loans. The percentage of loans to moderate-income borrowers exceeded the percentage of moderate-income families. This reflected excellent performance. The bank's market share of loans to moderate-income borrowers was good and near to its overall market share of home purchase loans.

The overall borrower distribution of home improvement loans is excellent. The bank's borrower distribution of home improvement loans during 2013 through 2016 was excellent. The percentage of loans to low-income borrowers was below the percentage of low-income families. This reflected adequate performance. BOKF's market share of loans to low-income borrowers was excellent and exceeded its overall market share of home improvement loans. The percentage of loans to moderate-income borrowers approximated the percentage of moderate-income families. This reflected excellent performance. The bank's market share of loans to moderate-income borrowers was good and substantially met its overall market share of home improvement loans.

The overall borrower distribution of home refinance loans is excellent. The bank's borrower distribution of home refinance loans during 2013 through 2016 was excellent. The percentage of loans to low-income borrowers was below the percentage of low-income families. This reflected adequate performance. BOKF's market share of loans to low-income borrowers was excellent and exceeded its overall market share of home refinance loans. The percentage of loans to moderate-income borrowers exceeded the percentage of moderate-income families. This reflected excellent performance. BOKF's market share of loans to moderate-income borrowers was good and near to its overall market share of home refinance loans.

#### Tulsa MSA

The overall borrower distribution of home purchase loans is excellent. The bank's borrower distribution of home purchase loans during 2013 through 2016 was excellent. The percentage

of loans to low-income borrowers was well below the percentage of low-income families. This reflected poor performance. The percentage of loans to moderate-income borrowers exceeded the percentage of moderate-income families. This reflected excellent performance. BOKF's market share of loans to both low- and moderate-income borrowers was good and in each instance was near to its overall market share of home purchase loans.

The overall borrower distribution of home improvement loans is excellent. The bank's borrower distribution of home improvement loans during 2013 through 2016 was excellent. The percentage of loans to low-income borrowers was below the percentage of low-income families. This reflected adequate performance. BOKF's market share of loans to low-income borrowers was good and substantially met its overall market share of home improvement loans. The percentage of loans to moderate-income borrowers exceeded the percentage of moderate-income families. This reflected excellent performance. The bank's market share of loans to moderate-income borrowers was excellent and exceeded its overall market share of home improvement loans.

The overall borrower distribution of home refinance loans is excellent. The bank's borrower distribution of home refinance loans during 2013 through 2016 was excellent. The percentage of loans to low-income borrowers was well below the percentage of low-income families. This reflected poor performance. The percentage of loans to moderate-income borrowers exceeded the percentage of moderate-income families. This reflected excellent performance. BOKF's market share of loans to both low- and moderate-income borrowers was excellent and in each instance exceeded its overall market share of home refinance loans.

### ***Small Loans to Businesses***

The overall borrower distribution of small loans to businesses is poor.

Refer to Table 11 in the state of Oklahoma section of appendix D for the facts and data used to evaluate the borrower distribution of the bank's originations and purchases of small loans to businesses.

#### Non-MSA McIntosh, Muskogee, Pittsburg Counties

The overall borrower distribution of small loans to businesses is poor. The bank's borrower distribution of small loans to businesses in 2013 through 2016 was poor. The percentage of small loans to small businesses was significantly below the percentage of small businesses. This reflected very poor performance. The bank's market share of loans to small businesses was adequate and below its overall market share of loans to small businesses.

#### Oklahoma City MSA

The overall borrower distribution of small loans to businesses is poor. The bank's borrower distribution of small loans to businesses in 2013 through 2016 was poor. The percentage of small loans to small businesses was significantly below the percentage of small businesses. This reflected very poor performance. The bank's market share of loans to small businesses was excellent and substantially met its overall market share of loans to small businesses.

Tulsa MSA

The overall borrower distribution of small loans to businesses is poor. The bank's borrower distribution of small loans to businesses in 2013 through 2016 was poor. The percentage of small loans to small businesses was significantly below the percentage of small businesses. This reflected very poor performance. The bank's market share of loans to small businesses was good and near to its overall market share of loans to small businesses.

**Community Development Lending**

Refer to Table 1 Lending Volume in the state of Oklahoma section of appendix D for the facts and data used to evaluate the bank's level of community development lending. This table includes all community development loans, including multifamily loans that also qualify as community development loans. In addition, Table 5 includes borrower lending data on all multifamily loans, including those that also qualify as community development loans. However, Table 5 does not separately list community development loans.

CD lending has a positive impact on the lending performance in all three of the Oklahoma full-scope AAs. In the State of Oklahoma, the bank originated 118 loans totaling \$611.3 million of which a significant percent were renewals of working capital lines of credit that were not considered as responsive to the needs of the community. The majority of CD loans primarily helped to revitalize and stabilize LMI areas. Lending to provide affordable housing, community services, and economic development was also significant. CD lending has positively impacted communities through job creation and providing affordable housing in the full-scope AAs. During the review period, over 2,500 affordable housing units and 10,100 LMI jobs were created.

Non-MSA McIntosh, Muskogee, Pittsburg Counties

The bank provided a relative high level of CD lending in the AA. The volume of CD lending was good, and had a positive impact on the lending performance in the Oklahoma Non-MSA McIntosh, Muskogee, Pittsburg Counties. During the evaluation period, the bank originated two CD loans totaling \$10.7 million.

There was one affordable housing loan totaling \$4.7 million which was a duplex unit with restricted rents for seniors and one economic development loan totaling \$6.0 million to a company that retained LMI jobs.

Oklahoma City MSA

The bank provided a relatively high level of CD lending in the AA. The volume of CD lending was good, and had a positive impact on the lending performance in the Oklahoma City MSA. During the evaluation period, the bank originated 48 CD loans totaling \$201.2 million of which a significant percent were renewals of working capital lines of credit that were not considered as responsive to the needs of the community.

Examples of the CD loans originated during this evaluation period include:

- The bank originated 28 revitalization and stabilization loans totaling \$140.2 million of which the majority of the loans were to companies where the majority of the employees earn less than 80.00 percent of the area's median family income.

- The bank originated nine economic development loans totaling \$35.0 million to companies where the majority of the employees make less than 80.00 percent of the MFI of the area.
- The bank originated seven community service loans totaling \$16.3 million to nonprofit organizations with the primary mission of servicing LMI persons or school districts with the majority of students participating in the free or reduced lunch program.

### Tulsa MSA

The bank provided a relatively high level of CD lending in the AA. The volume of CD lending was good and had a positive impact on the lending performance in the Tulsa MSA. During the evaluation period, the bank originated 68 CD loans totaling \$399.4 million of which a significant percent were renewals of working capital lines of credit that were not considered as responsive to the needs of the community.

Examples of the CD loans originated during this evaluation period include:

- The bank originated 22 revitalization and stabilization loans totaling \$298.4 million of which the majority of the loans were to companies where the majority of the employees earn less than 80.00 percent of the MFI of the area.
- The bank originated 20 economic development loans totaling \$58.7 million through loans granted to companies where the majority of the employees make less than 80.00 percent of the MFI of the area.
- The bank originated 10 multifamily affordable housing loans totaling \$36.6 million with restricted rents.

### **Product Innovation and Flexibility**

Innovative and flexible loan programs had a neutral impact on the bank's lending performance in the OK Non-MSA McIntosh, Muskogee, Pittsburg, Oklahoma City MSA, and Tulsa MSA. The bank offers flexible lending programs and products that are geared to making home ownership affordable. The products and programs are: Section 184 Indian Home Loan Guarantee Program, Home Affordable Modification Program, and Home Affordable Refinance Program. The Section 184 Indian Home Loan Guarantee Program is a home mortgage product designed to facilitate homeownership and increase capital in Native American Communities. The Home Affordable Modification Program and Home Affordable Refinance Program assist borrowers in changing the terms of their mortgage when a refinance is not an option.

### **Conclusions for Areas Receiving Limited-Scope Reviews**

Based on limited-scope reviews, the bank's performance under the Lending Test in all six of the limited-scope AAs, is not consistent with the bank's overall "Outstanding" performance under the Lending Test in Oklahoma.

- In the Enid MSA, OK Non-MSA Garfield County, and the OK Non-MSA Washington County, the bank's performance is weaker than its overall performance in the state, and is considered good. Performance differences in the Enid MSA and the OK Non-MSA Garfield County are due to CD lending performance that had a neutral impact on lending performance in those AAs. In the OK Non-MSA Washington County, the bank had weaker geographic and borrower income distribution performances.

- In the OK Non-MSA Kay County and the OK Non-MSA Payne County, the bank's performance is weaker than BOKF's overall performance in the state, and is considered adequate. In the OK Non-MSA Kay County, the bank had weaker geographic and borrower income distribution performances. The performance differences in the OK Non-MSA Payne County are due to a weaker borrower income distribution performance and CD lending performance that had a neutral impact on lending performance in the AA.
- In the OK Non-MSA Delaware County, BOKF's performance is weaker than the bank's overall performance in the state, but is considered poor. Performance differences are due to weaker geographic and borrower income distribution performances in the AA as well as CD lending performance that had a neutral impact on lending performance in the AA.

Performance in the limited-scope areas did not have an impact on the Lending Test rating in the state. Refer to the Tables 1 through 12 in the state of Oklahoma section of appendix D for the facts and data that support these conclusions.

## INVESTMENT TEST

### Conclusions for Areas Receiving Full-Scope Reviews

The bank's performance under the Investment Test in Oklahoma is rated "Outstanding." Based on full-scope reviews, the bank's performance in the OK Non-MSA McIntosh, Muskogee, Pittsburg Counties AA, Oklahoma City MSA, and Tulsa MSA is excellent.

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

#### OK Non-MSA McIntosh, Muskogee, Pittsburg

Investments during the evaluation period consisted of five investments totaling \$10.5 million and nine prior period investments totaling \$4.2 million outstanding at the end of the evaluation period. These prior period investments provide continued benefit to the AA. Total investments of \$14.7 million represented 31.46 percent of Tier One capital allocated to the AA. In addition, five investments had \$7.7 million in unfunded commitments at the end of the evaluation period. BOKF made investments over \$9.4 million in LIHTCs and \$48 thousand in mortgage backed securities in the AA. The OK Non-MSA McIntosh, Muskogee, Pittsburg Counties had a reasonable number of investment opportunities based on discussions with bank management and community contacts. Competition in the AA is moderate, with regional banks competing for investments in the market. The bank's responsiveness to the CD needs in the AA is excellent as evidenced by the support for the AA by investing in LIHTCs, which can assist with down payment assistance programs or rental assistance for non-subsidized housing as community contacts identified needs in the AA.

#### Oklahoma City MSA

During the evaluation period, BOKF made 48 investments totaling approximately \$20.2 million. In addition, there were 57 prior period investments with a total value of \$13.7 million outstanding at the end of the evaluation period. These investments provide continued benefit to the assessment area. Total investments of \$33.9 million represented 7.47 percent of Tier

One capital allocated to the AA. In addition, nine investments had \$16.8 million in unfunded commitments at the end of the evaluation period. BOKF also made a number of investments in the evaluation period, including mortgaged-backed securities of \$2.9 million in this AA. The Oklahoma City MSA had a reasonable number of investment opportunities based on the needs and opportunities in the AA Banking competition in the Oklahoma City MSA is very high, due to the number of banks, particularly large national banks competing for qualified investments in this market. The bank's responsiveness to the CD needs in the AA is excellent as evidenced by the support for affordable housing through LIHTCs and meeting the need for financial literacy as a community contact identified needs in the AA.

### Tulsa MSA

During the evaluation period, BOKF made 116 investments totaling \$17.1 million. In addition, there were 54 prior period investments with a total value of \$31.3 million outstanding at the end of the evaluation period. These prior period investments provide continued to benefit the AA. Total investments of \$48.4 million represented 5.34 percent of Tier One capital allocated to the AA. In addition, five investments had \$379 thousand in unfunded commitments at the end of the evaluation period. BOKF made investments over \$14 million in LIHTCs and \$3.0 million in mortgage backed securities in the AA. BOKF also invested \$25.6 million in a New Market Tax Credit (NMT) loan pool, which is designed to make loans and capital investments in businesses in underserved areas in the Tulsa MSA. Investments also ensured economic development and financial literacy were offered in the AA. The Tulsa MSA had a reasonable number of investment opportunities based on discussions with bank management and community contacts. Competition in the AA is high, with large regional banks competing for investments in the market. The bank's responsiveness to the CD needs in the AA is excellent as evidenced by the support for affordable housing LIHTC and meeting the need for financial literacy as community contacts identified needs in the AA.

## **Conclusions for Area Receiving Limited-Scope Reviews**

Based on limited-scope reviews, the bank's performance under the Investment Test in the Enid MSA, OK Non-MSA Delaware County, OK Non-MSA Garfield County, OK Non-MSA Kay County, OK Non-MSA Payne County, and OK Non-MSA Washington County is inconsistent with the bank's overall "Outstanding" performance under the Investment Test in Oklahoma. Performance in the limited-scope AAs is weaker than the bank's overall "Outstanding" performance under the Investment Test in Oklahoma due to lower investment levels. All of the investments in the Non-MSA counties were minimum and prior period investments. This performance did not have an impact on the Investment Test rating in the state. Refer to the Table 14 in the state of Oklahoma section of appendix D for the facts and data that support these conclusions.

## **SERVICE TEST**

### **Conclusions for Areas Receiving Full-Scope Reviews**

The bank's performance under the Service Test in state of Oklahoma is rated "High Satisfactory." Based on full-scope reviews, the bank's performance in the Tulsa MSA is excellent. In the Oklahoma Non-MSA McIntosh, Muskogee, Pittsburg Counties, the bank's performance is good, and in the Oklahoma City MSA, the bank's performance is adequate.

## **Retail Banking Services**

Refer to Table 15 in the state of Oklahoma 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. Refer to the Scope of Evaluation section for description of near to branches considered below.

### OK Non-MSA McIntosh, Muskogee, Pittsburg Counties

BOKF's branch distribution in the OK Non-MSA McIntosh, Muskogee, Pittsburg Counties is excellent. Branches are readily accessible to all portions of the AA. The bank has three of five branches in moderate-income CTs in the AA. The percentage of branches in moderate-income CTs exceeds the percentage of population living in these geographies. There are no low-income CTs in the AA.

Branch openings and closings have not adversely affected the accessibility of the bank's delivery systems to LMI geographies or individuals. The bank relocated one grocery store branch from a middle-income CT to a location in an upper-income CT. There were no other openings or closings in the AA during the evaluation period.

BOKF's hours and services offered throughout the AA do not vary in a way that would inconvenience portions of the AA, particularly LMI geographies or individuals. Services offered and hours of operation are comparable among locations regardless of income level of geography.

Management complements its traditional service delivery methods with certain alternative delivery processes, including telephone banking, online banking, mobile banking, and ATMs. Three full-service ATMs are located in moderate-income CTs throughout the AA. The automated telephone banking system is always available, and live customer service agents are available for extended hours Monday through Saturday. These delivery methods provide increased access to banking services throughout all areas of the AA.

### Oklahoma City MSA

BOKF's branch distribution in the Oklahoma City MSA is adequate when considering near to branches. Branches are reasonably accessible to essentially all portions of the AA. The bank has one of 19 branches located in a moderate-income CT. The percentage of branches in moderate-income CTs is well below the percentage of population in moderate-income geographies. No branches are located in low-income CTs. However, performance improved when "near to" branches were considered. The bank had four branches located near to moderate-income geographies and one branch near to a low-income geography. When including these branches, the percentage of branches near to low-income geographies is near to the percentage of the population in these areas, and the percentage of branches near to moderate-income geographies exceeds the percentage of population in these areas.

Branch openings and closings have adversely affected the accessibility of the bank's delivery systems to LMI geographies or individuals. The bank closed 12 grocery store branches throughout the AA and relocated three additional grocery store branches to stand alone branches. Two closed branches were in low-income, two in moderate-income, four in middle-

income, and four in upper-income CTs. One moderate-income and two middle-income branches were relocated. The decision to close the grocery store branches was a strategic decision based on the steady decline in customer traffic in these branches and increased usage of alternative delivery systems.

Branch services and hours did not vary in a way that would inconvenience portions of the AA, particularly LMI individuals. Hours and services are comparable across all branches, regardless of geography income level.

Management complements its traditional service delivery methods with certain alternative delivery processes, including telephone banking, online banking, mobile banking, and ATMs. There are 39 full-service ATMs in the AA with two located in low-income geographies and five located in moderate-income geographies. The automated telephone banking system is always available, and live customer service agents are available for extended hours Monday through Saturday. These delivery methods provide increased access to banking services throughout all areas of the assessment area.

#### Tulsa MSA

Branch distribution in the Tulsa MSA is excellent when considering near to branches. Branches are readily accessible to all portions of the AA. The bank has one of 23 branches located in a low-income CT in the AA. The percentage of branches in low-income geographies is near to the percentage of the population living in these geographies. The bank had seven branches in moderate-income CTs within the AA. The percentage of branches in moderate-income geographies exceeds the percentage of population living in these geographies. The bank also had one branch located near to a low-income CT. When this branch was considered, the combined percentage of branches in and near to low-income CTs exceeds the percentage of the population living in these areas.

Branch openings and closings have adversely affected the accessibility of the bank's delivery systems to LMI geographies or individuals. The bank closed 13 grocery store branches throughout the AA and relocated three additional grocery store branches to stand alone branches. One of the relocated branches was later closed due to poor performance. One closed branches were in low-income, five in moderate-income, four in middle-income, and three in upper-income CTs. One moderate-income and two middle-income branches were relocated. The decision to close the grocery store branches was a strategic decision based on the steady decline in customer traffic in these branches and increased usage of alternative delivery systems.

Branch services and hours did not vary in a way that would inconvenience portions of the AA, particularly LMI individuals. Hours and services are comparable across all branches, regardless of geography income level.

Management complements its traditional service delivery methods with certain alternative delivery processes, including telephone banking, online banking, mobile banking, and ATMs. There are 58 full-service ATMs in the AA with four located in low-income geographies and 20 located in moderate-income geographies. The automated telephone banking system is always available, and live customer service agents are available for extended hours Monday through

Saturday. These delivery methods provide increased access to banking services throughout all areas of the assessment area.

## **Community Development Services**

BOKF's performance in providing CD services is adequate. BOKF employees provided 5,414 service hours in full-scope areas which represented an adequate level of CD activity and responsiveness to community needs. BOKF employees served community based organizations in leadership capacities such as board and committee members and treasurer. BOKF employees participated in a variety of community organizations providing for economic development, affordable housing, and services to LMI individuals including financial education and literacy.

### OK Non MSA McIntosh, Muskogee, Pittsburg Counties

The bank provided a poor level of CD services in the OK Non-MSA McIntosh, Muskogee, Pittsburg Counties. BOKF representatives provided their time and technical expertise to multiple schools with a majority of students receiving free or reduced lunch for a total of 72 service hours by 10 employees during the evaluation period. The bank's efforts demonstrated limited responsiveness to community needs. BOKF employees instructed LMI students on financial education and literacy.

### Oklahoma City MSA

The bank provided a good level of CD services in the Oklahoma City MSA. BOKF representatives provided their time and technical expertise to 25 different CD organizations for a total of 1,041 CD service hours by 70 employees during the evaluation period. The bank's efforts demonstrated an adequate level of responsiveness to community needs. BOKF employees served organizations providing community services to LMI individuals, affordable housing, and economic development. BOKF employees focused on instructing LMI students in financial education. In addition, BOKF employees also served community development organizations in leadership positions such as board and committee members and treasurer.

Examples of some of the services include:

- During the evaluation period, employees instructed students at predominantly LMI schools through an organization that provides financial education programs.
- During the evaluation period an employee served on the board of a local economic development organization that provides assistance to area small businesses.

### Tulsa MSA

The bank provided an excellent level of CD services in the Tulsa MSA. BOKF representatives provided their time and technical expertise to 72 different CD organizations for a total of 4,301 CD service hours by 141 employees during the evaluation period. The bank's efforts demonstrated relatively high responsiveness to community needs. BOKF employees served organizations providing community services to LMI individuals, affordable housing, and economic development. BOKF employees focused on instructing LMI students in financial education and literacy. In addition, BOKF employees also served community development organizations in leadership positions such as board and committee members. Identified

community needs included financial education and financial products and services to help LMI families build assets.

Examples of some of the services include:

- During the evaluation period, employees instructed students at predominantly LMI schools through an organization that provides financial education programs.
- During the evaluation period an employee served on the board and as President of a local nonprofit providing certified bicycling-for-transportation education, refurbished bicycles, safety gear, and follow-up support to people in poverty and people with physical and mental disabilities.

### **Conclusions for Areas Receiving Limited-Scope Reviews**

Based on limited-scope reviews, the bank's performance under the Service Test in the Enid MSA, OK Non-MSA Garfield County, OK Non-MSA Delaware County, OK Non-MSA Kay County, OK Non-MSA Payne County, and OK Non-MSA Washington County is weaker than the bank's overall performance under the Service Test in the state of Oklahoma. The weaker performance was due to weaker branch distribution. Refer to Table 15 in the state of Oklahoma section of appendix D for the facts and data that support these conclusions.

## State Rating

### State of Texas

<b>CRA Rating for Texas:</b>	<u>High Satisfactory</u>
<b>The Lending Test is rated:</b>	<u>Low Satisfactory</u>
<b>The Investment Test is rated:</b>	<u>Outstanding</u>
<b>The Service Test is rated:</b>	<u>High Satisfactory</u>

The major factors that support this rating include:

- An overall excellent level of lending is evidenced by excellent home mortgage loans and adequate small loans to businesses;
- Overall poor geographic distribution as evidenced by adequate home mortgage loans and excellent small loans to businesses performance;
- An overall adequate borrower income distribution, as evidenced by adequate home mortgage loans and very poor small loans to business performance;
- Overall, CD lending had a significantly positive impact on the bank's lending performance, and exhibited excellent responsiveness and adequate initiatives;
- Overall responsiveness to identified needs of the AA and the overall level of qualified community development investments was excellent.
- Branches are accessible to essentially all portions of the bank's AAs and to individuals of different income levels; and
- The level of community development services are adequate.

### Description of Institution's Operations in Texas

BOKF has three AAs within the state of Texas. BOKF included four counties, Collin, Dallas, Denton, and Tarrant, in the Dallas-Fort Worth-Arlington TX MSA (Dallas MSA). The bank included three counties, Fort Bend, Harris, and Montgomery, in the Houston-The Woodlands-Sugar Land, TX MSA (Houston MSA). The bank included the entire MSA in the Sherman-Denison, TX MSA (Sherman-Denison MSA).

Based on June 30, 2016 FDIC Deposit Market Share data, BOKF had over \$5.3 billion in deposits in the state of Texas, which represented 25.06 percent of the bank's total deposits. The bank made 23.24 percent of its evaluation period HMDA and CRA loans in the state.

BOKF had 35 office locations and 40 deposit-taking ATMs within the state. The bank ranked nineteenth in deposit market share with 0.69 percent. Primary competitors include Wells Fargo, JP Morgan Chase, US Bank, Citi, and Bank of America. There were 541 FDIC-insured depository institutions within the state of Texas.

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

## **Scope of Evaluation in Texas**

The Dallas and Houston MSAs were selected for analysis using full-scope procedures because they have the majority of the state's loans, deposits, and branches. The Sherman-Dennison MSA was chosen for limited-scope review. The bank did not originate or purchase a sufficient volume of multifamily and small farm loans during the evaluation period to perform a meaningful analysis in the Dallas, Houston, and Sherman-Dennison MSAs. Ratings are primarily based on results of the full-scope area. Please see appendix A for more information.

## **CONCLUSIONS WITH RESPECT TO PERFORMANCE TESTS IN TEXAS**

### **LENDING TEST**

#### **Conclusions for Areas Receiving Full-Scope Reviews**

The bank's performance under the Lending Test in Texas is rated "Low Satisfactory." Based on full-scope reviews, the bank's performance in the Dallas MSA is good and excellent in the Houston MSA. In performing our analysis, we placed greater weight on the bank's home mortgage loan performance, as it represented the majority of BOKF's reportable lending activity. The level of community development lending had a significantly positive impact on lending performance when considering the impact of responsiveness and initiatives.

#### **Lending Activity**

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

The bank's overall lending activity is excellent, considering the strong competition for all types of loans in the Dallas MSA and the Houston MSA.

#### **Dallas MSA**

BOKF's lending activity in the Dallas MSA is excellent, when considering the bank's business strategy and loan competition. Home mortgage lending activity is excellent and small business lending activity is adequate.

Based upon FDIC Deposit Market Share data as of June 30, 2016, BOKF achieved a 1.53 percent market share of deposits, ranking ninth among 141 financial institutions in the AA, and ranking them in the top 6.40 percent of total depository banks. Based upon 2015 Peer Mortgage Data, BOKF achieved 1.09 percent market share of home purchase loans, ranking 19th among 731 reporting lenders and is equivalent to being in the top 2.60 percent of lenders. In addition, the top five home purchase lenders had 25.55 percent of the total market share. The bank achieved a 0.63 percent market share of home improvement loans, ranking 33rd among 238 reporting lenders and is equivalent to being in the top 13.87 percent of lenders. The bank also achieved a 1.04 percent market share of home refinance loans, ranking 20th

among 609 reporting lenders and is equivalent to being in the top 3.28 percent of lenders. The top five lenders collectively had 30.29 percent of the total market share of home refinance loans.

Given the competition from the other reporting lenders in the AA, lending activity for home purchase and refinance loans is excellent. Slightly less favorable comparisons resulted in a good conclusion for the home improvement loan activity.

BOKF achieved a 0.23 percent market share of small loans to businesses, ranking 31st among 207 reporting lenders, or the top 14.98 percent of lenders. The top five lenders for small business lending collectively had 63.20 percent of the market share. Small business lending activity is adequate.

#### Houston MSA

BOKF's lending activity in the Houston MSA is excellent, when considering the bank's business strategy and loan competition. Home mortgage lending activity is excellent, and small business lending activity is adequate.

Based upon FDIC Deposit Market Share data as of June 30, 2016 BOKF achieved a 0.71 percent market share of deposits, ranking 17th among 99 financial institutions in the AA, and ranking them in the bottom 12.28 percent of total depository banks. Based upon 2015 Peer Mortgage Data, BOKF achieved 0.84 percent market share of home purchase loans, ranking 33rd among 379 reporting lenders and is equivalent to being in the top 8.71 percent of lenders. In addition, the top five home purchase lenders had 23.29 percent of the total market share. The bank achieved a 0.71 percent market share of home improvement loans, ranking 33rd among 236 reporting lenders and is equivalent to being in the top 13.98 percent of lenders. The bank also achieved a 0.55 percent market share of home refinance loans, ranking 35th among 614 reporting lenders and is equivalent to being in the top 5.70 percent of lenders. The top five lenders collectively had 63.84 percent of the total market share of home refinance loans.

Given the competition from the other reporting lenders in the AA, and favorable comparisons to deposit market share, the overall home mortgage lending activity is excellent.

BOKF achieved a 0.08 percent market share of small loans to businesses, ranking 46th among 182 reporting lenders, or the top 25.27 percent of lenders. The top five lenders for small business lending collectively had 67.66 percent of the market share. The small business lending activity is adequate.

#### **Distribution of Loans by Income Level of the Geography**

The overall geographic distribution of the bank's lending is poor. Adequate performance was evidenced in overall home mortgage loans. Good performance was evidenced in small loans to businesses. However, with the greater emphasis placed on home mortgage loans, small loans to businesses performance did not have an impact on the overall geographic distribution conclusion.

## ***Home Mortgage Loans***

The overall geographic distribution of home mortgage loans is adequate.

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

### Dallas MSA

The overall geographic distribution of home mortgage loans is poor. In evaluating the geographic distribution of home loans in the AA, it is important to note that, according to the 2010 U.S. Census data, 5.00 percent of the AA's owner-occupied housing units are in the low-income CTs. The moderate-income geographies hold 19.73 percent of the owner-occupied units. Rental and vacant units account for a total of 74.42 percent of the total housing units in low-income geographies and 56.55 percent in moderate-income geographies. Based on these statistics, the bank had limited opportunities for home mortgage lending in the low-income CTs. As such, greater emphasis was placed on the bank's performance in the moderate-income geographies when determining the overall geographic distribution conclusion for home mortgage loans. Moreover, the 142 low-income CTs represent 12.09 percent of the total 1,175 geographies while the 306 moderate-income CTs represent 26.04 percent.

The overall geographic distribution of home purchase loans is poor. The bank's geographic distribution of home purchase loans during the 2013 through 2016 lending period was adequate. The percentage of loans made in the low-income geographies was significantly below the percentage of owner-occupied units in those CTs. This exhibited very poor performance. However, the bank's market share in the low-income CTs was adequate and below its overall market share for home purchase loans. The percentage of loans made in the moderate-income geographies was well below the percentage of owner-occupied units in those CTs. This exhibited poor performance. The bank's market share in the moderate-income CTs was good and near to its overall market share for home purchase loans.

The overall geographic distribution of home improvement loans is adequate. The bank's geographic distribution of home improvement loans during the 2013 through 2016 lending period was adequate. The percentage of loans made in both the low- and moderate-income geographies was below the percentage of owner-occupied units in their respective CTs. This exhibited adequate performance. The bank's market share in the low-income CTs was very poor and significantly below its overall market share for home improvement loans. BOKF's market share in the moderate-income CTs was excellent and exceeded its overall market share for home improvement loans.

The overall geographic distribution of home refinance loans is poor. The bank's geographic distribution of home refinance loans during the 2013 through 2016 lending period was poor. The percentage of loans made in both the low- and moderate-income geographies was significantly below the percentage of owner-occupied units in their respective CTs. This exhibited very poor performance. BOKF's market share in the low-income CTs was excellent and exceeded its overall market share for home refinance loans. The bank's market share in the moderate-income CTs was adequate and below its overall market share for home refinance loans.

### Houston MSA

The overall geographic distribution of home mortgage loans is poor. In evaluating the geographic distribution of home loans in the AA, it is important to note that, according to the 2010 U.S. Census data, 4.39 percent of the AA's owner-occupied housing units are in the low-income CTs. The moderate-income geographies hold 21.65 percent of the owner-occupied units. Rental and vacant units account for a total of 79.12 percent of the total housing units in low-income geographies and 55.40 percent in moderate-income geographies. Based on these statistics, the bank had limited opportunities for home mortgage lending in the low-income CTs. As such, greater emphasis was placed on the bank's performance in the moderate-income geographies when determining the overall geographic distribution conclusion for home mortgage loans. Moreover, the 122 low-income CTs represent 13.25 percent of the total 921 geographies while the 268 moderate-income CTs represent 29.10 percent.

The overall geographic distribution of home purchase loans is adequate. The bank's geographic distribution of home purchase loans during the 2013 through 2016 lending period was adequate. The percentage of loans made in the low-income geographies was well below the percentage of owner-occupied units in those CTs. This exhibited poor performance. However, the bank's market share in the low-income CTs was excellent and exceeded its overall market share for home purchase loans. The percentage of loans made in the moderate-income geographies was well below the percentage of owner-occupied units in those CTs. This exhibited poor performance. The bank's market share in the moderate-income CTs was excellent and exceeded its overall market share for home purchase loans.

The overall geographic distribution of home improvement loans is poor. The bank's geographic distribution of home improvement loans during the 2013 through 2016 lending period was poor. The percentage of loans made in both the low- and moderate-income geographies was significantly below the percentage of owner-occupied units in their respective CTs. This exhibited very poor performance. The bank's market share in the low-income CTs was very poor and significantly below its overall market share for home improvement loans. BOKF's market share in the moderate-income CTs was good and near to its overall market share for home improvement loans.

The overall geographic distribution of home refinance loans is poor. The bank's geographic distribution of home refinance loans during the 2013 through 2016 lending period was poor. The percentage of loans made in both the low- and moderate-income geographies was significantly below the percentage of owner-occupied units in their respective CTs. This exhibited very poor performance. BOKF's market share in the low-income CTs was excellent and exceeded its overall market share for home refinance loans. The bank's market share in the moderate-income CTs was adequate and below its overall market share for home refinance loans.

### ***Small Loans to Businesses***

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

Refer to Table 6 in the state of Texas section of appendix D for the facts and data used to evaluate the geographic distribution of the bank's originations and purchases of small loans to businesses.

#### Dallas MSA

The overall geographic distribution of small loans to businesses is excellent. The bank's geographic distribution of small loans to businesses during the 2013 through 2016 lending period was excellent. The percentage of loans made in both the low- and moderate-income CTs exceeded the percentage of businesses in their respective geographies. This represented excellent performance. The bank's market share in both the low- and moderate-income CTs was excellent and exceeded its overall market share for small loans to businesses.

#### Houston MSA

The overall geographic distribution of small loans to businesses is adequate. The bank's geographic distribution of small loans to businesses during the 2013 through 2016 lending period was good. The percentage of loans made in low-income CTs was somewhat near to the percentage of businesses in those geographies. This represented good performance. The bank's market share in the low-income CTs was excellent and exceeded its overall market share for small loans to businesses. The percentage of loans made in the moderate-income CTs was below the percentage of businesses in those geographies. This represented adequate performance. BOKF's market share in the moderate-income CTs was poor and well below its overall market share for small loans to businesses.

#### ***Lending Gap Analysis***

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

#### **Distribution of Loans by Income Level of the Borrower**

The overall borrower income distribution of the bank's lending is adequate. Adequate performance was evidenced in overall home mortgage lending. Very poor performance was evidenced in small loans to businesses. As discussed previously, more emphasis was placed on home mortgage loans.

#### ***Home Mortgage Loans***

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

The overall borrower distribution of home mortgage loans is adequate. In performing our analysis, we considered the level of families below the poverty level as well as the general affordability of housing to LMI borrowers. As discussed in the market profile for the Houston MSA in appendix C, although homeownership may be within reach for moderate-income families based on the median home price and MFI, it is not for low-income families. As with other major metropolitan areas in Texas, housing costs are steadily increasing.

Dallas MSA

The overall borrower distribution of home purchase loans is adequate. The bank's borrower distribution of home purchase loans during 2013 through 2016 was adequate. The percentage of loans to low-income borrowers was well below the percentage of low-income families. This reflected poor performance. BOKF's market share of loans to low-income borrowers was excellent and exceeded its overall market share of home purchase loans. The percentage of loans to moderate-income borrowers was below the percentage of moderate-income families. This reflected adequate performance. The bank's market share of loans to moderate-income borrowers was adequate and below its overall market share of home purchase loans.

The overall borrower distribution of home improvement loans is good. The bank's borrower distribution of home improvement loans during 2013 through 2016 was good. The percentage of loans to low-income borrowers was well below the percentage of low-income families. This reflected poor performance. The percentage of loans to moderate-income borrowers was below the percentage of moderate-income families. This reflected adequate performance. BOKF's market share of loans to both low- and moderate-income borrowers was excellent and in each instance exceeded its overall market share of home improvement loans.

The overall borrower distribution of home refinance loans is adequate. The bank's borrower distribution of home refinance loans during 2013 through 2016 was adequate. The percentage of loans to low-income borrowers was well below the percentage of low-income families. This reflected poor performance. BOKF's market share of loans to low-income borrowers was poor and well below its overall market share of home refinance loans. The percentage of loans to moderate-income borrowers was below the percentage of moderate-income families. This reflected adequate performance. The bank's market share of loans to moderate-income borrowers was good and substantially met its overall market share of home refinance loans.

Houston MSA

The overall borrower distribution of home purchase loans is excellent. The bank's borrower distribution of home purchase loans during 2013 through 2016 was excellent. The percentage of loans to low-income borrowers was well below the percentage of low-income families. This reflected poor performance. The percentage of loans to moderate-income borrowers exceeded the percentage of moderate-income families. This reflected excellent performance. BOKF's market share of loans to both low- and moderate-income borrowers was excellent and in each instance exceeded its overall market share of home purchase loans.

The overall borrower distribution of home improvement loans is good. The bank's borrower distribution of home improvement loans during 2013 through 2016 was good. The percentage of loans to low-income borrowers was well below the percentage of low-income families. This reflected poor performance. The percentage of loans to moderate-income borrowers was below the percentage of moderate-income families. This reflected adequate performance. BOKF's market share of loans to both low- and moderate-income borrowers was excellent and in each instance exceeded its overall market share of home improvement loans.

The overall borrower distribution of home refinance loans is adequate. The bank's borrower distribution of home refinance loans during 2013 through 2016 was adequate. The percentage of loans to low-income borrowers was well below the percentage of low-income families. This

reflected poor performance. The percentage of loans to moderate-income borrowers was well below the percentage of moderate-income families. This reflected poor performance. BOKF's market share of loans to both low- and moderate-income borrowers was excellent and in each instance exceeded its overall market share of home refinance loans.

### ***Small Loans to Businesses***

The overall borrower distribution of small loans to businesses is very poor.

Refer to Table 11 in the state of Texas section of appendix D for the facts and data used to evaluate the borrower distribution of the bank's originations and purchases of small loans to businesses.

#### Dallas MSA

The overall borrower distribution of small loans to businesses is very poor. The bank's borrower distribution of small loans to businesses in 2013 through 2016 was very poor. The percentage of small loans to small businesses was significantly below the percentage of small businesses. This reflected very poor performance. The bank's market share of loans to small businesses was poor and well below its overall market share of loans to small businesses.

#### Houston MSA

The overall borrower distribution of small loans to businesses is poor. The bank's borrower distribution of small loans to businesses in 2013 through 2016 was poor. The percentage of small loans to small businesses was significantly below the percentage of small businesses. This reflected very poor performance. The bank's market share of loans to small businesses was adequate and below its overall market share of loans to small businesses.

### **Community Development Lending**

Refer to Table 1 Lending Volume in the state of Texas section of appendix D for the facts and data used to evaluate the bank's level of community development lending. This table includes all community development loans, including multifamily loans that also qualify as community development loans. In addition, Table 5 includes borrower lending data on all multifamily loans in the Dallas MSA, including those that also qualify as community development loans. However, Table 5 does not separately list community development loans.

CD lending had a significantly positive impact on the lending performance in all three of the Texas full-scope AAs. In the State of Texas, the bank originated 113 CD loans totaling \$558.1 million. The bank's CD loans primarily help to revitalize and stabilize LMI areas. Lending to provide affordable housing, community services, and economic development were also significant. CD lending has positively impacted communities through job creation and providing affordable housing. In the state of Texas, over 1,700 affordable housing units and 12,553 LMI jobs were created.

#### Dallas MSA

The bank provided a significantly high level of CD lending in the AA. The volume of CD lending was excellent, and had a significantly positive impact on the lending performance in the Dallas MSA. During the evaluation period, the bank originated 84 CD loans totaling \$392.3 million.

Examples of the CD loans originated during this evaluation period include:

- The bank originated 25 revitalization and stabilization loans totaling \$194.7 million. The majority of the loans were to companies where majority of the employees earn less than 80.00 percent of the MFI of the area.
- The bank originated 10 community service loans totaling \$11.8 million to community development corporations and schools for mission housing and school districts where 94.00 percent of students are receiving free or reduced lunch.

### Houston MSA

The bank provided a significantly high level of CD lending in the AA. The volume of CD lending was excellent, and had a significantly positive impact on the lending performance in the Houston MSA. During the evaluation period, the bank originated 29 CD loans totaling \$165.9 million.

Examples of the CD loans originated during this evaluation period include:

- The bank originated seven economic development loans totaling \$69.3 million to companies where majority of the employees make less than 80.00 percent of the MFI of the area.
- The bank originated four community service loans totaling \$25.8 million for bond financing and a loan to a charter school where 90.00 percent of students receive free or reduced lunch.

### **Product Innovation and Flexibility**

Innovative and flexible loan programs had a neutral impact on the bank's lending performance in the Dallas and Houston MSAs. The bank offers flexible lending programs and products that are geared to making home ownership affordable. The products and programs are: Section 184 Indian Home Loan Guarantee Program, Home Affordable Modification Program, and Home Affordable Refinance Program. The Section 184 Indian Home Loan Guarantee Program is a home mortgage product designed to facilitate homeownership and increase capital in Native American Communities. The Home Affordable Modification Program and Home Affordable Refinance Program assist borrowers in changing the terms of their mortgage when a refinance is not an option.

### **Conclusions for Areas Receiving Limited-Scope Reviews**

Based on the limited-scope review, BOKF's performance under the Lending Test in the Sherman-Denison MSA is consistent with the bank's overall "High Satisfactory" performance under the Lending Test in Texas. Performance in the limited-scope area did not have an impact on the Lending Test rating in the state. Refer to the Tables 1 through 12 in the state of Texas section of appendix D for the facts and data that support these conclusions.

## INVESTMENT TEST

### Conclusions for Areas Receiving Full-Scope Reviews

The bank's performance under the Investment Test in Texas is rated "Outstanding." Based on full-scope reviews, the bank's performance in the Dallas and Houston MSAs is excellent.

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

#### Dallas MSA

During the evaluation period, the Dallas MSA was comprised of the Dallas MD and the Fort Worth MD with investments comprised of 86 investments totaling \$12.3 million. In addition, there were 66 prior period investments with a total value of \$19.6 million outstanding at the end of the evaluation period. These prior period investments provide continued benefit to the AA. Total investments of \$31.9 million represented approximately 7.18 percent of Tier One capital allocated to the AA. In addition, nine investments had \$8.5 million in unfunded commitments at the end of the evaluation period. The majority of investments were in LIHTCs to help support in the development of 238 LIHTC units. Investments in mortgage backed securities of \$3.9 million were also made in the AA. Investment in these securities help create capacity for additional affordable housing lending. The Dallas MSA had a reasonable number of investment opportunities based on identified needs and opportunities in the AA. Competition in the Dallas MSA is very high with large national banks competing for qualified investments in this market. The bank's responsiveness to the CD needs in the AA is excellent based on the volume of affordable housing investments and the ability to assist with the significant need for flexible mortgage programs for LMI families, as community contacts identified needs in the AA.

#### Houston MSA

During the evaluation period, BOKF made 47 investments totaling \$8.3 million. In addition, there were 53 prior period investments with a total value of \$4.8 million outstanding at the end of the evaluation period. These investments provide continued benefit to the AA. Total investments of \$13.1 million represented 6.86 percent of Tier One capital allocated to the AA. Additionally, three investments had \$1.1 million in unfunded commitments at the end of the evaluation period. The majority of investments in this AA were in LIHTC and mortgaged-backed securities. The investments assist with home mortgage products with flexible underwriting criteria. They also assist with the need for financial support of local down-payment assistance programs, which are community contact identified needs in the AA. The Houston MSA had a reasonable number of investment opportunities based on discussions with bank management and community contacts. Competition for investments in the Houston MSA is high, with large national banks competing for qualified investments in this market. The bank's responsiveness to the CD needs in the AA is excellent based on the volume and type of investments, which are identified needs in the area.

### Conclusions for Area Receiving Limited-Scope Reviews

Based on limited-scope reviews, the bank's performance under the Investment Test in the Sherman-Dennison MSA is consistent the bank's overall "Outstanding" performance under the Investment Test in Texas. In the Sherman-Dennison MSA the bank's performance is equal to

the bank's overall performance in the state. Refer to the Table 14 in the state of Texas section of appendix D for the facts and data that support these conclusions.

## **SERVICE TEST**

### **Conclusions for Areas Receiving Full-Scope Reviews**

The bank's performance under the Service Test in the state of Texas is rated "High Satisfactory." Based on full-scope reviews, the bank's performance in the Dallas MSA is good, and performance in the Houston MSA is adequate.

### **Retail Banking Services**

Refer to Table 15 in the state of Texas section of appendix D for the facts and data used to evaluate the distribution of the bank's branch delivery system and branch openings and closings. Refer to the Scope of Evaluation section of this PE for a description of near to branches considered below.

Branch distribution in the Dallas MSA is excellent. Branches are readily accessible to all portions of the AA.

#### Dallas MSA

Branch distribution in the Dallas MSA is excellent. Branches are readily accessible to all portions of the AA. The bank has four of 21 branches in low-income CTs. The percentage of BOKF's branches in low-income geographies exceeds the percentage of population living in these geographies. The bank also has four branches in moderate-income CTs. The percentage of branches in moderate-income CTs is near to the percentage of population living in these geographies.

Branch openings and closings have not adversely affected the accessibility of the bank's delivery systems to LMI geographies and individuals. The bank closed five grocery store branches due to their strategic move away from these types of branches. They also closed one branch due to the landlord not renewing the lease and one other branch due to poor financial performance. Two branches were relocated within the same CTs in the AA. One branch was in a middle-income CT and four branches were in an upper-income CT.

Branch services and hours did not vary in a way that would inconvenience portions of the AA, particularly LMI individuals. Hours and services are comparable across all branches, regardless of geography and income level.

Management complements its traditional service delivery methods with certain alternative delivery processes, including telephone banking, online banking, mobile banking, and ATMs. There are 25 full-service ATMs in the AA with five located in low-income geographies and four located in moderate-income geographies. The automated telephone banking system is always available, and live customer service agents are available for extended hours Monday through Saturday. These delivery methods provide increased access to banking services throughout all areas of the assessment area.

Houston MSA

Branch distribution in the Houston MSA is adequate. Branches are reasonably accessible to essentially all portions of the AA.

The bank has one of 13 branches located in a moderate-income CT. The percentage of branches in moderate-income geographies is well below the percentage of population in these geographies. No branches are located in low-income CTs. The bank's performance improved when considering near to branches. The bank has two branches located near to low-income CTs. The percentage of branches near to low-income geographies exceeds the population in these geographies. The bank also has two branches located near to moderate-income geographies that provided services to a large percentage of LMI individuals. The percentage of branches near to moderate-income geographies is near to the percentage of population in these geographies.

Branch openings and closings have adversely affected the accessibility of the bank's delivery systems to LMI geographies or individuals. The bank closed one grocery store branch in an upper-income geography and closed on additional branch in a low-income CT due to poor financial performance. The decision to close the grocery store branches was a strategic decision based on the steady decline in customer traffic in these branches and increased usage of alternative delivery systems. The bank also opened one branch in an upper-income CT.

Branch services and hours did not vary in a way that would inconvenience portions of the AA, particularly LMI individuals. Hours and services are comparable across all branches, regardless of geography income level.

Management complements its traditional service delivery methods with certain alternative delivery processes, including telephone banking, online banking, mobile banking, and 13 full-service ATMs. The automated telephone banking system is always available, and live customer service agents are available for extended hours Monday through Saturday. These delivery methods provide increased access to banking services throughout all areas of the assessment area.

**Community Development Services**

BOKF's performance in providing CD services is good. Overall, BOKF employees provided 2,303 service hours in full-scope areas which represented an adequate level of CD activity and responsiveness to community needs. BOKF employees served community based organizations in a leadership capacity such as board and committee members. BOKF employees participated in a variety of community organizations providing for economic development, affordable housing, and services to LMI individuals including financial education and literacy.

Dallas MSA

The bank provided an adequate level of CD services in the Dallas MSA. BOKF representatives provided their time and technical expertise to 28 different CD organizations for a total of 1,282 CD service hours by 93 employees during the evaluation period. The bank's efforts demonstrated relatively high responsiveness to community needs. BOKF employees served

organizations providing affordable housing and community services to LMI individuals. BOKF employees focused on instructing LMI students in financial education and literacy. In addition, BOKF employees also served community development organizations in leadership positions such as board and committee members. Identified community needs included flexible mortgage programs and financial education for LMI families.

Examples of some of the services include:

- During the evaluation period, employees instructed students at schools with predominantly LMI students through an organization that provides financial education programs.
- During the evaluation period an employee served on the board of a local Community Development Financial Institution.

### Houston MSA

The bank provided an adequate level of CD services in the Houston MSA. BOKF representatives provided their time and technical expertise to 13 different CD organizations for a total of 1,021 CD service hours by 49 employees during the evaluation period. The bank's efforts demonstrated an adequate level of responsiveness to community needs. BOKF employees served organizations providing economic development and community services to LMI individuals. BOKF employees focused on instructing LMI students in financial education and literacy. In addition, BOKF employees also served community development organizations in leadership positions such as Board and committee members or treasurers.

Examples of some of these services include:

- During the evaluation period, employees instructed students at schools with predominantly LMI students through an organization that provides financial education programs.
- During the evaluation period, one employee assisted LMI job seekers with interview skills by conducting mock interviews at a community service oriented organization.

### **Conclusions for Areas Receiving Limited-Scope Reviews**

Based on limited-scope reviews, the bank's performance under the Service Test in the Sherman-Denison MSA is stronger than the bank's overall performance in the state of Texas. The difference in performance is due to branch distribution. Refer to Table 15 in the state of Texas section of appendix D for the facts and data that support these conclusions.

# Appendix A: Scope of Examination

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

<b>Time Period Reviewed</b>	Lending Test (excludes CD Loans): 01/01/13 to 12/31/16 Investment and Service Tests and CD Loans: 10/29/13 to 12/31/16	
<b>Financial Institution</b>	<b>Products Reviewed</b>	
BOKF, N.A. (BOKF) Tulsa, Oklahoma	Home Mortgage Products- Home Purchase, Home Refinance, and Home Improvement and Small business Loans and Community Development Loans	
<b>Affiliate(s)</b>	<b>Affiliate Relationship</b>	<b>Products Reviewed</b>
<b>List of Assessment Areas and Type of Examination</b>		
<b>Assessment Area</b>	<b>Type of Exam</b>	<b>Other Information</b>
Kansas City MMSA # 28140 Phoenix MSA #38060 Fayetteville MSA #22220 Denver MSA #19740  Boulder MSA #14500 Baltimore MD #12580 Albuquerque MSA #10740 Santa Fe MSA #42140 OK Non-MSA McIntosh, Muskogee, Pittsburg Counties #99999 Oklahoma City MSA #36420 Tulsa MSA #46140 Enid MSA #21420^ OK Non-MSA Delaware County #99999 OK Non-MSA Garfield County #99999^^ OK Non-MSA Kay County #99999 OK Non-MSA Payne County #99999 OK Non-MSA Washington County #99999 Dallas MSA #19100 Houston MSA #26420 Sherman-Denison MSA #43300	Full-Scope Full-Scope Full-Scope Full-Scope  Limited-Scope Full-Scope Full-Scope Limited-Scope Full-Scope  Full-Scope Full-Scope Limited-Scope Limited-Scope Limited-Scope Limited-Scope Limited-Scope Full-Scope Full-Scope Limited-Scope	Johnson, Wyandotte Counties, KS; Jackson County, MO Maricopa County Benton, Washington Counties Adams, Arapahoe, Broomfield, Denver, Douglas, Jefferson Counties Entire MSA Howard County Entire MSA Entire MSA McIntosh, Muskogee, Pittsburg Counties  Canadian, Cleveland, Oklahoma Counties Creek, Rogers, Tulsa, Wagoner Counties Garfield County Delaware County Garfield County Kay County Payne County Washington County Collin, Dallas, Denton Tarrant Counties Fort Bend, Harris, Montgomery Counties Entire MSA

^ The evaluation period for the Enid MSA is January 1, 2016 to December 31, 2016 due to Garfield County being re-assigned from the OK Non-MSA Garfield County due to census changes.

^^ The evaluation period for the OK Non-MSA Garfield County is January 1, 2013 to December 31, 2015 due to census changes mentioned above.

## Appendix B: Summary of Multistate Metropolitan Area and State Ratings

RATINGS BOKF, N.A.				
Overall Bank:	Lending Test Rating*	Investment Test Rating	Service Test Rating	Overall Bank/State/Multistate Rating
BOKF	Outstanding	Outstanding	High Satisfactory	Outstanding
Multistate Metropolitan Area or State:				
Kansas City MMSA	High Satisfactory	Outstanding	Low Satisfactory	High Satisfactory
State of Arizona	Low Satisfactory	Outstanding	Low Satisfactory	High Satisfactory
State of Arkansas	Outstanding	Outstanding	Needs To Improve	High Satisfactory
State of Colorado	High Satisfactory	Outstanding	Low Satisfactory	High Satisfactory
State of Maryland	Low Satisfactory	Low Satisfactory	Needs To Improve	Low Satisfactory
State of New Mexico	Outstanding	High Satisfactory	High Satisfactory	Outstanding
State of Oklahoma	Outstanding	Outstanding	High Satisfactory	Outstanding
State of Texas	Low Satisfactory	Outstanding	High Satisfactory	High 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

### Kansas City MO-KS MMSA

Demographic Information for Full-Scope Area: Kansas City MO-KS MMSA						
Demographic Characteristics	#	Low % of #	Moderate % of #	Middle % of #	Upper % of #	NA* % of #
Geographies (Census Tracts/BNAs)	399	16.29	23.81	27.32	28.82	3.76
Population by Geography	1,375,842	11.19	22.83	30.63	35.34	0.02
Owner-Occupied Housing by Geography	358,651	7.28	19.45	32.67	40.60	0.00
Businesses by Geography	93,298	8.62	18.32	27.59	43.27	2.19
Farms by Geography	2,183	4.58	15.90	33.76	45.35	0.41
Family Distribution by Income Level	346,736	21.36	16.94	20.46	41.24	0.00
Distribution of Low- and Moderate-Income Families throughout AA Geographies	132,798	20.73	34.29	29.18	15.81	0.00
Median Family Income	68,846	Median Housing Value		163,478		
FFIEC Adjusted Median Family Income for 2016	74,700	Unemployment Rate (2010 US Census)		3.97%		
Households Below the Poverty Level	12.00%					

(\*) The NA category consists of geographies that have not been assigned an income classification.  
Source: 2010 U.S. Census, and 2016 FFIEC updated MFI.

The bank has designated a portion of the Kansas City MO-KS MMSA as its AA, encompassing Johnson County and Wyandotte County in Kansas and Jackson County in Missouri. The AA meets the requirements of the CRA and does not arbitrarily exclude any LMI geographies.

As detailed in the table above, the total population of the AA was 1,375,842 according to the 2010 U.S. Census. The distribution of families by income level was 21.36 percent low-income, 16.94 percent moderate-income, 20.46 percent middle-income, and 41.24 percent upper-income. The percentage of households in the AA living below the federal poverty income level (\$24,250) was 12.60 percent for 2015, according to the Census Bureau's American Community Survey, the most recent data available. The household poverty rate for the AA was lower than the state of Kansas (13.60 percent) but consistent with the state of Missouri (15.60 percent). The 2016 adjusted median family income of \$74,700 for the AA was greater than the median family income for both the state of Kansas (\$66,389) and the state of Missouri (\$60,809).

#### Deposit Market Share

The bank ranked 26th among 88 depository institutions in the AA. As of June 30, 2016, the bank's deposits in the MSA totaled \$362.3 million, which represents 0.84 percent of the MSA deposit market share. The level of competition in the AA is high, with the top five depository institutions accounting for 53.90 percent of total deposits in the MSA. The largest banking competitors include UMB Bank, Commerce Bank, Bank of America, U.S. Bank, and Capitol Federal Savings Bank.

## Employment and Economic Factors

Economic conditions, as reflected by the rate of unemployment, remained stable during the evaluation period. According to the Bureau of Labor Statistics, unemployment in the AA and the states of Kansas and Missouri improved during the evaluation period. As of December 2016, the unemployment rate for the Kansas City MO-KS MMSA was 3.90 percent, versus the unemployment rate of 3.97 percent from the 2010 Census. The unemployment rate for state of Kansas has been trending downward and is 3.7 percent as of December 2016. The unemployment rate for state of Missouri has been trending downward and is 3.9 percent as of December 2016.

According to Moody's Analytics, Kansas City is outperforming the rest of Missouri and is among the Midwest's best-performing large economies. Employment growth declined only slightly last year, with the pace exceeding the Midwest and U.S. averages by a full and a half of a percentage point, respectively. Both goods producers and service providers are propelling the economy. The job market is tight and wage growth is increasing.

Finance and professional services are growth industries in the MMSA and critical to the local economy. Combined these industries account for one-quarter of workers, compared with less than one-fifth nationally. High-tech industries are playing a bigger role in the local economy this year and next year with job growth in this sector forecast to accelerate ahead of the U.S. pace by the end of 2017. High-tech payrolls struggled as Sprint shed workers, but the other employers are expanding. Healthcare software developer Cerner Corp., the MMSA's largest employer, has completed construction on a new \$300 million office park. Expansion at the technology Innovation Campus is planned over the next 10 years, with total investment of \$4.5 billion. In addition, navigational equipment producer Garmin has broken ground on a new \$200 million facility that will host as many as 2,600 new workers. Major employers within the AA are Cerner Corp., HCA Midwest Health System, Saint Luke's Health System, Ford Motor Co., and The University of Kansas Hospital.

Growth in the Kansas City MMSA economy will ease in 2017. Finance, professional services and high tech will outperform other industries, while gains in auto manufacturing will slow. Faster income growth and improving demand for residential and office space will boost construction. Longer term, population growth that exceeds the Midwest average will help the area outperform the region, but the MMSA will lag the U.S. in population growth.

## Housing

According to the 2010 U.S. Census, 59.70 percent of the total housing units in the AA were owner occupied, and 29.90 percent were rental occupied units. The composition of housing units in low-income CTs is 33.20 percent owner occupied, 45.20 percent renter-occupied and 21.50 percent vacant units. For units in moderate-income CTs, 46.80 percent are owner-occupied, 39.10 percent renter-occupied and 14.00 percent vacant units. LMI CTs have the lowest levels of owner-occupied units and the highest level of rental and vacant units in the MMSA.

According to Moody's Analytics, home price growth in the MMSA is the highest in the state, reflecting the strength in the local economy. The median home price is \$179,200 for 2016; median monthly gross rent is \$845. The cost of housing and its accessibility to LMI families is reflected in the level of homeowners and renters with housing costs that exceed 30.00 percent of their income. Families with monthly housing costs exceeding 30.00 percent of income

totaled 15.00 percent for homeowners and 13.30 percent for renters, respectively. To illustrate the issue of housing affordability, a low-income borrower making \$37,350 (50.00 percent of the 2016 adjusted median family income) could afford a monthly housing payment of \$934. A moderate-income borrower making \$59,760 (80.00 percent of the 2016 adjusted family median income) could afford a monthly housing payment of \$1,494. Assuming a 30-year mortgage with a 5.00 percent interest rate, and not accounting for down payment, homeowners insurance, real estate taxes, or any additional monthly expenses, would result in a monthly mortgage payment of \$962. This illustrates that affordable housing is within reach for some LMI families, however, the continued rise in home prices will limit housing opportunities in the near future. The median home price in the AA has increased steadily over the evaluation period, from \$154,800 in 2013 to \$179,200 in 2016, reflecting a percent change of 15.76 percent according to data from the National Association of Realtors.

### Community Contacts

We obtained information on the credit needs of the AA from community contacts conducted during the evaluation period. The contacts represented organizations focused on affordable housing and providing financial and technical real estate expertise. There was a significant need for loans for housing rehabilitation and repair. The MMSA has an older housing stock, with a median housing age of 75 years, being built in the 1940's. The deteriorating quality of housing stock is a critical issue in LMI areas. As home prices continue to rise, there is also a need for financing for new, affordable housing inventory and funding for down payment assistance programs. Additional opportunities include partnering with CDFIs to facilitate housing needs, particularly for families that don't meet traditional credit standards for home improvement loans or home purchase loans. Lastly, there are needs for homebuyer education and for banking professionals to provide technical expertise to nonprofit Boards and committees.

## Phoenix MSA

Demographic Information for Full-Scope Area: Phoenix MSA						
Demographic Characteristics	#	Low % of #	Moderate % of #	Middle % of #	Upper % of #	NA* % of #
Geographies (Census Tracts/BNAs)	916	9.39	23.91	31.99	33.62	1.09
Population by Geography	3,817,117	8.42	24.46	33.25	33.69	0.18
Owner-Occupied Housing by Geography	916,515	3.61	20.72	35.75	39.90	0.02
Businesses by Geography	313,943	6.51	15.38	29.41	48.12	0.57
Farms by Geography	5,938	5.46	15.54	31.98	46.60	0.42
Family Distribution by Income Level	913,798	20.93	17.44	20.15	41.48	0.00
Distribution of Low- and Moderate-Income Families throughout AA Geographies	350,618	13.75	36.07	32.18	18.00	0.00
Median Family Income	64,408	Median Housing Value		258,903		
FFIEC Adjusted Median Family Income for 2016	62,900	Unemployment Rate (2010 US Census)		3.48%		
Households Below the Poverty Level	17.00%					

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

Source: 2010 U.S. Census, and 2016 FFIEC updated MFI.

The bank has designated the Phoenix-Mesa-Scottsdale, AZ MSA as its AA, encompassing Maricopa County in the state of Arizona. The AA meets the requirements of the CRA and does not arbitrarily exclude any LMI geographies.

As detailed in the table above, the total population of the AA was 3,817,117 according to the 2010 U.S. Census. The distribution of families by income level was 20.93 percent low-income, 17.44 percent moderate-income, 20.15 percent middle-income, and 41.48 percent upper-income. The percentage of households in the AA living below the federal poverty income level (\$24,250) was 17.00 percent for 2015, according to the Census Bureau's American Community Survey, the most recent data available. The household poverty rate for the AA was lower than the state of Arizona (18.20 percent). The 2016 adjusted median family income of \$62,900 for the AA was greater than the median family income for the state of Arizona (\$59,480).

### Deposit Market Share

The bank ranked 11th among 57 depository institutions in the AA. As of June 30, 2016, the bank's deposits in the MSA totaled \$730.8 million, representing 0.85 percent of the MSA deposit market share. The level of competition in the AA is high, with the top five depository institutions accounting for 80.10 percent of total deposits in the AA. The largest banking competitors include JPMorgan Chase, Wells Fargo, Bank of America, Western Alliance, and Compass.

### Employment and Economic Factors

Economic conditions, as reflected by the rate of unemployment, declined during the evaluation period. According to the Bureau of Labor Statistics, the unemployment rate in the AA rose. As of December 2016, the unemployment rate for the Phoenix MSA was 4.10 percent, reflecting

an increase from the 3.40 percent unemployment rate from the 2010 Census. The state of Arizona unemployment rate is slightly higher than the MSA, at 4.70 percent.

According to Moody's Analytics, the private sector in the Phoenix MSA has expanded rapidly, but since then job growth has come down because of slowing in finance, tech and business and professional services. Strength in healthcare and leisure and hospitality is making up for the slowdown in other sectors. House prices are rising quickly, but new construction has not kept pace with demand, thus single-family and rental vacancy rates are falling quickly.

The MSA area will be one of the nation's fastest-growing in 2017 thanks to new business investment and corporate relocations. A well-educated workforce, low business and living costs, and business-friendly environment are major draws for workers and companies. The MSA is beginning to attract high paying manufacturing and management professions not normally associated with the metro area. For example, Lucid Motors will hire 2,000 workers when it builds an electric vehicle factory and Swiss cybersecurity firm Kudelski will move its North American headquarters to the MSA. The large scale job additions will support strong population inflows, and healthy income gains will propel consumer industries, housing and healthcare.

The MSA's abundant labor supply will also provide an economic advantage. The unemployment rate is 4.10 percent. However, this is still well above its low in prior business cycles, suggesting that the economy is not yet at full employment. Remaining labor market slack and a rapidly expanding labor force will provide a healthy supply of workers even as labor markets become unduly tight elsewhere. The MSA will also benefit from a healthy financial services industry. The metro area relies more on credit intermediation for jobs than any of the nation's 50 largest metro areas. Since 2011, the MSA's financial industry has expanded at more than twice the rate of the nation and region. The industry will remain on solid footing as the strong U.S. economy boosts credit. Major employers within the AA are Banner Health System, Wal-Mart Stores Inc., Fry's Food Stores, Wells Fargo, and Arizona State University.

### Housing

According to the 2010 U.S. Census, 59.70 percent of the total housing units in the AA were owner occupied, and 29.90 percent were rental occupied units. The composition of housing units in low-income CTs is 33.20 percent owner occupied, 45.20 percent renter-occupied and 21.50 percent vacant units. For units in moderate-income CTs, 46.80 percent are owner-occupied, 39.10 percent renter-occupied and 14.00 percent vacant units. LMI CTs have the lowest levels of owner-occupied units and the highest level of rental and vacant units in the MSA.

According to Moody's Analytics, housing in the MSA is one of the few parts of the economy that has not recovered from the Great Recession but is poised for a much stronger bounce back. Although foreclosures are less prevalent than prior to the recession, nearly one in 15 homes in the MSA were in foreclosure during the height of the downturn, more than three times the rate nationally. As a result, builders have been slow to re-enter the market. However, in 2017, both single-family and multifamily building will need to pick up due to a lack of housing inventory. Permit issuance is trailing household formation by a wide margin and homeowner and rental vacancies are falling. The resulting upturn in building will lift housing-related career industries.

The median home price is \$235,600 for 2016; median monthly gross rent is \$963. The cost of housing and its accessibility to LMI families is reflected in the level of homeowners and renters with housing costs that exceed 30.00 percent of their income. Families with monthly housing costs exceeding 30.00 percent of income totaled 19.30 percent for homeowners and 14.00 percent for renters, respectively. To illustrate the issue of housing affordability, a low-income borrower making \$31,450 (50.00 percent of the 2016 adjusted median family income) could afford a monthly housing payment of \$786. A moderate-income borrower making \$50,320 (80.00 percent of the 2016 adjusted family median income) could afford a monthly housing payment of \$1,258. Based on the median home price, assuming a 30-year mortgage with a 5.00 percent interest rate, and not accounting for down payment, homeowners insurance, real estate taxes, or any additional monthly expenses, would result in a monthly mortgage payment of \$1,610. This illustrates that low and moderate-income borrowers would be challenged to afford for a mortgage loan in the AA with that level of estimated payment. The median home price in the AA has increased steadily over the evaluation period, from \$183,600 in 2013 to \$235,600 in 2016, reflecting a percent change of 28.32 percent according to data from the National Association of Realtors.

### Community Contacts

We obtained information on the credit needs of the AA from community contacts conducted during the evaluation period. The contacts represented organizations focused on economic development. There was a significant need for small dollar loans to small businesses, for working capital and business growth. Also small business loans for improvements to rental spaces or to purchase small commercial properties for business operations or expansion. Greater access to bank branches in LMI communities was also indicated as a need in the MSA. In addition, specific to the city of Phoenix, there is a need for financing to provide, or preserve, affordable housing units and small business development along the light-rail development corridor.

## Fayetteville MSA

Demographic Information for Full-Scope Area: Fayetteville MSA						
Demographic Characteristics	#	Low % of #	Moderate % of #	Middle % of #	Upper % of #	NA* % of #
Geographies (Census Tracts/BNAs)	81	3.70	13.58	54.32	28.40	0.00
Population by Geography	424,404	4.01	14.22	54.38	27.40	0.00
Owner-Occupied Housing by Geography	97,855	1.71	8.69	57.21	32.40	0.00
Businesses by Geography	22,934	3.71	18.54	48.85	28.90	0.00
Farms by Geography	845	2.37	6.98	62.01	28.64	0.00
Family Distribution by Income Level	106,226	19.56	17.99	20.51	41.94	0.00
Distribution of Low- and Moderate-Income Families throughout AA Geographies	39,887	5.62	17.72	57.57	19.09	0.00
Median Family Income		54,186	Median Housing Value			159,689
FFIEC Adjusted Median Family Income for 2016		61,600	Unemployment Rate (2010 US Census)			2.84%
Households Below the Poverty Level		14.00%				

(\*) The NA category consists of geographies that have not been assigned an income classification.  
Source: 2010 U.S. Census, and 2016 FFIEC updated MFI.

The bank has designated a portion of the Fayetteville-Springdale-Rogers, AR-MO MSA as its AA, encompassing Benton and Washington counties in Arkansas. The AA meets the requirements of the CRA and does not arbitrarily exclude any LMI geographies.

As detailed in the table above, the total population of the AA was 424,404 according to the 2010 U.S. Census. The distribution of families by income level was 19.56 percent low-income, 17.99 percent moderate-income, 20.51 percent middle-income, and 41.94 percent upper-income. The percentage of households in the AA living below the federal poverty income level (\$24,250) was 16.30 percent for 2015, according to the Census Bureau's American Community Survey, the most recent data available. The household poverty rate for the AA was lower than the state of Arkansas (19.30 percent). The 2016 adjusted median family income of \$61,600 for the AA was greater than the median family income for the state of Arkansas (\$51,782).

### Deposit Market Share

The bank ranked third among 32 depository institutions in the AA. As of June 30, 2016, the bank's deposits in the MSA totaled \$328 million, representing 3.60 percent of the MSA deposit market share. The level of competition in the AA is high, with the remaining top five depository institutions accounting for 61.80 percent of total deposits in the AA. The largest banking institutions include Arvest Bank, First Security Bank, Bank of America, BOKF, and The Farmers & Merchants Bank.

### Employment and Economic Factors

Economic conditions, as reflected by the rate of unemployment, was fairly stable during the evaluation period. According to the Bureau of Labor Statistics, the unemployment rate declined slightly in the MSA. As of December 2016, the unemployment rate for the Fayetteville MSA was 2.70 percent, reflecting a slight decrease from the 2.84 percent unemployment rate from

the 2010 Census. The state of Arkansas unemployment rate is higher than the MSA, at 3.80 percent.

According to Moody's Analytics, economic growth in the MSA slowed in 2016, but the area remains one of the nation's best-performing economies. Annual benchmark employment revisions showed sharp upward adjustments to manufacturing, leisure and hospitality and finance. Despite some weakness in consumer industries, strong wage gains in recent years have pushed tax revenues markedly higher. All told, year-over-year job growth is firmly outpacing all other in-state metro areas. The 2.70 percent jobless rate is hovering near a record low, and the labor market is easily absorbing new entrants. Top employers include Wal-Mart Stores Inc., University of Arkansas and J.B. Hunt Transport Services Inc.

### Housing

According to the 2010 U.S. Census, 56.0 percent of the total housing units in the AA were owner occupied, and 32.40 percent were rental occupied units. The composition of housing units in low-income CTs is 19.20 percent owner occupied, 63.90 percent renter-occupied and 16.80 percent vacant units. For units in moderate-income CTs, 37.8 percent are owner-occupied, 48.90 percent renter-occupied and 13.20 percent vacant units. LMI CTs have the lowest levels of owner-occupied units and the highest level of rental and vacant units in the MSA.

The median home price is \$243,200 for 2016; median monthly gross rent is \$738. The cost of housing and its accessibility to LMI families is reflected in the level of homeowners and renters with housing costs that exceed 30.00 percent of their income. Families with monthly housing costs exceeding 30.00 percent of income totaled 12.40 percent for homeowners and 13.50 percent for renters, respectively. To illustrate the issue of housing affordability, a low-income borrower making \$30,800 (50.00 percent of the 2016 adjusted median family income) could afford a monthly housing payment of \$770. A moderate-income borrower making \$49,280 (80.00 percent of the 2016 adjusted family median income) could afford a monthly housing payment of \$1,232. Assuming a 30-year mortgage with a 5.00 percent interest rate, and not accounting for down payment, homeowners insurance, real estate taxes, or any additional monthly expenses, would result in a monthly mortgage payment of \$1,306. This illustrates that homeownership is just out of reach for moderate-income families and well out of reach for low-income families. Moody's Analytics further notes that the housing market is performing well, with price growth accelerating and new home starts rising more than those in the rest of the nation. The median home price in the AA has been stable over the evaluation period, from \$178,500 in 2013 to \$243,200 in 2016, reflecting a percent change of 36.24 percent according to data from the National Association of Realtors.

### Community Contacts

We obtained information on the credit needs of the AA from community contacts conducted during the evaluation period. The contacts represented organizations focused on affordable housing and community services for LMI families. There was a significant need for development of affordable housing units. Also a need for banking professionals to provide technical expertise to nonprofit Boards and committees.

## Denver MSA

Demographic Information for Full-Scope Area: Denver MSA						
Demographic Characteristics	#	Low % of #	Moderate % of #	Middle % of #	Upper % of #	NA* % of #
Geographies (Census Tracts/BNAs)	605	11.40	22.64	32.56	32.23	1.16
Population by Geography	2,489,661	11.39	23.34	32.64	32.59	0.05
Owner-Occupied Housing by Geography	631,576	6.50	19.37	35.18	38.95	0.00
Businesses by Geography	262,565	8.58	20.36	30.14	40.59	0.33
Farms by Geography	4,843	7.66	18.40	32.48	41.40	0.06
Family Distribution by Income Level	605,228	22.09	17.11	20.18	40.62	0.00
Distribution of Low- and Moderate-Income Families throughout AA Geographies	237,240	19.73	34.43	29.58	16.25	0.00
Median Family Income		75,101	Median Housing Value			265,725
FFIEC Adjusted Median Family Income for 2016		80,100	Unemployment Rate (2010 US Census)			3.73%
Households Below the Poverty Level		11.00%				

(\*) The NA category consists of geographies that have not been assigned an income classification.  
Source: 2010 U.S. Census, and 2016 FFIEC updated MFI.

The bank has designated a portion of the Denver-Aurora-Lakewood MSA as its AA, encompassing Adams, Arapahoe, Broomfield, Denver, Douglas and Jefferson counties in Colorado. The AA meets the requirements of the CRA and does not arbitrarily exclude any LMI geographies.

As detailed in the table above, the population in the AA was 2,489,661 according to the 2010 U.S. Census. Low-income families represent 22.09 percent of families in the AA. Moderate-income families represent 17.11 percent of the AA population. The percentage of households in the AA living below the federal poverty income level (\$24,250) was 11.60 percent for 2015, according to the Census Bureau's American Community Survey, the most recent data available. The household poverty rate for the AA was lower than the state of Colorado (12.70 percent). The 2016 adjusted median family income of \$80,100 for the AA was greater than the median family income for the state of Colorado (\$74,826).

### Deposit Market Share

The bank ranked 11th among 70 depository institutions in the AA. As of June 30, 2016, the bank's deposits in the MSA totaled \$1.40 billion, representing 1.86 percent of the MSA deposit market share. The level of competition in the AA is high, with the remaining top five depository institutions accounting for 69.40 percent of total deposits in the AA. The largest banking competitors include Wells Fargo, US Bank, FirstBank, JPMorgan Chase, and KeyBank.

### Employment and Economic Factors

Economic conditions, as reflected by the rate of unemployment, were strong during the evaluation period. According to the Bureau of Labor Statistics, the unemployment rate declined in the MSA. As of December 2016, the unemployment rate for the Denver MSA was 2.60 percent, reflecting a decrease from the 3.70 percent unemployment rate from the 2010 Census. The state of Colorado unemployment rate is consistent with the MSA, at 2.70 percent.

According to Moody's Analytics, a rapidly growing population is driving strong gains in consumer-facing industries; construction, healthcare and leisure and hospitality are rapidly adding jobs. The labor market is extremely tight though. High job availability has spurred the fastest labor force growth in nearly two decades. As the bulk of job gains have been in low- and mid-wage industries, earnings growth has been sluggish, however. Yet, white-collar services will remain the backbone of the economy, supplying well-paying jobs and drawing new workers to the metro area. Prospects are brighter in professional services, where high-tech positions make up a large share of employment. The MSA is home to a large number of regional offices and corporate headquarters of energy firms too. Rising oil and gas prices will be a boon to beleaguered energy companies, but job gains will be slow to materialize.

The top employment sectors in the Denver-Aurora-Lakewood MSA are professional and business services, government, education and health services, leisure and hospitality, and retail trade. The top employers in the Denver MSA include HealthONE, Exempla Healthcare and Centura Health. Moody's Analytics concludes, that the Denver-Aurora-Lakewood MSA's tight labor market will weigh on job growth, which will slow through the end of the decade. Tech will remain a central growth driver, supporting incomes and fueling strong in-migration. Robust population growth will keep the housing market on a steady footing and support consumer spending. A well-diversified economy and plethora of talent will ensure the MSA will be an above-average performer over the long term.

### Housing

According to the 2010 U.S. Census, 61.20 percent of the total housing units in the AA were owner occupied, and 31.50 percent were rental occupied units. The composition of housing units in low-income CTs is 34.20 percent owner occupied, 54.80 percent renter-occupied and 10.90 percent vacant units. For units in moderate-income CTs, 48.70 percent are owner-occupied, 42.90 percent renter-occupied and 8.30 percent vacant units. LMI CTs have the lowest levels of owner-occupied units and the highest level of rental and vacant units in the MSA.

The Denver MSA is a relatively high-cost housing area, limiting access to affordable home ownership among low and moderate-income borrowers. The median home price in the AA is \$499,100, according to data from the National Association of Realtors. The cost of housing and its accessibility to LMI families is reflected in the level of homeowners and renters with housing costs that exceed 30.00 percent of their income. Families with monthly housing costs exceeding 30.00 percent of income totaled 19.50 percent for homeowners and 15.10 percent for renters, respectively. To illustrate the issue of housing affordability, a low-income borrower making \$40,050 per year (50.00 percent of the 2016 FFIEC adjusted median family income in the AA) could afford a monthly housing payment of \$1,001. A moderate-income borrower making \$64,080 per year (80.00 percent of the 2016 FFIEC adjusted median family income in the AA) could afford a monthly housing payment of \$1,602. Based on the median home price, assuming a 30-year mortgage with a 5.00 percent interest rate, and not accounting for down payment, homeowners insurance, real estate taxes, or any additional monthly expenses, would result in a monthly mortgage payment of \$2,679. This illustrates the lack of home affordability for low- and moderate-income families in the AA. The median home price in the AA has been risen significantly over the evaluation period, from \$330,000 in 2013 to \$499,100 in 2016 according to data from the National Association of Realtors, reflecting a percent change of 51.24 percent according to data from the National Association of Realtors.

### Community Contacts

We obtained information on the credit needs of the AA from community contacts conducted during the evaluation period. The contacts represented organizations focused on affordable housing and community services for LMI families. There was a significant need for more affordable housing, single family homes and multifamily housing. Economic development investments to create jobs with livable wages were another critical need noted by contacts. Lastly, providing financial education assistance was also noted as a need in the AA.

## Baltimore MSA

Demographic Information for Full-Scope Area: Baltimore MSA						
Demographic Characteristics	#	Low % of #	Moderate % of #	Middle % of #	Upper % of #	NA* % of #
Geographies (Census Tracts/BNAs)	55	0.00	0.00	25.45	74.55	0.00
Population by Geography	287,085	0.00	0.00	26.66	73.34	0.00
Owner-Occupied Housing by Geography	76,443	0.00	0.00	21.00	79.00	0.00
Businesses by Geography	23,961	0.00	0.00	22.87	77.13	0.00
Farms by Geography	507	0.00	0.00	14.99	85.01	0.00
Family Distribution by Income Level	75,220	10.16	11.62	16.69	61.52	0.00
Distribution of Low- and Moderate-Income Families throughout AA Geographies	16,386	0.00	0.00	40.87	59.13	0.00
Median Family Income		81,788		Median Housing Value		458,636
FFIEC Adjusted Median Family Income for 2016		86,700		Unemployment Rate (2010 US Census)		2.26%
Households Below the Poverty Level		4.00%				

(\*) The NA category consists of geographies that have not been assigned an income classification.  
Source: 2010 U.S. Census, and 2016 FFIEC updated MFI.

The bank has designated a portion of the Baltimore-Columbia-Towson, MD MSA as its AA, encompassing Howard County in Maryland. The AA meets the requirements of the CRA and does not arbitrarily exclude any LMI geographies.

As detailed in the table above, the population in the AA was 287,085 according to the 2010 U.S. Census. Low-income families represent 10.16 percent of families in the AA. Moderate-income families represent 11.62 percent of the AA population. The percentage of households in the AA living below the federal poverty income level (\$24,250) was 11.00 percent for 2015, according to the Census Bureau's American Community Survey, the most recent data available. The household poverty rate for the AA was higher than the state of Maryland (10 percent). The 2016 adjusted median family income of \$86,700 for the AA was lower than the median family income for the state of Maryland (\$90,089).

### Deposit Market Share

The bank ranked 19th among 19 depository institutions in the AA. As of June 30, 2016, the bank had not reported deposits in the MSA. The level of competition in the AA is high, with the top five depository institutions accounting for 77.70 percent of total deposits in the AA. The largest banking competitors include Bank of America, Manufacturers and Traders Trust Company, PNC, Wells Fargo, and Branch Banking and Trust Company.

### Employment and Economic Factors

Economic conditions, as reflected by the rate of unemployment, were strong during the evaluation period. According to the Bureau of Labor Statistics, the unemployment rate is increasing in the MSA. As of December 2016, the unemployment rate for the MSA was 4.00 percent, reflecting an increase from the 2.26 percent unemployment rate from the 2010 Census. The state of Maryland unemployment rate is consistent with the MSA, at 3.80 percent.

According to Moody's Analytics, the MSA is advancing at a measured pace. The Quarterly Census of Employment and Wages indicates slower growth between mid-2015 and mid-2016. Softer economic expansion is also evident in the Richmond Federal Reserve's Survey of Maryland Business Activity, which shows that firms are struggling to find qualified applicants to fill open positions. Manufacturing is underperforming and the latest Beige Book reports that there is a shortage of workers in skilled trades in the Fed's Fifth District. The top employers in the MSA include Fort George G. Meade, Johns Hopkins University and Aberdeen Proving Ground.

### Housing

According to the 2010 U.S. Census, 71.40 percent of the total housing units in the AA were owner occupied, and 24.10 percent were rental occupied units. There were no low or moderate-income CTs in the bank's AA, Howard County MD.

The median home price in the AA is \$275,000, according to data from the National Association of Realtors. The cost of housing and its accessibility to LMI families is reflected in the level of homeowners and renters with housing costs that exceed 30.00 percent of their income. Families with monthly housing costs exceeding 30.00 percent of income totaled 19.80 percent for homeowners and 10.50 percent for renters, respectively. To illustrate the issue of housing affordability, a low-income borrower making \$43,350 per year (50.00 percent of the 2016 FFIEC adjusted median family income in the AA) could afford a monthly housing payment of \$1,084. A moderate-income borrower making \$69,360 per year (80.00 percent of the 2016 FFIEC adjusted median family income in the AA) could afford a monthly housing payment of \$1,734. Based on the median home price, assuming a 30-year mortgage with a 5.00 percent interest rate, and not accounting for down payment, homeowners insurance, real estate taxes, or any additional monthly expenses, would result in a monthly mortgage payment of \$1,476. This illustrates that homeownership is within reach for moderate income families but not for low income families. The median home price in the AA has been risen significantly over the evaluation period, from \$249,900 in 2013 to \$275,000 in 2016 according to data from the National Association of Realtors, reflecting a percent change of 10.04 percent according to data from the National Association of Realtors.

### Community Contacts

We obtained information on the credit needs of the AA from community contacts conducted during the evaluation period. The contacts represented organizations focused on affordable housing and community services for LMI families. There was a significant need for more affordable loan products, including for home purchase and small dollar loans for consumers. Financial support for CDFIs that serve LMI families and small businesses was also noted as a need in the MSA. Other needs include increased access to capital for small businesses, support for workforce development and job training programs and access to low-cost bank deposit products. In addition, providing financial education to families and small businesses is needed in the AA.

## Albuquerque MSA

Demographic Information for Full-Scope Area: Albuquerque MSA						
Demographic Characteristics	#	Low % of #	Moderate % of #	Middle % of #	Upper % of #	NA* % of #
Geographies (Census Tracts/BNAs)	203	4.93	28.57	35.47	30.54	0.49
Population by Geography	887,077	4.46	31.72	33.64	30.17	0.00
Owner-Occupied Housing by Geography	229,939	2.24	27.69	35.35	34.73	0.00
Businesses by Geography	53,811	6.37	26.61	34.32	32.70	0.00
Farms by Geography	1,129	3.19	25.86	37.47	33.48	0.00
Family Distribution by Income Level	215,464	22.17	17.86	19.18	40.80	0.00
Distribution of Low- and Moderate-Income Families throughout AA Geographies	86,245	6.39	44.69	32.43	16.49	0.00
Median Family Income		59,381	Median Housing Value			193,241
FFIEC Adjusted Median Family Income for 2016		61,600	Unemployment Rate (2010 US Census)			3.25%
Households Below the Poverty Level		14.00%				

(\*) The NA category consists of geographies that have not been assigned an income classification.  
Source: 2010 U.S. Census, and 2016 FFIEC updated MFI.

The bank has designated the entire Albuquerque, NM MSA as its AA, encompassing Bernalillo County, Sandoval County, Torrance County and Valencia County in New Mexico. The AA meets the requirements of the CRA and does not arbitrarily exclude any LMI geographies.

As detailed in the table above, the total population of the AA was 887,077 according to the 2010 U.S. Census. The distribution of families by income level was 22.17 percent low-income, 17.86 percent moderate-income, 19.18 percent middle-income, and 40.80 percent upper-income. The percentage of households in the AA living below the federal poverty income level (\$24,250) was 14.00 percent for 2015, according to the Census Bureau's American Community Survey, the most recent data available. The household poverty rate for the AA was lower than the state of New Mexico (21 percent). The 2016 adjusted median family income of \$61,600 for the AA was greater than the median family income for the state of New Mexico (\$55,049).

### Deposit Market Share

The bank ranked third among 23 depository institutions in the AA. As of June 30, 2016, the bank's deposits in the MSA totaled \$1.38 billion, representing 9.48 percent of the MSA deposit market share. The level of competition in the AA is high, with the remaining top five depository institutions accounting for 75.30 percent of total deposits in the AA. The largest depository institutions include Wells Fargo, Bank of America, BOKF, Bank of the West, and US Bank.

### Employment and Economic Factors

Economic conditions, as reflected by the rate of unemployment, have weakened during the evaluation period. According to the Bureau of Labor Statistics, the unemployment rate increased in the MSA. As of December 2016, the unemployment rate for the Albuquerque MSA was 5.60 percent, reflecting a significant rise from the 3.25 percent unemployment rate

from the 2010 Census. The state of New Mexico unemployment rate is higher than the MSA, at 6.30 percent.

According to Moody's Analytics, Albuquerque has lost some economic ground since mid-2016. In addition to substantial midyear job losses in manufacturing, the retail sector lost more than 2,000 jobs over the past year. The last five months of job declines have pushed up the unemployment rate. Fortunately, average hourly earnings are still trending upward while median incomes have been unaffected by job losses, so the MSA is not yet at risk of recession. Top employers include Kirtland Air Force Base, Sandia National Laboratories and Presbyterian Healthcare Services.

### Housing

According to the 2010 U.S. Census, 62.50 percent of the total housing units in the AA were owner occupied, and 29.00 percent were rental occupied units. The composition of housing units in low-income CTs is 27.40 percent owner-occupied, 58.40 percent renter-occupied and 14.10 percent vacant units. For units in moderate-income CTs, 56.30 percent are owner-occupied, 34.40 percent renter-occupied and 9.20 percent vacant units. LMI CTs have the lowest levels of owner-occupied units and the highest level of rental and vacant units in the MSA.

The median home price is \$189,400 for 2016; median monthly gross rent is \$814. The cost of housing and its accessibility to LMI families is reflected in the level of homeowners and renters with housing costs that exceed 30.00 percent of their income. Families with monthly housing costs exceeding 30.00 percent of income totaled 17.90 percent for homeowners and 13.10 percent for renters, respectively. To illustrate the issue of housing affordability, a low-income borrower making \$30,800 (50.00 percent of the 2016 adjusted median family income) could afford a monthly housing payment of \$770. A moderate-income borrower making \$49,280 (80.00 percent of the 2016 adjusted family median income) could afford a monthly housing payment of \$1,232. Based on the median home price, assuming a 30-year mortgage with a 5.00 percent interest rate, and not accounting for down payment, homeowners insurance, real estate taxes, or any additional monthly expenses, would result in a monthly mortgage payment of \$1,017. This illustrates that homeownership is within reach for moderate-income families but well out of reach for low-income families. The median home price in the AA has increased over the evaluation period, from \$174,300 in 2013 to \$189,400 in 2016, reflecting a percent change of 8.66 percent according to data from the National Association of Realtors.

### Community Contacts

We obtained information on the credit needs of the AA from community contacts conducted during the evaluation period. The contacts represented organizations focused on affordable housing and community services for LMI families. There was a significant need for small dollar loan programs for small businesses to provide an alternative to predatory small business loan products. There is also a need for qualified investments to support community organization operations. Lastly, a need for long-term sources of capital (via loans or investments) to support nonprofit loan programs for small business lending, low-cost small dollar consumer lending and affordable home mortgage lending.

## OK Non-MSA McIntosh, Muskogee, Pittsburg Counties

Demographic Information for Full-Scope Area: OK Non-MSA McIntosh, Muskogee, Pittsburg Counties						
Demographic Characteristics	#	Low % of #	Moderate % of #	Middle % of #	Upper % of #	NA* % of #
Geographies (Census Tracts/BNAs)	35	0.00	37.14	45.71	14.29	2.86
Population by Geography	137,079	0.00	30.33	51.58	16.78	1.31
Owner-Occupied Housing by Geography	37,849	0.00	28.26	53.44	18.26	0.03
Businesses by Geography	6,424	0.00	41.33	40.82	17.79	0.06
Farms by Geography	290	0.00	30.69	51.72	17.59	0.00
Family Distribution by Income Level	35,029	22.71	18.31	19.76	39.22	0.00
Distribution of Low- and Moderate-Income Families throughout AA Geographies	14,369	0.00	37.41	49.88	12.62	0.08
Median Family Income		48,689	Median Housing Value			83,631
FFIEC Adjusted Median Family Income for 2016		51,600	Unemployment Rate (2010 US Census)			2.73%
Households Below the Poverty Level		19.00%				

(\*) The NA category consists of geographies that have not been assigned an income classification.  
Source: 2010 U.S. Census, and 2016 FFIEC updated MFI.

For purposes of this evaluation, we delineated the three contiguous non-MSA counties of McIntosh, Muskogee and Pittsburg as one AA. The AA encompasses all of the geographies within each county. There are no low-income census tracts in the AA. The AA meets the requirements of the CRA and does not arbitrarily exclude any LMI geographies.

As detailed in the table above, the total population of the AA was 137,079 according to the 2010 U.S. Census. The distribution of families by income level was 22.71 percent low-income, 18.31 percent moderate-income, 19.76 percent middle-income, and 39.22 percent upper-income. The percentage of households in the AA living below the federal poverty income level (\$24,250) was 21.10 percent for 2015, according to the Census Bureau's American Community Survey, the most recent data available. The household poverty rate for the AA was higher than the state of Oklahoma (16.70 percent). The 2016 adjusted median family income of \$51,600 for the AA was lower than the median family income for the state of Oklahoma (\$58,029).

### Deposit Market Share

The bank ranked second among 15 depository institutions in the AA. As of June 30, 2016, the bank's deposits in the AA totaled \$380.7 million, representing 16.48 percent of the MSA deposit market share. The level of competition in the AA is moderate, with the remaining top five depository institutions accounting for 48.30 percent of total deposits in the AA. The largest depository institutions include First National Bank & Trust Company of McAlester, BOKF, The Bank, Armstrong Bank and BancFirst.

### Employment and Economic Factors

Economic conditions, as reflected by the rate of unemployment, declined during the evaluation period. According to the Bureau of Labor Statistics, the unemployment rates rose in the AA. As of December 2016, the unemployment rates for the counties in the AA were 9.10 percent for

McIntosh County, 5.60 percent for Muskogee County and 6.10 for Pittsburg County, reflecting higher unemployment rates compared to the state of Oklahoma unemployment rate of 4.60 percent.

### Housing

According to the 2010 U.S. Census, 56.70 percent of the total housing units in the AA were owner occupied, and 23.00 percent were rental occupied units. The composition of housing units in moderate-income CTs, 47.20 percent are owner-occupied, 22.10 percent renter-occupied and 30.50 percent vacant units. The moderate-income CTs have a lower level of owner-occupied units and the highest level of vacant units in the AA.

Median monthly gross rent range from \$566 for McIntosh County to \$670 for Pittsburg County and averages \$626 for 2016. The cost of housing and its accessibility to LMI families is reflected in the level of homeowners and renters with housing costs that exceed 30.00 percent of their income. Families with monthly housing costs exceeding 30.00 percent of income totaled 11.40 percent for homeowners and 9.70 percent for renters, respectively. To illustrate the issue of housing affordability, a low-income borrower making \$25,800 (50.00 percent of the 2016 adjusted median family income) could afford a monthly housing payment of \$645. A moderate-income borrower making \$41,280 (80.00 percent of the 2016 adjusted family median income) could afford a monthly housing payment of \$1,032. Based on the median home price, assuming a 30-year mortgage with a 5.00 percent interest rate, and not accounting for down payment, homeowners insurance, real estate taxes, or any additional monthly expenses, would result in a monthly mortgage payment of \$532. This illustrates that homeownership is within reach for LMI families. However, as discussed in the community contact section below, the primary challenge for LMI families is having funds for a down payment. The median home price in the AA rose somewhat over the evaluation period, from \$110,617 in 2013 to \$115,167 in 2016, reflecting a percent change of 4.11 percent according to data from the National Association of Realtors.

### Community Contacts

We obtained information on the credit needs of the AA from community contacts conducted during the evaluation period. The contacts represented organizations focused on community services for LMI families. There is a significant need for improved rental housing, including housing rehabilitation. There is also a need for down payment assistance programs or rental assistance for non-subsidized housing. Many LMI families have the ability to make monthly housing payments but do not have the ability to save funds for down payments for home purchase or deposits for rental housing. In addition, there is a need for small dollar loans consumer loans (up to \$500) with flexible repayments for home repairs, vehicle repairs and other personal emergencies. Lastly there is a need for financial education and financial products and services to help LMI families build assets.

## Oklahoma City MSA

Demographic Information for Full-Scope Area: Oklahoma City MSA						
Demographic Characteristics	#	Low % of #	Moderate % of #	Middle % of #	Upper % of #	NA* % of #
Geographies (Census Tracts/BNAs)	332	9.64	26.81	36.14	26.20	1.20
Population by Geography	1,089,929	6.36	24.92	38.39	30.21	0.11
Owner-Occupied Housing by Geography	267,226	3.74	19.15	41.66	35.44	0.00
Businesses by Geography	77,840	6.12	20.03	35.68	36.73	1.43
Farms by Geography	1,980	3.03	15.56	40.10	41.06	0.25
Family Distribution by Income Level	265,896	21.22	17.54	20.47	40.76	0.00
Distribution of Low- and Moderate-Income Families throughout AA Geographies	103,076	10.76	36.57	37.71	14.95	0.00
Median Family Income		58,775	Median Housing Value			124,314
FFIEC Adjusted Median Family Income for 2016		63,700	Unemployment Rate (2010 US Census)			3.00%
Households Below the Poverty Level		14.00%				

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

Source: 2010 U.S. Census, and 2016 FFIEC updated MFI.

The bank has designated a portion of the Oklahoma City, OK MSA as its AA, and encompassing Canadian, Cleveland and Oklahoma counties in Oklahoma. The AA meets the requirements of the CRA and does not arbitrarily exclude any LMI geographies.

As detailed in the table above, the total population of the AA was 1,089,929 according to the 2010 U.S. Census. According to Moody's Analytics, population growth in Oklahoma City slowed last year, but at 1.20 percent the increase was triple the statewide gains because Oklahoma City is attracting all of Oklahoma's migrants. The distribution of families by income level was 21.22 percent low-income, 17.54 percent moderate-income, 20.47 percent middle-income, and 40.76 percent upper-income. The percentage of households in the AA living below the federal poverty income level (\$24,250) was 15.30 percent for 2015, according to the Census Bureau's American Community Survey, the most recent data available. The household poverty rate for the AA was lower than the state of Oklahoma (16.70 percent). The 2016 adjusted median family income of \$63,700 for the AA was greater than the median family income for the state of Oklahoma (\$58,029).

### Deposit Market Share

The bank ranked second among 63 depository institutions in the AA. As of June 30, 2016, the bank's deposits in the MSA totaled \$3.67 billion, representing 13.32 percent of the MSA deposit market share. The level of competition in the AA is high, with the remaining top five depository institutions accounting for 41.00 percent of total deposits in the AA. The largest depository institutions include JPMorgan Chase Bank, BOKF, MidFirst Bank, BancFirst, and Bank of America.

### Employment and Economic Factors

Economic conditions, as reflected by the rate of unemployment, declined during the evaluation period. According to the Bureau of Labor Statistics, the unemployment rate rose in the MSA.

As of December 2016, the unemployment rate for the Oklahoma City MSA was 4.00 percent, reflecting an increase from the 3.00 percent unemployment rate from the 2010 Census. The state of Oklahoma unemployment rate is slightly higher than the MSA, at 4.60 percent.

According to Moody's Analytics, Oklahoma City's economy growth has slowed. Unlike in other parts of the state where low energy prices resulted in significant job losses, payroll employment has been flat over the past two years with gains in the public sector offsetting cutbacks in private industries, in Oklahoma City. The mining industry is no longer shedding workers, but construction employment is slipping and the MSA has surrendered half of the net new factory jobs it gained in the first half of the decade.

Energy-related layoffs have run their course, but hiring will ramp up more slowly than in the rest of the state where most of the exploration and drilling occurs. Although there has been a jump in the statewide rig count and in the number of field workers, energy-related services have yet to make significant headway. The energy downturn is also hurting private services, where employment is below its year-ago level for the first time since the upturn began. At just above 4 percent, the unemployment rate is indicative of a tight labor market that is feeding upward wage pressures. Average hourly earnings are up 7.00 percent over the last year, more than twice the increase nationally and the third strongest among southern metro areas with at least 1 million residents. The top three employers are in the public sector—Tinker Air Force Base, University of Oklahoma – Norman and the FAA Mike Monroney Aeronautical Center. But energy companies like OGE Energy Corp., Chesapeake Energy Corp. and Devon Energy Corp. continue to be among the MSA's major employers.

The public sector has been a crucial source of job and income growth in recent quarters, but Oklahoma has declared a revenue failure for the second consecutive year, which means that collections were more than 5.00 percent below estimates. As a result, the state faces an \$878 million budget shortfall in fiscal 2018. The state legislature has already initiated cuts in spending, but more are required to balance the budget.

### Housing

According to the 2010 U.S. Census, 57.60 percent of the total housing units in the AA were owner occupied, and 31.30 percent were rental occupied units. The composition of housing units in low-income CTs is 34.20 percent owner occupied, 46.70 percent renter-occupied and 19.00 percent vacant units. For units in moderate-income CTs, 40.50 percent are owner-occupied, 44.30 percent renter-occupied and 15.00 percent vacant units. LMI CTs have the lowest levels of owner-occupied units and the highest level of rental and vacant units in the MSA.

The median home price is \$152,300 for 2016; median monthly gross rent is \$785. The cost of housing and its accessibility to LMI families is reflected in the level of homeowners and renters with housing costs that exceed 30.00 percent of their income. Families with monthly housing costs exceeding 30.00 percent of income totaled 12.60 percent for homeowners and 14.10 percent for renters, respectively. To illustrate the issue of housing affordability, a low-income borrower making \$31,850 (50.00 percent of the 2016 adjusted median family income) could afford a monthly housing payment of \$796. A moderate-income borrower making \$50,960 (80.00 percent of the 2016 adjusted family median income) could afford a monthly housing payment of \$1,274. Based on the median home price, assuming a 30-year mortgage with a 5.00 percent interest rate, and not accounting for down payment, homeowners insurance, real

estate taxes, or any additional monthly expenses, would result in a monthly mortgage payment of \$818. This illustrates that homeownership is within reach for some LMI families, but as noted by our community contacts, it is often the down payment requirements that pose an obstacle for access to homeownership opportunities. Moody's Analytics further notes that the lack of job creation is weighing on income growth and growth in the housing market has slowed as a result. The median home price in the AA has been stable over the evaluation period, from \$153,100 in 2013 to \$152,300 in 2016 according to data from the National Association of Realtors.

### Community Contacts

We obtained information on the credit needs of the AA from community contacts conducted during the evaluation period. The contacts represented organizations focused on affordable housing and community services for LMI families. There was a significant need for flexible mortgage products, including FHA financing and conventional financing with lower down payment requirements. Other needs include bank products and services to help LMI families build financial assets, like low-cost deposit accounts. Related to homeownership and asset building, there is a need for financial counseling, including for homeownership and general credit counseling.

## Tulsa MSA

Demographic Information for Full-Scope Area: Tulsa MSA						
Demographic Characteristics	#	Low % of #	Moderate % of #	Middle % of #	Upper % of #	NA* % of #
Geographies (Census Tracts/BNAs)	246	8.13	26.83	34.55	30.49	0.00
Population by Geography	833,360	6.84	23.79	35.59	33.78	0.00
Owner-Occupied Housing by Geography	214,156	3.89	19.12	37.67	39.31	0.00
Businesses by Geography	66,879	5.86	23.01	32.05	39.08	0.00
Farms by Geography	1,638	2.87	15.20	45.79	36.14	0.00
Family Distribution by Income Level	213,556	20.24	17.60	20.43	41.72	0.00
Distribution of Low- and Moderate-Income Families throughout AA Geographies	80,826	12.00	34.73	34.83	18.45	0.00
Median Family Income		58,038	Median Housing Value			129,199
FFIEC Adjusted Median Family Income for 2016		61,400	Unemployment Rate (2010 US Census)			3.11%
Households Below the Poverty Level		15.00%				

(\*) The NA category consists of geographies that have not been assigned an income classification.  
Source: 2010 U.S. Census, and 2016 FFIEC updated MFI.

The bank has designated a portion of the Tulsa, OK MSA as its AA, encompassing Creek, Rogers, Tulsa, and Wagoner counties in Oklahoma. The AA meets the requirements of the CRA and does not arbitrarily exclude any LMI geographies.

As detailed in the table above, the total population of the AA was 833,360 according to the 2010 U.S. Census. The distribution of families by income level was 20.24 percent low-income, 17.60 percent moderate-income, 20.43 percent middle-income, and 41.72 percent upper-income. The percentage of households in the AA living below the federal poverty income level (\$24,250) was 14.90 percent for 2015, according to the Census Bureau's American Community Survey, the most recent data available. The household poverty rate for the AA was lower than the state of Oklahoma (16.70 percent). The 2016 adjusted median family income of \$61,400 for the AA was greater than the median family income for the state of Oklahoma (\$58,029).

### Deposit Market Share

The bank ranked first among 52 depository institutions in the AA. As of June 30, 2016, the bank's deposits in the MSA totaled \$7.3 billion, representing 31.53 percent of the MSA deposit market share. The level of competition in the AA is high, with the remaining top five depository institutions accounting for 26.40 percent of total deposits in the AA. Other than BOKF, there is only one other bank with double-digit market share in the MSA. The largest depository institutions include BOKF, Bank of America, Arvest Bank, Prosperity Bank and RCB Bank.

### Employment and Economic Factors

Economic conditions, as reflected by the rate of unemployment, declined during the evaluation period. According to the Bureau of Labor Statistics, the unemployment rate in the AA rose. As of December 2016, the unemployment rate for the Tulsa MSA was 4.80 percent, reflecting an

increase from the 3.10 percent unemployment rate from the 2010 Census. The state of Oklahoma unemployment rate is slightly lower than the MSA, at 4.60 percent.

According to Moody's Analytics, the energy downturn has adversely affected Tulsa, but the economy will recover more quickly than Oklahoma as a whole because of reviving industries such as professional and business services and healthcare. As a result of the prolonged energy downturn, payroll employment has been virtually unchanged over the last two years, and the unemployment rate has risen. Furthermore, a shrinking labor force indicates that some workers are giving up their search for employment. Goods-producing industries are being negatively influenced by energy job losses, and while private service industries are adding workers, they are doing so more slowly than in years past. The aerospace industry will be a source of short-term strength and help keep factory payrolls steady by offsetting losses elsewhere in manufacturing. Although aerospace employment has been stagnant for some time, it should grow in the near term as the MSA's largest private employer, American Airlines, consolidates staff from other areas into Tulsa's larger hub.

Manufacturing employment has declined over the past several quarters, impacted by industries that are heavily dependent on oil, such as fabricated metal and machinery manufacturing. Oil extraction and support industries will recover. Recently a contract worth more than \$300 million in Texas was awarded to Tulsa-based Magellan Midstream. After declining in 2015 and the first part of half of 2016, business and professional employment has rebounded over the last several months. Although low business costs and a young workforce will likely foster a decent overall rate of industry growth, low-wage administrative positions will dominate job creation. This, combined with the loss of high-wage mining jobs, will weigh on income growth. Major employers within the AA are American Airlines, AT&T, and Direct TV.

### Housing

According to the 2010 U.S. Census, 60.00 percent of the total housing units in the AA were owner occupied, and 30.20 percent were rental occupied units. The composition of housing units in low-income CTs is 31.20 percent owner occupied, 51.00 percent renter-occupied and 17.70 percent vacant units. For units in moderate-income CTs, 45.20 percent are owner-occupied, 42.10 percent renter-occupied and 12.60 percent vacant units. LMI CTs have the lowest levels of owner-occupied units and the highest level of rental and vacant units in the MSA.

According to Moody's Analytics, softness in employment and incomes is reflected in residential real estate; the third quarter of 2016 was underwhelming for home sales, which are far from their prerecession peak. Moreover, house prices are appreciating at a significantly slower pace than they are nationally, and residential permits are below their prerecession norms.

The median home price is \$151,400 for 2016; median monthly gross rent is \$759. The cost of housing and its accessibility to LMI families is reflected in the level of homeowners and renters with housing costs that exceed 30.00 percent of their income. Families with monthly housing costs exceeding 30.00 percent of income totaled 13.10 percent for homeowners and 13.10 percent for renters, respectively. To illustrate the issue of housing affordability, a low-income borrower making \$30,700 (50.00 percent of the 2016 adjusted median family income) could afford a monthly housing payment of \$786. A moderate-income borrower making \$49,120 (80.00 percent of the 2016 adjusted family median income) could afford a monthly housing payment of \$1,228. Based on the median home price, a 30-year mortgage with a 5.00 percent

interest rate, and not accounting for down payment, homeowners insurance, real estate taxes, or any additional monthly expenses, would result in a monthly mortgage payment of \$812. This illustrates, as with the Oklahoma City MSA, that homeownership is within reach for moderate-income families, but just out of reach for low-income families. The median home price in the AA has increased steadily over the evaluation period, from \$143,100 in 2013 to \$151,400 in 2016, reflecting a percent change of 5.80 percent according to data from the National Association of Realtors.

### Community Contacts

We obtained information on the credit needs of the AA from community contacts conducted during the evaluation period. The contacts represented organizations focused on economic development. There is a significant need for non-traditional financing structures for small businesses and financial education for small business owners. There is also a need for housing for LMI families, including single-family housing and affordable rental housing. In addition, the contacts noted a need for loans and investments in rural portions of the MSA to reduce food deserts, areas defined by the United States Department of Agriculture as low-income census tracts<sup>2</sup> where either a substantial number or share of residents has low access<sup>3</sup> to a supermarket or large grocery store.

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<sup>2</sup> "Low income" tracts are defined by USDA as those where at least 20.00 percent of the people have income at or below the federal poverty levels for family size, or where median family income for the tract is at or below 80.00 percent of the surrounding area's median family income.

<sup>3</sup> "Low access" tracts are defined by USDA as tracts where at least 500 persons or 33.00 percent of their population live more than a mile from a supermarket or large grocery store (for rural census tracts, the distance is more than 10 miles).

## Dallas MSA

Demographic Information for Full-Scope Area: Dallas MSA						
Demographic Characteristics	#	Low % of #	Moderate % of #	Middle % of #	Upper % of #	NA* % of #
Geographies (Census Tracts/BNAs)	1,175	12.09	26.04	27.83	33.70	0.34
Population by Geography	5,622,128	10.36	25.54	29.29	34.81	0.00
Owner-Occupied Housing by Geography	1,194,159	5.00	19.73	30.93	44.34	0.00
Businesses by Geography	463,631	7.27	18.79	26.99	46.73	0.22
Farms by Geography	8,244	5.31	17.33	31.93	45.38	0.05
Family Distribution by Income Level	1,338,637	22.85	16.75	18.33	42.06	0.00
Distribution of Low- and Moderate-Income Families throughout AA Geographies	530,151	18.35	37.57	28.51	15.57	0.00
Median Family Income		66,466	Median Housing Value			167,805
FFIEC Adjusted Median Family Income for 2016		70,926	Unemployment Rate (2010 US Census)			3.63%
Households Below the Poverty Level		12.00%				

(\*) The NA category consists of geographies that have not been assigned an income classification.  
Source: 2010 U.S. Census, and 2016 FFIEC updated MFI.

The bank has designated a portion of the Dallas-Fort Worth-Arlington, TX MSA as its AA, encompassing the counties of Collin, Dallas and Denton in the Dallas-Plano-Irving, TX Metropolitan Division and Tarrant County in the Fort Worth-Arlington, TX Metropolitan Division. The AA meets the requirements of the CRA and does not arbitrarily exclude any LMI geographies.

As detailed in the table above, the total population of the AA was 5,622,128 according to the 2010 U.S. Census. The distribution of families by income level was 22.85 percent low-income, 16.75 percent moderate-income, 18.33 percent middle-income, and 42.06 percent upper-income. The percentage of households in the AA living below the federal poverty income level (\$24,250) was 14.60 percent for 2015, according to the Census Bureau's American Community Survey, the most recent data available. The household poverty rate for the AA was lower than the state of Texas (17.30 percent). The 2016 adjusted median family income of \$70,926 for the AA was higher than the median family income for the state of Texas (\$62,717).

### Deposit Market Share

The bank ranked ninth among 141 depository institutions in the AA. As of June 30, 2016, the bank's deposits in the MSA totaled \$3.61 billion, representing 1.53 percent of the MSA deposit market share. The level of competition in the AA is high, with the top five depository institutions accounting for 68.3 percent of total deposits in the AA. The largest banking competitors include Bank of America, JPMorgan Chase, Wells Fargo, Texas Capital, and Compass.

### Employment and Economic Factors

Economic conditions, as reflected by the rate of unemployment, declined during the evaluation period. According to the Bureau of Labor Statistics, the unemployment rate in the AA rose. As of December 2016, the unemployment rate for the Dallas MSA was 3.70 percent, reflecting an increase from the 3.63 percent unemployment rate from the 2010 Census. The state of Texas

unemployment rate is higher than the MSA, at 4.80 percent. The U.S. Bureau of Labor Statistics labor force data indicates the leading industries are government, trade, transportation, utilities, health services, financial activities, professional and business services, leisure and hospitality services. Top employers in the AA are American Airlines, Bank of American Corporation, Texas Health Resources, Inc., Dallas ISD, and Baylor Health Care System. With the low level of unemployment, the economic condition is deemed strong.

### Housing

According to the 2010 U.S. Census, owner-occupied units comprised 55.30 percent of total housing units and occupied rental units comprised 35.30 percent. The composition of housing units in low-income CTs is 25.50 percent owner occupied, 58.30 percent renter-occupied and 16.00 percent vacant units. For units in moderate-income CTs, 43.40 percent are owner-occupied, 44.70 percent renter-occupied and 11.80 percent vacant units. LMI CTs have the lowest levels of owner-occupied units and the highest level of rental and vacant units in the MSA.

The median home price is \$230,600 for 2016; median monthly gross rent is \$938. The cost of housing and its accessibility to LMI families is reflected in the level of homeowners and renters with housing costs that exceed 30.00 percent of their income. Families with monthly housing costs exceeding 30.00 percent of income totaled 15.80 percent for homeowners and 16.20 percent for renters, respectively. To illustrate the issue of housing affordability, a low-income borrower making \$35,250 (50.00 percent of the 2016 adjusted median family income) could afford a monthly housing payment of \$881. A moderate-income borrower making \$56,400 (80.00 percent of the 2016 adjusted family median income) could afford a monthly housing payment of \$1,410. Based on the median home price, 30-year mortgage with a 5.00 percent interest rate, and not accounting for down payment, homeowners insurance, real estate taxes, or any additional monthly expenses, would result in a monthly mortgage payment of \$1,238. This illustrates that homeownership is within reach for moderate income families, but unaffordable for low-income families. Economic growth in the MSA is also resulting in rapidly rising housing costs. The median home price in the AA has increased significantly over the evaluation period, from \$175,600 in 2013 to \$230,600 in 2016, reflecting a percent change of 31.32 percent according to data from the National Association of Realtors.

### Community Contacts

We obtained information on the credit needs of the AA from community contacts conducted during the evaluation period. The contacts represented organizations focused on affordable housing, small business lending and community services for LMI families. There was a significant need for flexible mortgage programs for LMI families that may not have the credit scores required of most conventional mortgage programs. There is also a need for more loans to meet the needs of small businesses—microloans and working capital loans. Lending to support neighborhood-oriented retail and office development is also needed to revitalize LMI areas. Lastly, there is also a need for funding to support financial education programs for LMI families.

## Houston MSA

Demographic Information for Full-Scope Area: Houston MSA						
Demographic Characteristics	#	Low % of #	Moderate % of #	Middle % of #	Upper % of #	NA* % of #
Geographies (Census Tracts/BNAs)	921	13.25	29.10	25.08	32.14	0.43
Population by Geography	5,133,580	10.24	26.94	27.68	34.81	0.33
Owner-Occupied Housing by Geography	1,042,677	4.39	21.65	28.99	44.97	0.00
Businesses by Geography	399,082	8.52	19.41	24.38	47.65	0.05
Farms by Geography	6,310	5.15	17.19	29.98	47.65	0.02
Family Distribution by Income Level	1,197,030	24.31	16.65	17.38	41.67	0.00
Distribution of Low- and Moderate-Income Families throughout AA Geographies	490,240	18.39	39.18	26.04	16.38	0.00
Median Family Income		63,898	Median Housing Value			159,136
FFIEC Adjusted Median Family Income for 2016		68,000	Unemployment Rate (2010 US Census)			3.44%
Households Below the Poverty Level		13.00%				

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

Source: 2010 U.S. Census, and 2016 FFIEC updated MFI.

The bank has designated a portion of the Houston-The Woodlands-Sugar Land, TX MSA as its AA, encompassing Fort Bend, Harris, Montgomery counties in Texas. The AA meets the requirements of the CRA and does not arbitrarily exclude any LMI geographies.

As detailed in the table above, the total population of the AA was 5,133,580 according to the 2010 U.S. Census. The distribution of families by income level was 24.31 percent low-income, 16.65 percent moderate-income, 17.38 percent middle-income, and 41.67 percent upper-income. The percentage of households in the AA living below the federal poverty income level (\$24,250) was 15.90 percent for 2015, according to the Census Bureau's American Community Survey, the most recent data available. The household poverty rate for the AA was lower than the state of Texas (17.30 percent). The 2016 adjusted median family income of \$68,000 for the AA was higher than the median family income for the state of Texas (\$62,717).

### Deposit Market Share

The bank ranked 17<sup>th</sup> among 84 depository institutions in the AA. As of June 30, 2016, the bank's deposits in the MSA totaled \$1.86 billion, representing 0.76 percent of the MSA deposit market share. The level of competition in the AA is high, with the remaining top five depository institutions accounting for 70.0 percent of total deposits in the AA. The largest banking competitors include JPMorgan Chase, Wells Fargo, Bank of America, Compass, and ZB, N.A.

### Employment and Economic Factors

Economic conditions, as reflected by the rate of unemployment, declined during the evaluation period. According to the Bureau of Labor Statistics, the unemployment rate in the AA rose. As of December 2016, the unemployment rate for the Houston MSA was 3.70 percent, reflecting an increase from the 3.44 percent unemployment rate from the 2010 Census. The state of Texas unemployment rate is higher than the MSA, at 4.80. The U.S. Bureau of Labor Statistics labor force data indicates the leading industries are sales and related services, office and

administrative support, and food preparation and servicing related. According to the Moody's Analytics report, the top five employers in the AA are Wal-Mart Stores, Inc., the University of Texas at Houston, Insperity (a Human Resources and Professional Employer Organization), the H-E-B chain of grocery stores, and National Oilwell Varco. With the decline in unemployment, the economic condition is strong.

### Housing

According to the 2010 U.S. Census, 57.60 percent of the total housing units in the AA were owner occupied, and 31.30 percent were rental occupied units. The composition of housing units in low-income CTs is 34.20 percent owner occupied, 46.70 percent renter-occupied and 19.00 percent vacant units. For units in moderate-income CTs, 40.50 percent are owner-occupied, 44.30 percent renter-occupied and 15.00 percent vacant units. LMI CTs have the lowest levels of owner-occupied units and the highest level of rental and vacant units in the MSA.

The median home price is \$224,500 for 2016; median monthly gross rent is \$923. The cost of housing and its accessibility to LMI families is reflected in the level of homeowners and renters with housing costs that exceed 30.00 percent of their income. Families with monthly housing costs exceeding 30.00 percent of income totaled 15.50 percent for homeowners and 15.60 percent for renters, respectively. To illustrate the issue of housing affordability, a low-income borrower making \$34,000 (50.00 percent of the 2016 adjusted median family income) could afford a monthly housing payment of \$850. A moderate-income borrower making \$54,400 (80.00 percent of the 2016 adjusted family median income) could afford a monthly housing payment of \$1,360. Based on the median home price, 30-year mortgage with a 5.00 percent interest rate, and not accounting for down payment, homeowners insurance, real estate taxes, or any additional monthly expenses, would result in a monthly mortgage payment of \$1,205. This illustrates that homeownership is within reach for moderate income families, but unaffordable for low-income families. Further, as with other major metropolitan areas in Texas, housing costs are steadily increasing. The median home price in the AA has increased over the evaluation period, from \$181,300 in 2013 to \$224,500 in 2016, reflecting a percent change of 23.82 percent according to data from the National Association of Realtors.

### Community Contacts

We obtained information on the credit needs of the AA from community contacts conducted during the evaluation period. The contacts represented organizations focused on affordable housing and community services for LMI families. There was a significant need for low-cost small dollar loans and deposit products to provide LMI persons with alternatives to payday lenders that are prevalent in the area. There is also a need for home mortgage products with flexible underwriting criteria and a need for financial support to local down payment assistance programs. Greater access to bank branches in LMI communities was also indicated as a need in the MSA. Other needs include financial support or technical assistance to organizations that provide social services to LMI families.

## Appendix D: Tables of Performance Data

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### Content of Standardized Tables

A separate set of tables is provided for each state. All multistate metropolitan areas are presented in one set of tables. References to the “bank” include activities of any affiliates that the bank provided for consideration (refer to appendix A: Scope of the Examination). For purposes of reviewing the lending test tables, the following are applicable: (1) purchased loans are treated as originations and 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 or assessment area; (2) Partially geocoded loans (loans where no census tract is provided) cannot be broken down by income geographies and, therefore, are only reflected in the Total Loans in Core Tables 2 through 7 and part of Table 13; and (3) Partially geocoded loans are included in the Total Loans and % Bank Loans Column in Core Tables 8 through 12 and part of Table 13. Deposit data are compiled by the FDIC and are available as of June 30<sup>th</sup> of each year. Tables without data are not included in this PE. [Note: Do not renumber the tables.]

The following is a listing and brief description of the tables included in each set:

- Table 1. Lending Volume** - Presents the number and dollar amount of reportable loans originated and purchased by the bank over the evaluation period by MA/assessment area. Community development loans to statewide or regional entities or made outside the bank’s assessment area may receive positive CRA consideration. See Interagency Q&As \_\_.12 (i) - 5 and - 6 for guidance on when a bank may receive positive CRA consideration for such loans. Refer to the CRA section of the Compliance Policy intranet page for guidance on table placement.
- Table 1. Other Products** - Presents the number and dollar amount of any unreported category of loans originated and purchased by the bank, if applicable, over the evaluation period by MA/assessment area. Examples include consumer loans or other data that a bank may provide, at its option, concerning its lending performance. This is a two-page table that lists specific categories.
- Table 2. Geographic Distribution of Home Purchase Loans** - Compares the percentage distribution of the number of loans originated and purchased by the bank in low-, moderate-, middle-, and upper-income geographies to the percentage distribution of owner-occupied housing units throughout those geographies. The table also presents market share information based on the most recent aggregate market data available.
- Table 3. Geographic Distribution of Home Improvement Loans** - See Table 2.
- Table 4. Geographic Distribution of Home Mortgage Refinance Loans** - See Table 2.
- Table 5. Geographic Distribution of Multifamily Loans** - Compares the percentage distribution of the number of multifamily loans originated and purchased by the

bank in low-, moderate-, middle-, and upper-income geographies to the percentage distribution of multifamily housing units throughout those geographies. The table also presents market share information based on the most recent aggregate market data available.

- Table 6. Geographic Distribution of Small Loans to Businesses** - The percentage distribution of the number of small loans (less than or equal to \$1 million) to businesses originated and purchased by the bank in low-, moderate-, middle-, and upper-income geographies compared to the percentage distribution of businesses (regardless of revenue size) throughout those geographies. The table also presents market share information based on the most recent aggregate market data available. Because small business data are not available for geographic areas smaller than counties, it may be necessary to use geographic areas larger than the bank's assessment area.
- Table 7. Geographic Distribution of Small Loans to Farms** - The percentage distribution of the number of small loans (less than or equal to \$500,000) to farms originated and purchased by the bank in low-, moderate-, middle-, and upper-income geographies compared to the percentage distribution of farms (regardless of revenue size) throughout those geographies. The table also presents market share information based on the most recent aggregate market data available. Because small farm data are not available for geographic areas smaller than counties, it may be necessary to use geographic areas larger than the bank's assessment area.
- Table 8. Borrower Distribution of Home Purchase Loans** - Compares the percentage distribution of the number of loans originated and purchased by the bank to low-, moderate-, middle-, and upper-income borrowers to the percentage distribution of families by income level in each MA or assessment area. The table also presents market share information based on the most recent aggregate market data available.
- Table 9. Borrower Distribution of Home Improvement Loans** - See Table 8.
- Table 10. Borrower Distribution of Refinance Loans** - See Table 8.
- Table 11. Borrower Distribution of Small Loans to Businesses** - Compares the percentage distribution of the number of small loans (less than or equal to \$1 million) originated and purchased by the bank to businesses with revenues of \$1 million or less to the percentage distribution of businesses with revenues of \$1 million or less. In addition, the table presents the percentage distribution of the number of loans originated and purchased by the bank by loan size, regardless of the revenue size of the business. Market share information is presented based on the most recent aggregate market data available.
- Table 12. Borrower Distribution of Small Loans to Farms** - Compares the percentage distribution of the number of small loans (less than or equal to \$500,000) originated and purchased by the bank to farms with revenues of \$1 million or less to the percentage distribution of farms with revenues of \$1 million or less. In addition, the

table presents the percentage distribution of the number of loans originated and purchased by the bank by loan size, regardless of the revenue size of the farm. Market share information is presented based on the most recent aggregate market data available.

**Table 13. Geographic and Borrower Distribution of Consumer Loans (OPTIONAL)** - For geographic distribution, the table compares the percentage distribution of the number of loans originated and purchased by the bank in low-, moderate-, middle-, and upper-income geographies to the percentage distribution of households within each geography. For borrower distribution, the table compares the percentage distribution of the number of loans originated and purchased by the bank to low-, moderate-, middle-, and upper-income borrowers to the percentage of households by income level in each MA or assessment area.

**Table 14. Qualified Investments** - Presents the number and dollar amount of qualified investments made by the bank in each MA or 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 or regional entities or made outside of the bank's assessment area. See Interagency Q&As \_\_.12 (i) - 5 and - 6 for guidance on when a bank may receive positive CRA consideration for such investments. Refer to the CRA section of the Compliance Policy intranet page for guidance on table placement.

**Table 15. Distribution of Branch Delivery System and Branch Openings and 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 or AA. The table also presents data on branch openings and closings in each MA or AA.

**Kansas City Multistate Metropolitan Area**

**State of Arizona**

**State of Arkansas**

**State of Colorado**

**State of Maryland**

**State of New Mexico**

**State of Oklahoma**

**State of Texas**

**Table 1. Lending Volume**

LENDING VOLUME												
Geography: KANSAS CITY MMSA												
Evaluation Period: JANUARY 1, 2013 TO DECEMBER 31, 2016												
Assessment Area:	% of Rated Area Loans (#) in MA/AA*	Home Mortgage		Small Loans to Businesses		Small Loans to Farms		Community Development Loans**		Total Reported Loans		% of Rated Area Deposits in MA/AA***
		#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	#	\$(000's)	
<b>Full Review:</b>												
Kansas City MMSA	100.00	2,519	467,451	88	27,344	0	0	12	33,528	2,619	528,323	100.00

\* Loan Data as of December 31, 2016. Rated area refers to either state or multi-state MA rating area.

\*\* The evaluation period for Community Development Loans is from October 29, 2013 to December 31, 2016.

\*\*\* Deposit Data as of June 30, 2016. Rated Area refers to either the state, multi-state MA, or institution, as appropriate.

**Table 1. Other Products**

LENDING VOLUME		Geography: KANSAS CITY MMSA				Evaluation Period: JANUARY 1, 2013 TO DECEMBER 31, 2016								
Assessment Area:	% of Rated Area Loans (#) in MA/AA*	Total Optional Loans**		Small Business Real Estate Secured**		Home Equity**		Motor Vehicle**		Credit Card**		Other Secured Consumer**		% of Rated Area Deposits in AA***
		#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	
<b>Full Review:</b>														
Kansas City MMSA	0.00	0	0	0	0	0	0	0	0	0	0	0	0	100.00

\* Loan Data as of December 31, 2016. Rated area refers to either state or multi-state MA rating area.

\*\* The evaluation period for Optional Product Line(s) is from January 01, 2013 to December 31, 2016.

\*\*\* Deposit Data as of June 30, 2016. Rated Area refers to either the state, multi-state MA, or institution, as appropriate.

**Table 1. Other Products**

LENDING VOLUME		Geography: KANSAS CITY MMSA		Evaluation Period: JANUARY 1, 2013 TO DECEMBER 31, 2016	
Assessment Area:	Other Unsecured Consumer Loans*		Other Optional Loans*		
	#	\$ (000's)	#	\$ (000's)	
<b>Full Review:</b>					
Kansas City MMSA	0	0	0	0	

\* The evaluation period for Optional Product Line(s) is from January 01, 2013 to December 31, 2016.

**Table 2. Geographic Distribution of Home Purchase Loans**

Geographic Distribution: HOME PURCHASE		Geography: KANSAS CITY MMSA				Evaluation Period: JANUARY 1, 2013 TO DECEMBER 31, 2016					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					
<b>Full Review:</b>															
Kansas City MMSA	1,619	100.00	7.28	4.08	19.45	16.55	32.67	34.77	40.60	44.60	1.45	2.23	1.77	1.42	1.35

\* Based on 2015 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: KANSAS CITY MMSA					Evaluation Period: JANUARY 1, 2013 TO DECEMBER 31, 2016					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						
<b>Full Review:</b>																
Kansas City MMSA	82	100.00	7.28	1.22	19.45	9.76	32.67	24.39	40.60	64.63	1.08	0.00	0.71	0.70	1.46	

\* Based on 2015 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: KANSAS CITY MMSA				Evaluation Period: JANUARY 1, 2013 TO DECEMBER 31, 2016					Market Share (%) by Geography				
Assessment Area:	Total Home Mortgage Refinance 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					
<b>Full Review:</b>															
Kansas City MMSA	813	100.00	7.28	2.34	19.45	8.12	32.67	28.78	40.60	60.76	1.08	1.50	0.94	0.81	1.25

\* Based on 2015 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: KANSAS CITY MMSA					Evaluation Period: JANUARY 1, 2013 TO DECEMBER 31, 2016					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						
<b>Full Review:</b>																
Kansas City MMSA	5	100.00	18.55	0.00	29.69	0.00	28.03	60.00	23.74	40.00	1.07	0.00	0.00	0.00	7.41	

\* Based on 2015 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 Multifamily 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: KANSAS CITY MMSA					Evaluation Period: JANUARY 1, 2013 TO DECEMBER 31, 2016								
Assessment Area:	Total Small Business Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography <sup>†</sup>				
	#	% of Total <sup>**</sup>	% of Business <sup>***</sup>	% BANK Loans	% of Business <sup>***</sup>	% BANK Loans	% of Business <sup>***</sup>	% BANK Loans	% of Business <sup>***</sup>	% BANK Loans	Overall	Low	Mod	Mid	Upp
<b>Full Review:</b>															
Kansas City MMSA	88	100.00	8.62	7.95	18.32	10.23	27.59	25.00	43.27	56.82	0.08	0.12	0.02	0.09	0.09

\* Based on 2015 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 (2016).

**Table 7. Geographic Distribution of Small Loans to Farms**

Geographic Distribution: SMALL LOANS TO FARMS		Geography: KANSAS CITY MMSA					Evaluation Period: JANUARY 1, 2013 TO DECEMBER 31, 2016					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						
<b>Full Review:</b>																
Kansas City MMSA	0	0.00	4.58	0.00	15.90	0.00	33.76	0.00	45.35	0.00	0.00	0.00	0.00	0.00	0.00	

\* Based on 2015 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 (2016).

**Table 8. Borrower Distribution of Home Purchase Loans**

Borrower Distribution: HOME PURCHASE		Geography: KANSAS CITY MMSA					Evaluation Period: JANUARY 1, 2013 TO DECEMBER 31, 2016					Market Share <sup>1</sup>				
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 <sup>2</sup>	% Families <sup>3</sup>	% BANK Loans <sup>4</sup>	% Families <sup>3</sup>	% BANK Loans <sup>2*</sup>	% Families <sup>3</sup>	% BANK Loans <sup>4</sup>	% Families <sup>2*</sup>	% BANK Loans <sup>4</sup>						
<b>Full Review:</b>																
Kansas City MMSA	1,619	100.00	21.36	21.15	16.94	24.38	20.46	22.69	41.24	31.77	1.26	3.10	1.33	0.97	0.88	

\* Based on 2015 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 19.7% of loans originated and purchased by bank.

**Table 9. Borrower Distribution of Home Improvement Loans**

Borrower Distribution: HOME IMPROVEMENT		Geography: KANSAS CITY MMSA					Evaluation Period: JANUARY 1, 2013 TO DECEMBER 31, 2016					Market Share <sup>1</sup>				
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 <sup>2</sup>	% Families <sup>3</sup>	% BANK Loans <sup>4</sup>	% Families <sup>3</sup>	% BANK Loans <sup>4</sup>	% Families <sup>3</sup>	% BANK Loans <sup>4</sup>	% Families <sup>3</sup>	% BANK Loans <sup>4</sup>						
<b>Full Review:</b>																
Kansas City MMSA	82	100.00	21.36	8.45	16.94	7.04	20.46	32.39	41.24	52.11	0.93	0.77	0.32	1.20	1.04	

\* Based on 2015 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 13.4% of loans originated and purchased by bank.

**Table 10. Borrower Distribution of Home Mortgage Refinance Loans**

Borrower Distribution: HOME MORTGAGE REFINANCE		Geography: KANSAS CITY MMSA					Evaluation Period: JANUARY 1, 2013 TO DECEMBER 31, 2016					Market Share				
Assessment Area:	Total Home Mortgage Refinance Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers							
	#	% of Total**	% Families***	% BANK Loans****	% Families*	% BANK Loans****	% Families*	% BANK Loans****	% Families*	% BANK Loans****	Overa II	Low	Mod	Mid	Upp	
<b>Full Review:</b>																
Kansas City MMSA	813	100.00	21.36	7.20	16.94	16.00	20.46	26.08	41.24	50.72	1.04	1.10	1.32	1.11	0.90	

\* Based on 2015 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 23.1% of loans originated and purchased by bank.

**Table 11. Borrower Distribution of Small Loans to Businesses**

Borrower Distribution: SMALL LOANS TO BUSINESSES		Geography: KANSAS CITY MMSA			Evaluation Period: JANUARY 1, 2013 TO DECEMBER 31, 2016				
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 <sup>1</sup>	
	#	% of Total <sup>**</sup>	% of Businesses <sup>***</sup>	% BANK Loans <sup>****</sup>	\$100,000 or less	>\$100,000 to \$250,000	>\$250,000 to \$1,000,000	All	Rev\$ 1 Million or Less
<b>Full Review:</b>									
Kansas City MMSA	88	100.00	81.28	7.95	23.86	36.36	39.77	0.08	0.04

\* Based on 2015 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 - 2016).

\*\*\*\* 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 80.68% 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: KANSAS CITY MMSA			Evaluation Period: JANUARY 1, 2013 TO DECEMBER 31, 2016				
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 <sup>1</sup>	
	#	% of Total <sup>**</sup>	% of Farms <sup>***</sup>	% BANK Loans <sup>****</sup>	\$100,000 or less	>\$100,000 to \$250,000	>\$250,000 to \$500,000	All	Rev\$ 1 Million or Less
<b>Full Review:</b>									
Kansas City MMSA	0	0.00	94.82	0.00	0.00	0.00	0.00	0.00	0.00

\* Based on 2015 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 - 2016).

\*\*\*\* 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: KANSAS CITY MMSA				Evaluation Period: OCTOBER 29, 2013 TO DECEMBER 31, 2016					
Assessment Area:	Prior Period Investments*		Current Period Investments		Total Investments			Unfunded Commitments**	
	#	\$(000's)	#	\$(000's)	#	\$(000's)	% of Total	#	\$(000's)
<b>Full Review:</b>									
Kansas City MMSA	7	3,548	35	6,147	42	9,696	100.00	4	1,008

\* '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: KANSAS CITY MMSA Evaluation Period: OCTOBER 29, 2013 TO DECEMBER 31, 2016																	
MA/Assessment Area:	Deposit s	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
<b>Full Review:</b>																	
Kansas City MMSA	100.00	6	100.00	16.67	0.00	16.67	66.67	4	1	1	0	0	2	11.19	22.83	30.63	35.34

**Table 1. Lending Volume**

LENDING VOLUME												
Geography: ARIZONA												
Evaluation Period: JANUARY 1, 2013 TO DECEMBER 31, 2016												
Assessment Area:	% of Rated Area Loans (#) in MA/AA*	Home Mortgage		Small Loans to Businesses		Small Loans to Farms		Community Development Loans**		Total Reported Loans		% of Rated Area Deposits in MA/AA***
		#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	#	\$(000's)	
<b>Full Review:</b>												
Phoenix MSA	100.00	1,903	510,338	372	127,262	0	0	17	71,754	2,292	709,354	100.00
<b>Limited Review:</b>												
Statewide without P/M/F:	0.00	0	0	0	0	0	0	6	23,675	6	23,675	0.00

\* Loan Data as of December 31, 2016. Rated area refers to either state or multi-state MA rating area.

\*\* The evaluation period for Community Development Loans is from October 29, 2013 to December 31, 2016.

\*\*\* Deposit Data as of June 30, 2016. Rated Area refers to either the state, multi-state MA, or institution, as appropriate.

**Table 1. Other Products**

LENDING VOLUME		Geography: ARIZONA				Evaluation Period: JANUARY 1, 2013 TO DECEMBER 31, 2016								
Assessment Area:	% of Rated Area Loans (#) in MA/AA*	Total Optional Loans**		Small Business Real Estate Secured**		Home Equity**		Motor Vehicle**		Credit Card**		Other Secured Consumer**		% of Rated Area Deposits in AA***
		#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	
<b>Full Review:</b>														
Phoenix MSA	0.00	0	0	0	0	0	0	0	0	0	0	0	0	100.00

\* Loan Data as of December 31, 2016. Rated area refers to either state or multi-state MA rating area.

\*\* The evaluation period for Optional Product Line(s) is from January 01, 2013 to December 31, 2016.

\*\*\* Deposit Data as of June 30, 2016. Rated Area refers to either the state, multi-state MA, or institution, as appropriate.

**Table 1. Other Products**

LENDING VOLUME					Geography: ARIZONA		Evaluation Period: JANUARY 1, 2013 TO DECEMBER 31, 2016			
Assessment Area:	Other Unsecured Consumer Loans*				Other Optional Loans*					
	#	\$ (000's)		#	\$ (000's)					
<b>Full Review:</b>										
Phoenix MSA	0	0		0	0		0			

\* The evaluation period for Optional Product Line(s) is from January 01, 2013 to December 31, 2016.

**Table 2. Geographic Distribution of Home Purchase Loans**

Geographic Distribution: HOME PURCHASE		Geography: ARIZONA				Evaluation Period: JANUARY 1, 2013 TO DECEMBER 31, 2016						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						
<b>Full Review:</b>																
Phoenix MSA	730	100.00	3.61	1.64	20.72	10.68	35.76	31.78	39.91	55.89	0.20	0.25	0.14	0.14	0.27	

\* Based on 2015 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: ARIZONA					Evaluation Period: JANUARY 1, 2013 TO DECEMBER 31, 2016				
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	Overa ll	Low	Mod	Mid	Upp									
<b>Full Review:</b>																								
Phoenix MSA	138	100.00	3.61	0.00	20.72	10.14	35.76	34.06	39.91	55.80	0.52	0.00	0.32	0.47	0.61									

\* Based on 2015 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: ARIZONA				Evaluation Period: JANUARY 1, 2013 TO DECEMBER 31, 2016					Market Share (%) by Geography				
Assessment Area:	Total Home Mortgage Refinance 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					
<b>Full Review:</b>															
Phoenix MSA	1,028	100.00	3.61	1.75	20.72	7.68	35.76	27.33	39.91	63.23	0.29	0.27	0.20	0.23	0.35

\* Based on 2015 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: ARIZONA				Evaluation Period: JANUARY 1, 2013 TO DECEMBER 31, 2016					Market Share (%) by Geography				
Assessment Area:	Total Multifamily Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Overa ll	Low	Mod	Mid	Upp
	#	% of Total**	% of MF Units***	% BANK Loans****	% MF Units***	% BANK Loans	% MF Units***	% BANK Loans	% MF Units***	% BANK Loans					
<b>Full Review:</b>															
Phoenix MSA	4	100.00	15.31	0.00	37.05	25.00	28.83	25.00	18.81	50.00	0.88	0.00	0.69	0.00	5.41

\* Based on 2015 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 Multifamily 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: ARIZONA					Evaluation Period: JANUARY 1, 2013 TO DECEMBER 31, 2016					Market Share (%) by Geography <sup>†</sup>				
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 <sup>**</sup>	% of Business <sup>***</sup>	% BANK Loans	% of Business <sup>***</sup>	% BANK Loans	% of Business <sup>***</sup>	% BANK Loans	% of Business <sup>***</sup>	% BANK Loans						
<b>Full Review:</b>																
Phoenix MSA	355	100.00	6.51	9.86	15.38	20.28	29.41	24.23	48.12	45.63	0.11	0.16	0.11	0.09	0.11	

\* Based on 2015 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 (2016).

**Table 7. Geographic Distribution of Small Loans to Farms**

Geographic Distribution: SMALL LOANS TO FARMS		Geography: ARIZONA					Evaluation Period: JANUARY 1, 2013 TO DECEMBER 31, 2016					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						
<b>Full Review:</b>																
Phoenix MSA	0	0.00	5.46	0.00	15.54	0.00	31.98	0.00	46.60	0.00	0.00	0.00	0.00	0.00	0.00	

\* Based on 2015 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 (2016).

**Table 8. Borrower Distribution of Home Purchase Loans**

Borrower Distribution: HOME PURCHASE		Geography: ARIZONA					Evaluation Period: JANUARY 1, 2013 TO DECEMBER 31, 2016								
Assessment Area:	Total Home Purchase Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Market Share <sup>1</sup>				
	#	% of Total <sup>2</sup>	% Families <sup>3</sup>	% BANK Loans <sup>4</sup>	% Families <sup>3</sup>	% BANK Loans <sup>2*</sup>	% Families <sup>3</sup>	% BANK Loans <sup>4</sup>	% Families <sup>2*</sup>	% BANK Loans <sup>4</sup>	Overall	Low	Mod	Mid	Upp
<b>Full Review:</b>															
Phoenix MSA	730	100.00	20.93	4.63	17.44	12.71	20.15	18.54	41.48	64.13	0.21	0.10	0.12	0.14	0.30

\* Based on 2015 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 8.4% of loans originated and purchased by bank.

**Table 9. Borrower Distribution of Home Improvement Loans**

Borrower Distribution: HOME IMPROVEMENT		Geography: ARIZONA					Evaluation Period: JANUARY 1, 2013 TO DECEMBER 31, 2016					Market Share <sup>1</sup>				
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 <sup>2</sup>	% Families <sup>3</sup>	% BANK Loans <sup>3</sup>	% Families <sup>3</sup>	% BANK Loans <sup>3</sup>	% Families <sup>3</sup>	% BANK Loans <sup>3</sup>	% Families <sup>3</sup>	% BANK Loans <sup>3</sup>						
<b>Full Review:</b>																
Phoenix MSA	141	100.00	20.93	7.30	17.44	16.79	20.15	15.33	41.48	60.58	0.59	0.29	0.52	0.46	0.69	

\* Based on 2015 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.

**Table 10. Borrower Distribution of Home Mortgage Refinance Loans**

Borrower Distribution: HOME MORTGAGE REFINANCE		Geography: ARIZONA					Evaluation Period: JANUARY 1, 2013 TO DECEMBER 31, 2016					Market Share <sup>1</sup>				
Assessment Area:	Total Home Mortgage Refinance Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Overa ll	Low	Mod	Mid	Upp	
	#	% of Total <sup>2</sup>	% Families <sup>3</sup>	% BANK Loans <sup>4</sup>	% Families <sup>3</sup>	% BANK Loans <sup>4</sup>	% Families <sup>3</sup>	% BANK Loans <sup>4</sup>	% Families <sup>3</sup>	% BANK Loans <sup>4</sup>						
<b>Full Review:</b>																
Phoenix MSA	1,028	100.0 0	20.93	3.93	17.44	11.89	20.15	19.52	41.48	64.67	0.32	0.18	0.22	0.21	0.41	

\* Based on 2015 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 10.8% of loans originated and purchased by bank.

**Table 11. Borrower Distribution of Small Loans to Businesses**

Borrower Distribution: SMALL LOANS TO BUSINESSES									
			Geography: ARIZONA		Evaluation Period: JANUARY 1, 2013 TO DECEMBER 31, 2016				
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 <sup>1</sup>	
	#	% of Total <sup>**</sup>	% of Businesses <sup>***</sup>	% BANK Loans <sup>****</sup>	\$100,000 or less	>\$100,000 to \$250,000	>\$250,000 to \$1,000,000	All	Rev\$ 1 Million or Less
<b>Full Review:</b>									
Phoenix MSA	372	100.00	87.30	5.38	28.23	25.54	46.24	0.11	0.05

\* Based on 2015 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 - 2016).

\*\*\*\* 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 77.96% 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: ARIZONA		Evaluation Period: JANUARY 1, 2013 TO DECEMBER 31, 2016				
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 <sup>1</sup>	
	#	% of Total <sup>**</sup>	% of Farms <sup>***</sup>	% BANK Loans <sup>****</sup>	\$100,000 or less	>\$100,000 to \$250,000	>\$250,000 to \$500,000	All	Rev\$ 1 Million or Less
<b>Full Review:</b>									
Phoenix MSA	0	0.00	93.47	0.00	0.00	0.00	0.00	0.00	0.00

\* Based on 2015 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 - 2016).

\*\*\*\* 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: ARIZONA		Evaluation Period: OCTOBER 29, 2013 TO DECEMBER 31, 2016				
Assessment Area:	Prior Period Investments'		Current Period Investments		Total Investments			Unfunded Commitments''	
	#	\$(000's)	#	\$(000's)	#	\$(000's)	% of Total	#	\$(000's)
<b>Full Review:</b>									
Phoenix MSA	12	1,955	46	5,582	58	7,537	56.79	3	3,510
<b>Limited Review:</b>									
Statewide without P/M/F	4	514	1	5,220	5	5,734	43.21	2	3,069

\* '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: ARIZONA		Evaluation Period: OCTOBER 29, 2013 TO DECEMBER 31, 2016			
MA/Assessment Area:	Deposit s	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					
<b>Full Review:</b>																						
Phoenix MSA	100.00	4	100.00	0.00	25.00	50.00	25.00	0	0	0	0	0	0	8.42	24.46	33.25	33.69					

**Table 1. Lending Volume**

LENDING VOLUME												
Geography: ARKANSAS												
Evaluation Period: JANUARY 1, 2013 TO DECEMBER 31, 2016												
Assessment Area:	% of Rated Area Loans (#) in MA/AA*	Home Mortgage		Small Loans to Businesses		Small Loans to Farms		Community Development Loans**		Total Reported Loans		% of Rated Area Deposits in MA/AA***
		#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	#	\$(000's)	
<b>Full Review:</b>												
Fayetteville MSA	100.00	3,276	462,553	88	25,527	0	0	1	12,978	3,365	501,058	100.00
<b>Limited Review:</b>												
Statewide without P/M/F	0.00	0	0	0	0	0	0	1	12,978	1	12,978	0

\* Loan Data as of December 31, 2016. Rated area refers to either state or multi-state MA rating area.

\*\* The evaluation period for Community Development Loans is from October 29, 2013 to December 31, 2016.

\*\*\* Deposit Data as of June 30, 2016. Rated Area refers to either the state, multi-state MA, or institution, as appropriate.

**Table 1. Other Products**

LENDING VOLUME		Geography: ARKANSAS				Evaluation Period: JANUARY 1, 2013 TO DECEMBER 31, 2016								
Assessment Area:	% of Rated Area Loans (#) in MA/AA*	Total Optional Loans**		Small Business Real Estate Secured**		Home Equity**		Motor Vehicle**		Credit Card**		Other Secured Consumer**		% of Rated Area Deposits in AA***
		#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	
<b>Full Review:</b>														
Fayetteville MSA	0.00	0	0	0	0	0	0	0	0	0	0	0	0	100.00

\* Loan Data as of December 31, 2016. Rated area refers to either state or multi-state MA rating area.

\*\* The evaluation period for Optional Product Line(s) is from January 01, 2013 to December 31, 2016.

\*\*\* Deposit Data as of June 30, 2016. Rated Area refers to either the state, multi-state MA, or institution, as appropriate.

**Table 1. Other Products**

LENDING VOLUME					
		Geography: ARKANSAS		Evaluation Period: JANUARY 1, 2013 TO DECEMBER 31, 2016	
Assessment Area:	Other Unsecured Consumer Loans*		Other Optional Loans*		
	#	\$ (000's)	#	\$ (000's)	
<b>Full Review:</b>					
Fayetteville MSA	0	0	0	0	

\* The evaluation period for Optional Product Line(s) is from January 01, 2013 to December 31, 2016.

**Table 2. Geographic Distribution of Home Purchase Loans**

Geographic Distribution: HOME PURCHASE		Geography: ARKANSAS				Evaluation Period: JANUARY 1, 2013 TO DECEMBER 31, 2016						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						
<b>Full Review:</b>																
Fayetteville MSA	2,621	100.00	1.71	0.88	8.69	15.68	57.21	51.96	32.40	31.48	5.44	7.02	10.91	5.55	4.34	

\* Based on 2015 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: ARKANSAS					Evaluation Period: JANUARY 1, 2013 TO DECEMBER 31, 2016					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						
<b>Full Review:</b>																
Fayetteville MSA	88	100.00	1.71	1.14	8.69	17.05	57.21	48.86	32.40	32.95	2.87	8.33	3.17	2.44	3.27	

\* Based on 2015 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: ARKANSAS				Evaluation Period: JANUARY 1, 2013 TO DECEMBER 31, 2016					Market Share (%) by Geography				
Assessment Area:	Total Home Mortgage Refinance Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies						
	#	% of Total**	% Owner Occ Units***	% BANK Loans****	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	Overa ll	Low	Mod	Mid	Upp
<b>Full Review:</b>															
Fayetteville MSA	564	100.00	1.71	1.42	8.69	15.07	57.21	51.60	32.40	31.91	2.58	0.00	3.71	2.93	2.03

\* Based on 2015 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: ARKANSAS				Evaluation Period: JANUARY 1, 2013 TO DECEMBER 31, 2016									
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	Overa ll	Low	Mod	Mid	Upp
<b>Full Review:</b>															
Fayetteville MSA	3	100.00	15.81	0.00	19.52	33.33	45.58	66.67	19.09	0.00	0.00	0.00	0.00	0.00	0.00

\* Based on 2015 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 Multifamily 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: ARKANSAS					Evaluation Period: JANUARY 1, 2013 TO DECEMBER 31, 2016				
Assessment Area:	Total Small Business Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography <sup>†</sup>													
	#	% of Total <sup>**</sup>	% of Business <sup>***</sup>	% BANK Loans	% of Business <sup>***</sup>	% BANK Loans	% of Business <sup>***</sup>	% BANK Loans	% of Business <sup>***</sup>	% BANK Loans	Overall	Low	Mod	Mid	Upp									
<b>Full Review:</b>																								
Fayetteville MSA	88	100.00	3.71	11.36	18.54	22.73	48.85	43.18	28.90	22.73	0.17	0.00	0.27	0.25	0.04									

\* Based on 2015 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 (2016).

**Table 7. Geographic Distribution of Small Loans to Farms**

Geographic Distribution: SMALL LOANS TO FARMS		Geography: ARKANSAS					Evaluation Period: JANUARY 1, 2013 TO DECEMBER 31, 2016					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						
<b>Full Review:</b>																
Fayetteville MSA	0	0.00	2.37	0.00	6.98	0.00	62.01	0.00	28.64	0.00	0.00	0.00	0.00	0.00	0.00	

\* Based on 2015 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 (2016).

**Table 8. Borrower Distribution of Home Purchase Loans**

Borrower Distribution: HOME PURCHASE		Geography: ARKANSAS					Evaluation Period: JANUARY 1, 2013 TO DECEMBER 31, 2016					Market Share <sup>1</sup>				
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 <sup>2</sup>	% Families <sup>3</sup>	% BANK Loans <sup>4</sup>	% Families <sup>3</sup>	% BANK Loans <sup>2*</sup>	% Families <sup>3</sup>	% BANK Loans <sup>4</sup>	% Families <sup>2*</sup>	% BANK Loans <sup>4</sup>						
<b>Full Review:</b>																
Fayetteville MSA	2,621	100.00	19.56	23.21	17.99	26.61	20.51	18.97	41.94	31.21	6.46	18.49	9.66	5.18	4.17	

\* Based on 2015 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 3.7% of loans originated and purchased by bank.

**Table 9. Borrower Distribution of Home Improvement Loans**

Borrower Distribution: HOME IMPROVEMENT		Geography: ARKANSAS					Evaluation Period: JANUARY 1, 2013 TO DECEMBER 31, 2016					Market Share <sup>1</sup>				
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 <sup>2</sup>	% Families <sup>3</sup>	% BANK Loans <sup>3</sup>	% Families <sup>3</sup>	% BANK Loans <sup>3</sup>	% Families <sup>3</sup>	% BANK Loans <sup>3</sup>	% Families <sup>3</sup>	% BANK Loans <sup>3</sup>						
<b>Full Review:</b>																
Fayetteville MSA	88	100.00	19.56	12.05	17.99	21.69	20.51	19.28	41.94	46.99	3.25	2.53	3.54	3.74	3.08	

\* Based on 2015 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 5.7% of loans originated and purchased by bank.

**Table 10. Borrower Distribution of Home Mortgage Refinance Loans**

Borrower Distribution: HOME MORTGAGE REFINANCE		Geography: ARKANSAS					Evaluation Period: JANUARY 1, 2013 TO DECEMBER 31, 2016					Market Share <sup>1</sup>				
Assessment Area:	Total Home Mortgage Refinance Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Overa ll	Low	Mod	Mid	Upp	
	#	% of Total <sup>2</sup>	% Families <sup>3</sup>	% BANK Loans <sup>4</sup>	% Families <sup>2</sup>	% BANK Loans <sup>4</sup>	% Families <sup>2</sup>	% BANK Loans <sup>4</sup>	% Families <sup>2</sup>	% BANK Loans <sup>4</sup>						
<b>Full Review:</b>																
Fayetteville MSA	564	100.0 0	19.56	17.28	17.99	24.59	20.51	16.06	41.94	42.07	3.02	7.53	4.41	2.87	2.16	

\* Based on 2015 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 12.8% of loans originated and purchased by bank.

**Table 11. Borrower Distribution of Small Loans to Businesses**

Borrower Distribution: SMALL LOANS TO BUSINESSES		Geography: ARKANSAS			Evaluation Period: JANUARY 1, 2013 TO DECEMBER 31, 2016				
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 <sup>1</sup>	
	#	% of Total <sup>**</sup>	% of Businesses <sup>***</sup>	% BANK Loans <sup>****</sup>	\$100,000 or less	>\$100,000 to \$250,000	>\$250,000 to \$1,000,000	All	Rev\$ 1 Million or Less
<b>Full Review:</b>									
Fayetteville MSA	88	100.00	80.61	7.95	25.00	31.82	43.18	0.17	0.10

\* Based on 2015 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 - 2016).

\*\*\*\* 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 84.09% 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: ARKANSAS				Evaluation Period: JANUARY 1, 2013 TO DECEMBER 31, 2016					
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 <sup>1</sup>	
	#	% of Total <sup>**</sup>	% of Farms <sup>***</sup>	% BANK Loans <sup>****</sup>	\$100,000 or less	>\$100,000 to \$250,000	>\$250,000 to \$500,000	All	Rev\$ 1 Million or Less
<b>Full Review:</b>									
Fayetteville MSA	0	0.00	94.44	0.00	0.00	0.00	0.00	0.00	0.00

\* Based on 2015 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 - 2016).

\*\*\*\* 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: ARKANSAS		Evaluation Period: OCTOBER 29, 2013 TO DECEMBER 31, 2016				
Assessment Area:	Prior Period Investments'		Current Period Investments		Total Investments			Unfunded Commitments''	
	#	\$(000's)	#	\$(000's)	#	\$(000's)	% of Total	#	\$(000's)
<b>Full Review:</b>									
Fayetteville MSA	28	589	20	2,573	48	3,162	91.26	0	0
<b>Limited Review:</b>									
Statewide without P/M/F	2	303	0	0	2	303	8.74	1	62

\* '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: ARKANSAS				Evaluation Period: OCTOBER 29, 2013 TO DECEMBER 31, 2016			
MA/Assessment Area:	Deposit s	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							
<b>Full Review:</b>																								
Fayetteville MSA	100.00	2	100.00	0.00	0.00	100.0	0.00	0	0	0	0	0	0	4.01	14.22	54.38	27.40							

**Table 1. Lending Volume**

LENDING VOLUME												
Geography: COLORADO												
Evaluation Period: JANUARY 1, 2013 TO DECEMBER 31, 2016												
Assessment Area:	% of Rated Area Loans (#) in MA/AA*	Home Mortgage		Small Loans to Businesses		Small Loans to Farms		Community Development Loans**		Total Reported Loans		% of Rated Area Deposits in MA/AA***
		#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	#	\$(000's)	
<b>Full Review:</b>												
Denver MSA	94.32	5,132	1,379,746	300	87,306	0	0	19	41,392	5,451	1,508,444	98.06
<b>Limited Review:</b>												
Boulder MSA	5.68	299	85,105	28	7,048	0	0	3	12,586	330	104,739	1.94
Statewide without P/M/F	0.00	0	0	0	0	0	0	1	1,514	1	1,514	0.00

\* Loan Data as of December 31, 2016. Rated area refers to either state or multi-state MA rating area.

\*\* The evaluation period for Community Development Loans is from October 29, 2013 to December 31, 2016.

\*\*\* Deposit Data as of June 30, 2016. Rated Area refers to either the state, multi-state MA, or institution, as appropriate.

**Table 1. Other Products**

LENDING VOLUME		Geography: COLORADO				Evaluation Period: JANUARY 1, 2013 TO DECEMBER 31, 2016								
Assessment Area:	% of Rated Area Loans (#) in MA/AA*	Total Optional Loans**		Small Business Real Estate Secured**		Home Equity**		Motor Vehicle**		Credit Card**		Other Secured Consumer**		% of Rated Area Deposits in AA***
		#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	
<b>Full Review:</b>														
Denver MSA	0.00	0	0	0	0	0	0	0	0	0	0	0	0	98.06
<b>Limited Review:</b>														
Boulder MSA	0.00	0	0	0	0	0	0	0	0	0	0	0	0	1.94

\* Loan Data as of December 31, 2016. Rated area refers to either state or multi-state MA rating area.

\*\* The evaluation period for Optional Product Line(s) is from January 01, 2013 to December 31, 2016.

\*\*\* Deposit Data as of June 30, 2016. Rated Area refers to either the state, multi-state MA, or institution, as appropriate.

**1. Other Products**

LENDING VOLUME		Geography: COLORADO		Evaluation Period: JANUARY 1, 2013 TO DECEMBER 31, 2016	
Assessment Area:	Other Unsecured Consumer Loans*		Other Optional Loans*		
	#	\$ (000's)	#	\$ (000's)	
<b>Full Review:</b>					
Denver MSA	0	0	0	0	
<b>Limited Review:</b>					
Boulder MSA	0	0	0	0	

\* The evaluation period for Optional Product Line(s) is from January 01, 2013 to December 31, 2016.

**Table 2. Geographic Distribution of Home Purchase Loans**

Geographic Distribution: HOME PURCHASE		Geography: COLORADO				Evaluation Period: JANUARY 1, 2013 TO DECEMBER 31, 2016						Market Share (%) by Geography <sup>1</sup>				
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 <sup>2</sup>	% Owner Occ Units <sup>3</sup>	% BANK Loans <sup>4</sup>	% Owner Occ Units <sup>3</sup>	% BANK Loans	% Owner Occ Units <sup>3</sup>	% BANK Loans	% Owner Occ Units <sup>3</sup>	% BANK Loans						
<b>Full Review:</b>																
Denver MSA	2,611	94.02	6.50	4.83	19.37	15.55	35.18	30.14	38.95	49.48	0.83	0.75	0.89	0.78	0.87	
<b>Limited Review:</b>																
Boulder MSA	166	5.98	2.83	4.22	14.95	22.29	45.76	53.61	36.45	19.88	0.81	0.40	1.29	1.05	0.26	

\* Based on 2015 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: COLORADO					Evaluation Period: JANUARY 1, 2013 TO DECEMBER 31, 2016					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						
<b>Full Review:</b>																
Denver MSA	247	97.63	6.50	6.88	19.37	15.79	35.18	28.74	38.95	48.58	1.05	1.18	0.86	0.71	1.43	
<b>Limited Review:</b>																
Boulder MSA	6	2.37	2.83	0.00	14.95	16.67	45.76	50.00	36.45	33.33	0.00	0.00	0.00	0.00	0.00	

\* Based on 2015 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: COLORADO					Evaluation Period: JANUARY 1, 2013 TO DECEMBER 31, 2016					Market Share (%) by Geography				
Assessment Area:	Total Home Mortgage Refinance Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies							
	#	% of Total**	% Owner Occ Units***	% BANK Loans****	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	Overa ll	Low	Mod	Mid	Upp	
<b>Full Review:</b>																
Denver MSA	2,271	94.70	6.50	4.27	19.37	12.07	35.18	32.89	38.95	50.77	0.80	0.63	0.58	0.75	0.97	
<b>Limited Review:</b>																
Boulder MSA	127	5.30	2.83	4.72	14.95	21.26	45.76	46.46	36.45	27.56	0.45	0.43	0.59	0.34	0.53	

\* Based on 2015 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: COLORADO					Evaluation Period: JANUARY 1, 2013 TO DECEMBER 31, 2016					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						
<b>Full Review:</b>																
Denver MSA	3	100.00	20.66	0.00	32.10	33.33	32.63	0.00	14.61	66.67	0.19	0.00	0.00	0.00	2.04	
<b>Limited Review:</b>																
Boulder MSA	0	0.00	8.66	0.00	30.19	0.00	46.97	0.00	14.18	0.00	0.00	0.00	0.00	0.00	0.00	

\* Based on 2015 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 Multifamily 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: COLORADO					Evaluation Period: JANUARY 1, 2013 TO DECEMBER 31, 2016					Market Share (%) by Geography <sup>†</sup>				
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 <sup>**</sup>	% of Business <sup>***</sup>	% BANK Loans	% of Business <sup>***</sup>	% BANK Loans	% of Business <sup>***</sup>	% BANK Loans	% of Business <sup>***</sup>	% BANK Loans						
<b>Full Review:</b>																
Denver MSA	300	91.46	8.58	19.33	20.36	23.33	30.14	21.67	40.59	35.67	0.11	0.29	0.13	0.06	0.09	
<b>Limited Review:</b>																
Boulder MSA	28	8.54	3.72	7.14	21.84	14.29	42.37	50.00	32.07	28.57	0.04	0.00	0.00	0.04	0.06	

\* Based on 2015 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 (2016).

**Table 7. Geographic Distribution of Small Loans to Farms**

Geographic Distribution: SMALL LOANS TO FARMS		Geography: COLORADO					Evaluation Period: JANUARY 1, 2013 TO DECEMBER 31, 2016					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						
<b>Full Review:</b>																
Denver MSA	0	0.00	7.66	0.00	18.40	0.00	32.48	0.00	41.40	0.00	0.00	0.00	0.00	0.00	0.00	
<b>Limited Review:</b>																
Boulder MSA	0	0.00	3.76	0.00	15.49	0.00	47.46	0.00	33.30	0.00	0.00	0.00	0.00	0.00	0.00	

\* Based on 2015 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 (2016).

**Table 8. Borrower Distribution of Home Purchase Loans**

Borrower Distribution: HOME PURCHASE		Geography: COLORADO					Evaluation Period: JANUARY 1, 2013 TO DECEMBER 31, 2016					Market Share <sup>1</sup>				
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 <sup>2</sup>	% Families <sup>3</sup>	% BANK Loans <sup>4</sup>	% Families <sup>3</sup>	% BANK Loans <sup>2*</sup>	% Families <sup>3</sup>	% BANK Loans <sup>4</sup>	% Families <sup>2*</sup>	% BANK Loans <sup>4</sup>						
<b>Full Review:</b>																
Denver MSA	2,611	94.02	22.09	5.18	17.11	18.34	20.18	23.30	40.62	53.18	0.91	0.74	0.82	0.85	1.01	
<b>Limited Review:</b>																
Boulder MSA	166	5.98	22.09	7.64	16.59	24.20	20.06	22.93	41.26	45.22	0.84	1.53	1.22	0.59	0.69	

\* Based on 2015 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 9.5% of loans originated and purchased by bank.

**Table 9. Borrower Distribution of Home Improvement Loans**

Borrower Distribution: HOME IMPROVEMENT		Geography: COLORADO					Evaluation Period: JANUARY 1, 2013 TO DECEMBER 31, 2016								
Assessment Area:	Total Home Improvement Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Market Share <sup>1</sup>				
	#	% of Total <sup>**</sup>	% Families <sup>***</sup>	% BANK Loans <sup>***</sup>	% Families <sup>***</sup>	% BANK Loans <sup>***</sup>	% Families <sup>***</sup>	% BANK Loans <sup>***</sup>	% Families <sup>***</sup>	% BANK Loans <sup>***</sup>	Overall	Low	Mod	Mid	Upp
<b>Full Review:</b>															
Denver MSA	247	97.63	22.09	10.53	17.11	19.62	20.18	23.92	40.62	45.93	0.85	1.48	0.82	0.78	0.79
<b>Limited Review:</b>															
Boulder MSA	6	2.37	22.09	16.67	16.59	16.67	20.06	33.33	41.26	33.33	0.00	0.00	0.00	0.00	0.00

\* Based on 2015 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 15.0% of loans originated and purchased by bank.

**Table 10. Borrower Distribution of Home Mortgage Refinance Loans**

Borrower Distribution: HOME MORTGAGE REFINANCE		Geography: COLORADO					Evaluation Period: JANUARY 1, 2013 TO DECEMBER 31, 2016					Market Share <sup>1</sup>					
Assessment Area:	Total Home Mortgage Refinance Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers								
	#	% of Total <sup>2</sup>	% Families <sup>3</sup>	% BANK Loans <sup>4</sup>	% Families <sup>*</sup>	% BANK Loans <sup>****</sup>	% Families <sup>*</sup>	% BANK Loans <sup>****</sup>	% Families <sup>**</sup>	% BANK Loans <sup>****</sup>	% Families <sup>**</sup>	% BANK Loans <sup>****</sup>	Overa ll	Low	Mod	Mid	Upp
<b>Full Review:</b>																	
Denver MSA	2,271	94.70	22.09	4.80	17.11	17.51	20.18	22.92	40.62	54.77	0.80	0.45	0.72	0.69	0.97		
<b>Limited Review:</b>																	
Boulder MSA	127	5.30	22.09	8.04	16.59	13.39	20.06	21.43	41.26	57.14	0.42	0.42	0.37	0.31	0.51		

\* Based on 2015 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 20.6% of loans originated and purchased by bank.

**Table 11. Borrower Distribution of Small Loans to Businesses**

Borrower Distribution: SMALL LOANS TO BUSINESSES		Geography: COLORADO			Evaluation Period: JANUARY 1, 2013 TO DECEMBER 31, 2016				
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 <sup>1</sup>	
	#	% of Total <sup>**</sup>	% of Businesses <sup>***</sup>	% BANK Loans <sup>****</sup>	\$100,000 or less	>\$100,000 to \$250,000	>\$250,000 to \$1,000,000	All	Rev\$ 1 Million or Less
<b>Full Review:</b>									
Denver MSA	300	91.46	87.68	14.33	37.00	21.67	41.33	0.11	0.05
<b>Limited Review:</b>									
Boulder MSA	28	8.54	89.08	17.86	28.57	42.86	28.57	0.04	0.02

\* Based on 2015 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 - 2016).

\*\*\*\* 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 72.87% 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: COLORADO			Evaluation Period: JANUARY 1, 2013 TO DECEMBER 31, 2016				
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 <sup>1</sup>	
	#	% of Total <sup>**</sup>	% of Farms <sup>***</sup>	% BANK Loans <sup>****</sup>	\$100,000 or less	>\$100,000 to \$250,000	>\$250,000 to \$500,000	All	Rev\$ 1 Million or Less
<b>Full Review:</b>									
Denver MSA	0	0.00	95.17	0.00	0.00	0.00	0.00	0.00	0.00
<b>Limited Review:</b>									
Boulder MSA	0	0.00	96.46	0.00	0.00	0.00	0.00	0.00	0.00

\* Based on 2015 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 - 2016).

\*\*\*\* 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: COLORADO		Evaluation Period: OCTOBER 29, 2013 TO DECEMBER 31, 2016				
Assessment Area:	Prior Period Investments'		Current Period Investments		Total Investments			Unfunded Commitments''	
	#	\$(000's)	#	\$(000's)	#	\$(000's)	% of Total	#	\$(000's)
<b>Full Review:</b>									
Denver MSA	22	9,621	40	2,350	62	11,971	97.49	3	920
<b>Limited Review:</b>									
Boulder MSA	4	158	1	5	5	163	1.33	0	0
Statewide without P/M/F	2	145	0	0	2	145	1.18	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: COLORADO				Evaluation Period: OCTOBER 29, 2013 TO DECEMBER 31, 2016			
MA/Assessment Area:	Deposit s	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							
<b>Full Review:</b>																								
Denver MSA	98.06	11	91.67	0.00	9.09	63.64	27.27	0	1	0	0	-1	0	11.39	23.34	32.64	32.59							
<b>Limited Review:</b>																								
Boulder MSA	1.94	1	8.33	0.00	0.00	100.00	0.00	0	0	0	0	0	0	6.89	18.39	45.80	28.91							

**Table 1. Lending Volume**

LENDING VOLUME		Geography: MARYLAND				Evaluation Period: JANUARY 1, 2013 TO DECEMBER 31, 2016						
Assessment Area:	% of Rated Area Loans (#) in MA/AA*	Home Mortgage		Small Loans to Businesses		Small Loans to Farms		Community Development Loans**		Total Reported Loans		% of Rated Area Deposits in MA/AA***
		#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	#	\$(000's)	
<b>Full Review:</b>												
Baltimore MD	100.00	91	30,273	0	0	0	0	0	0	91	30,273	0.00

\* Loan Data as of December 31, 2016. Rated area refers to either state or multi-state MA rating area.

\*\* The evaluation period for Community Development Loans is from October 29, 2013 to December 31, 2016.

\*\*\* Deposit Data as of June 30, 2016. Rated Area refers to either the state, multi-state MA, or institution, as appropriate.

**Table 1. Other Products**

LENDING VOLUME		Geography: MARYLAND				Evaluation Period: JANUARY 1, 2013 TO DECEMBER 31, 2016								
Assessment Area:	% of Rated Area Loans (#) in MA/AA*	Total Optional Loans**		Small Business Real Estate Secured**		Home Equity**		Motor Vehicle**		Credit Card**		Other Secured Consumer**		% of Rated Area Deposits in AA***
		#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	
<b>Full Review:</b>														
Baltimore MD	0.00	0	0	0	0	0	0	0	0	0	0	0	0	0.00

\* Loan Data as of December 31, 2016. Rated area refers to either state or multi-state MA rating area.

\*\* The evaluation period for Optional Product Line(s) is from January 01, 2013 to December 31, 2016.

\*\*\* Deposit Data as of June 30, 2016. Rated Area refers to either the state, multi-state MA, or institution, as appropriate.

**Table 1. Other Products**

LENDING VOLUME					Geography: MARYLAND		Evaluation Period: JANUARY 1, 2013 TO DECEMBER 31, 2016			
Assessment Area:	Other Unsecured Consumer Loans*				Other Optional Loans*					
	#	\$ (000's)		#	\$ (000's)					
<b>Full Review:</b>										
Baltimore MD	0	0		0	0					

\* The evaluation period for Optional Product Line(s) is from January 01, 2013 to December 31, 2016.

**Table 2. Geographic Distribution of Home Purchase Loans**

Geographic Distribution: HOME PURCHASE		Geography: MARYLAND				Evaluation Period: JANUARY 1, 2013 TO DECEMBER 31, 2016					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					
<b>Full Review:</b>															
Baltimore MD	40	100.00	0.00	0.00	0.00	0.00	21.00	32.50	79.00	67.50	0.21	0.00	0.00	0.33	0.17

\* Based on 2015 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: MARYLAND					Evaluation Period: JANUARY 1, 2013 TO DECEMBER 31, 2016								
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	Overa ll	Low	Mod	Mid	Upp
<b>Full Review:</b>															
Baltimore MD	4	100.00	0.00	0.00	0.00	0.00	21.00	0.00	79.00	100.00	0.45	0.00	0.00	0.00	0.56

\* Based on 2015 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: MARYLAND				Evaluation Period: JANUARY 1, 2013 TO DECEMBER 31, 2016					Market Share (%) by Geography				
Assessment Area:	Total Home Mortgage Refinance 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					
<b>Full Review:</b>															
Baltimore MD	47	100.00	0.00	0.00	0.00	0.00	21.00	27.66	79.00	72.34	0.33	0.00	0.00	0.42	0.30

\* Based on 2015 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: MARYLAND				Evaluation Period: JANUARY 1, 2013 TO DECEMBER 31, 2016					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					
<b>Full Review:</b>															
Baltimore MD	0	0.00	0.00	0.00	0.00	0.00	46.84	0.00	53.16	0.00	0.00	0.00	0.00	0.00	0.00

\* Based on 2015 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 Multifamily 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: MARYLAND					Evaluation Period: JANUARY 1, 2013 TO DECEMBER 31, 2016					Market Share (%) by Geography <sup>†</sup>				
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 <sup>**</sup>	% of Business <sup>***</sup>	% BANK Loans	% of Business <sup>***</sup>	% BANK Loans	% of Business <sup>***</sup>	% BANK Loans	% of Business <sup>***</sup>	% BANK Loans						
<b>Full Review:</b>																
Baltimore MD	0	0.00	0.00	0.00	0.00	0.00	22.87	0.00	77.13	0.00	0.00	0.00	0.00	0.00	0.00	

\* Based on 2015 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 (2016).

**Table 7. Geographic Distribution of Small Loans to Farms**

Geographic Distribution: SMALL LOANS TO FARMS		Geography: MARYLAND					Evaluation Period: JANUARY 1, 2013 TO DECEMBER 31, 2016					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						
<b>Full Review:</b>																
Baltimore MD	0	0.00	0.00	0.00	0.00	0.00	14.99	0.00	85.01	0.00	0.00	0.00	0.00	0.00	0.00	

\* Based on 2015 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 (2016).

**Table 8. Borrower Distribution of Home Purchase Loans**

Borrower Distribution: HOME PURCHASE		Geography: MARYLAND					Evaluation Period: JANUARY 1, 2013 TO DECEMBER 31, 2016					Market Share <sup>1</sup>				
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 <sup>2</sup>	% Families <sup>3</sup>	% BANK Loans <sup>4</sup>	% Families <sup>3</sup>	% BANK Loans <sup>2</sup>	% Families <sup>3</sup>	% BANK Loans <sup>4</sup>	% Families <sup>2</sup>	% BANK Loans <sup>4</sup>						
<b>Full Review:</b>																
Baltimore MD	40	100.00	10.16	0.00	11.62	0.00	16.69	20.00	61.52	80.00	0.04	0.00	0.00	0.00	0.06	

\* Based on 2015 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 87.5% of loans originated and purchased by bank.

**Table 9. Borrower Distribution of Home Improvement Loans**

Borrower Distribution: HOME IMPROVEMENT		Geography: MARYLAND					Evaluation Period: JANUARY 1, 2013 TO DECEMBER 31, 2016					Market Share <sup>1</sup>				
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 <sup>2</sup>	% Families <sup>3</sup>	% BANK Loans <sup>4</sup>	% Families <sup>3</sup>	% BANK Loans <sup>4</sup>	% Families <sup>3</sup>	% BANK Loans <sup>4</sup>	% Families <sup>3</sup>	% BANK Loans <sup>4</sup>						
<b>Full Review:</b>																
Baltimore MD	4	100.00	10.16	0.00	11.62	0.00	16.69	0.00	61.52	0.00	0.00	0.00	0.00	0.00	0.00	

\* Based on 2015 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 100.0% of loans originated and purchased by bank.

**Table 10. Borrower Distribution of Home Mortgage Refinance Loans**

Borrower Distribution: HOME MORTGAGE REFINANCE		Geography: MARYLAND					Evaluation Period: JANUARY 1, 2013 TO DECEMBER 31, 2016					Market Share <sup>1</sup>				
Assessment Area:	Total Home Mortgage Refinance Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers							
	#	% of Total <sup>2</sup>	% Families <sup>3</sup>	% BANK Loans <sup>4</sup>	% Families <sup>*</sup>	% BANK Loans <sup>****</sup>	% Families <sup>*</sup>	% BANK Loans <sup>****</sup>	% Families <sup>*</sup>	% BANK Loans <sup>****</sup>	Overa ll	Low	Mod	Mid	Upp	
<b>Full Review:</b>																
Baltimore MD	47	100.0 0	10.16	0.00	11.62	4.55	16.69	31.82	61.52	63.64	0.11	0.00	0.00	0.19	0.09	

\* Based on 2015 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 53.2% of loans originated and purchased by bank.

**Table 11. Borrower Distribution of Small Loans to Businesses**

Borrower Distribution: SMALL LOANS TO BUSINESSES		Geography: MARYLAND			Evaluation Period: JANUARY 1, 2013 TO DECEMBER 31, 2016				
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 <sup>1</sup>	
	#	% of Total <sup>**</sup>	% of Businesses <sup>***</sup>	% BANK Loans <sup>****</sup>	\$100,000 or less	>\$100,000 to \$250,000	>\$250,000 to \$1,000,000	All	Rev\$ 1 Million or Less
<b>Full Review:</b>									
Baltimore MD	0	0.00	83.16	0.00	0.00	0.00	0.00	0.00	0.00

\* Based on 2015 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 - 2016).

\*\*\*\* 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: MARYLAND				Evaluation Period: JANUARY 1, 2013 TO DECEMBER 31, 2016					
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 <sup>1</sup>	
	#	% of Total <sup>**</sup>	% of Farms <sup>***</sup>	% BANK Loans <sup>****</sup>	\$100,000 or less	>\$100,000 to \$250,000	>\$250,000 to \$500,000	All	Rev\$ 1 Million or Less
<b>Full Review:</b>									
Baltimore MD	0	0.00	91.91	0.00	0.00	0.00	0.00	0.00	0.00

\* Based on 2015 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 - 2016).

\*\*\*\* 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: MARYLAND		Evaluation Period: OCTOBER 29, 2013 TO DECEMBER 31, 2016				
Assessment Area:	Prior Period Investments*		Current Period Investments		Total Investments			Unfunded Commitments**	
	#	\$(000's)	#	\$(000's)	#	\$(000's)	% of Total	#	\$(000's)
<b>Full Review:</b>									
Baltimore MD	3	509	5	420	8	929	100.00	1	48

\* '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: MARYLAND Evaluation Period: OCTOBER 29, 2013 TO DECEMBER 31, 2016																	
MA/Assessment Area:	Deposit s	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
<b>Full Review:</b>																	
Baltimore MD	100.00	1	100.00	0.00	0.00	0.00	100.0	0	0	0	0	0	0	0.00	0.00	26.66	73.34

**Table 1. Lending Volume**

LENDING VOLUME												
Geography: NEW MEXICO												
Evaluation Period: JANUARY 1, 2013 TO DECEMBER 31, 2016												
Assessment Area:	% of Rated Area Loans (#) in MA/AA*	Home Mortgage		Small Loans to Businesses		Small Loans to Farms		Community Development Loans**		Total Reported Loans		% of Rated Area Deposits in MA/AA***
		#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	#	\$(000's)	
<b>Full Review:</b>												
Albuquerque MSA	91.29	6,355	959,154	487	112,267	3	360	44	112,217	6,889	1,183,998	98.62
<b>Limited Review:</b>												
Santa Fe MSA	8.71	615	131,187	38	12,379	0	0	0	0	653	143,566	1.38

\* Loan Data as of December 31, 2016. Rated area refers to either state or multi-state MA rating area.

\*\* The evaluation period for Community Development Loans is from October 29, 2013 to December 31, 2016.

\*\*\* Deposit Data as of June 30, 2016. Rated Area refers to either the state, multi-state MA, or institution, as appropriate.

**Table 1. Other Products**

LENDING VOLUME		Geography: NEW MEXICO				Evaluation Period: JANUARY 1, 2013 TO DECEMBER 31, 2016								
Assessment Area:	% of Rated Area Loans (#) in MA/AA*	Total Optional Loans**		Small Business Real Estate Secured**		Home Equity**		Motor Vehicle**		Credit Card**		Other Secured Consumer**		% of Rated Area Deposits in AA***
		#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	
<b>Full Review:</b>														
Albuquerque MSA	0.00	0	0	0	0	0	0	0	0	0	0	0	0	98.62
<b>Limited Review:</b>														
Santa Fe MSA	0.00	0	0	0	0	0	0	0	0	0	0	0	0	1.38

\* Loan Data as of December 31, 2016. Rated area refers to either state or multi-state MA rating area.

\*\* The evaluation period for Optional Product Line(s) is from January 01, 2013 to December 31, 2016.

\*\*\* Deposit Data as of June 30, 2016. Rated Area refers to either the state, multi-state MA, or institution, as appropriate.

**Table 1. Other Products**

LENDING VOLUME					
		Geography: NEW MEXICO		Evaluation Period: JANUARY 1, 2013 TO DECEMBER 31, 2016	
Assessment Area:	Other Unsecured Consumer Loans*		Other Optional Loans*		
	#	\$ (000's)	#	\$ (000's)	
<b>Full Review:</b>					
Albuquerque MSA	0	0	0	0	
<b>Limited Review:</b>					
Santa Fe MSA	0	0	0	0	

\* The evaluation period for Optional Product Line(s) is from January 01, 2013 to December 31, 2016.

**Table 2. Geographic Distribution of Home Purchase Loans**

Geographic Distribution: HOME PURCHASE		Geography: NEW MEXICO				Evaluation Period: JANUARY 1, 2013 TO DECEMBER 31, 2016						Market Share (%) by Geography <sup>1</sup>				
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 <sup>2</sup>	% Owner Occ Units <sup>3</sup>	% BANK Loans <sup>4</sup>	% Owner Occ Units <sup>3</sup>	% BANK Loans	% Owner Occ Units <sup>3</sup>	% BANK Loans	% Owner Occ Units <sup>3</sup>	% BANK Loans						
<b>Full Review:</b>																
Albuquerque MSA	2,691	93.11	2.24	1.75	27.69	21.40	35.35	35.04	34.73	41.81	5.63	6.22	6.61	5.32	5.45	
<b>Limited Review:</b>																
Santa Fe MSA	199	6.89	3.42	0.50	20.89	11.56	34.30	43.22	41.40	44.72	2.69	0.00	1.02	4.52	2.05	

\* Based on 2015 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: NEW MEXICO					Evaluation Period: JANUARY 1, 2013 TO DECEMBER 31, 2016					Market Share (%) by Geography				
Assessment Area:	Total Home Improvement Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Overa ll	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						
<b>Full Review:</b>																
Albuquerque MSA	402	95.71	2.24	1.99	27.69	22.89	35.35	35.82	34.73	39.30	7.89	5.00	8.49	8.02	7.59	
<b>Limited Review:</b>																
Santa Fe MSA	18	4.29	3.42	0.00	20.89	11.11	34.30	55.56	41.40	33.33	3.31	0.00	5.26	4.55	2.20	

\* Based on 2015 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: NEW MEXICO				Evaluation Period: JANUARY 1, 2013 TO DECEMBER 31, 2016					Market Share (%) by Geography				
Assessment Area:	Total Home Mortgage Refinance Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies						
	#	% of Total**	% Owner Occ Units***	% BANK Loans****	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	Overa ll	Low	Mod	Mid	Upp
<b>Full Review:</b>															
Albuquerque MSA	3,256	89.11	2.24	2.24	27.69	21.96	35.35	36.73	34.73	39.07	5.10	7.28	5.26	4.95	5.05
<b>Limited Review:</b>															
Santa Fe MSA	398	10.89	3.42	1.76	20.89	14.82	34.30	33.67	41.40	49.75	4.48	0.00	6.41	3.26	5.02

\* Based on 2015 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: NEW MEXICO				Evaluation Period: JANUARY 1, 2013 TO DECEMBER 31, 2016									
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	Overa ll	Low	Mod	Mid	Upp
<b>Full Review:</b>															
Albuquerque MSA	6	100.00	13.31	16.67	33.96	83.33	34.30	0.00	18.43	0.00	0.00	0.00	0.00	0.00	0.00
<b>Limited Review:</b>															
Santa Fe MSA	0	0.00	17.98	0.00	23.68	0.00	48.09	0.00	10.25	0.00	0.00	0.00	0.00	0.00	0.00

\* Based on 2015 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 Multifamily 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: NEW MEXICO					Evaluation Period: JANUARY 1, 2013 TO DECEMBER 31, 2016					Market Share (%) by Geography <sup>†</sup>				
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 <sup>**</sup>	% of Business <sup>***</sup>	% BANK Loans	% of Business <sup>***</sup>	% BANK Loans	% of Business <sup>***</sup>	% BANK Loans	% of Business <sup>***</sup>	% BANK Loans						
<b>Full Review:</b>																
Albuquerque MSA	487	92.76	6.37	12.11	26.61	39.22	34.32	26.08	32.70	22.59	0.84	2.13	1.48	0.61	0.46	
<b>Limited Review:</b>																
Santa Fe MSA	38	7.24	9.49	26.32	11.15	2.63	42.42	42.11	36.88	28.95	0.40	1.78	0.00	0.31	0.33	

\* Based on 2015 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 (2016).

**Table 7. Geographic Distribution of Small Loans to Farms**

Geographic Distribution: SMALL LOANS TO FARMS		Geography: NEW MEXICO					Evaluation Period: JANUARY 1, 2013 TO DECEMBER 31, 2016					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						
<b>Full Review:</b>																
Albuquerque MSA	3	100.00	3.19	0.00	25.86	0.00	37.47	0.00	33.48	100.00	1.04	0.00	0.00	0.00	6.67	
<b>Limited Review:</b>																
Santa Fe MSA	0	0.00	5.46	0.00	13.22	0.00	35.63	0.00	45.69	0.00	0.00	0.00	0.00	0.00	0.00	

\* Based on 2015 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 (2016).

**Table 8. Borrower Distribution of Home Purchase Loans**

Borrower Distribution: HOME PURCHASE		Geography: NEW MEXICO					Evaluation Period: JANUARY 1, 2013 TO DECEMBER 31, 2016					Market Share <sup>1</sup>				
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 <sup>2</sup>	% Families <sup>3</sup>	% BANK Loans <sup>4</sup>	% Families <sup>3</sup>	% BANK Loans <sup>2*</sup>	% Families <sup>3</sup>	% BANK Loans <sup>4</sup>	% Families <sup>2*</sup>	% BANK Loans <sup>4</sup>						
<b>Full Review:</b>																
Albuquerque MSA	2,691	93.11	22.17	8.30	17.86	26.38	19.18	23.01	40.80	42.32	6.36	5.49	7.30	5.58	6.47	
<b>Limited Review:</b>																
Santa Fe MSA	199	6.89	23.60	7.65	16.10	18.37	18.88	23.98	41.42	50.00	3.07	5.63	3.43	2.26	3.09	

\* Based on 2015 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 2.7% of loans originated and purchased by bank.

**Table 9. Borrower Distribution of Home Improvement Loans**

Borrower Distribution: HOME IMPROVEMENT		Geography: NEW MEXICO					Evaluation Period: JANUARY 1, 2013 TO DECEMBER 31, 2016					Market Share <sup>1</sup>				
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 <sup>2</sup>	% Families <sup>3</sup>	% BANK Loans <sup>3</sup>	% Families <sup>3</sup>	% BANK Loans <sup>3</sup> *	% Families <sup>3</sup>	% BANK Loans <sup>3</sup> *	% Families <sup>3</sup>	% BANK Loans <sup>3</sup> *						
<b>Full Review:</b>																
Albuquerque MSA	402	95.71	22.17	16.37	17.86	20.91	19.18	22.42	40.80	40.30	8.33	10.89	9.71	6.67	8.25	
<b>Limited Review:</b>																
Santa Fe MSA	18	4.29	23.60	11.11	16.10	11.11	18.88	11.11	41.42	66.67	3.43	0.00	0.00	0.00	5.88	

\* Based on 2015 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 1.2% of loans originated and purchased by bank.

**Table 10. Borrower Distribution of Home Mortgage Refinance Loans**

Borrower Distribution: HOME MORTGAGE REFINANCE		Geography: NEW MEXICO					Evaluation Period: JANUARY 1, 2013 TO DECEMBER 31, 2016					Market Share <sup>1</sup>				
Assessment Area:	Total Home Mortgage Refinance Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Overa ll	Low	Mod	Mid	Upp	
	#	% of Total <sup>2</sup>	% Families <sup>3</sup>	% BANK Loans <sup>4</sup>	% Families <sup>*</sup>	% BANK Loans <sup>****</sup>	% Families <sup>*</sup>	% BANK Loans <sup>****</sup>	% Families <sup>*</sup>	% BANK Loans <sup>****</sup>						
<b>Full Review:</b>																
Albuquerque MSA	3,256	89.11	22.17	10.19	17.86	20.65	19.18	24.24	40.80	44.92	6.29	8.88	8.31	6.01	5.44	
<b>Limited Review:</b>																
Santa Fe MSA	398	10.89	23.60	10.45	16.10	22.60	18.88	23.73	41.42	43.22	4.93	4.21	9.69	6.60	3.29	

\* Based on 2015 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 19.4% of loans originated and purchased by bank.

**Table 11. Borrower Distribution of Small Loans to Businesses**

Borrower Distribution: SMALL LOANS TO BUSINESSES		Geography: NEW MEXICO			Evaluation Period: JANUARY 1, 2013 TO DECEMBER 31, 2016				
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 <sup>1</sup>	
	#	% of Total <sup>**</sup>	% of Businesses <sup>***</sup>	% BANK Loans <sup>****</sup>	\$100,000 or less	>\$100,000 to \$250,000	>\$250,000 to \$1,000,000	All	Rev\$ 1 Million or Less
<b>Full Review:</b>									
Albuquerque MSA	487	92.76	84.04	8.21	44.76	28.13	27.10	0.84	0.60
<b>Limited Review:</b>									
Santa Fe MSA	38	7.24	86.32	13.16	36.84	13.16	50.00	0.40	0.22

\* Based on 2015 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 - 2016).

\*\*\*\* 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 80.57% 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: NEW MEXICO			Evaluation Period: JANUARY 1, 2013 TO DECEMBER 31, 2016				
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 <sup>1</sup>	
	#	% of Total <sup>**</sup>	% of Farms <sup>***</sup>	% BANK Loans <sup>****</sup>	\$100,000 or less	>\$100,000 to \$250,000	>\$250,000 to \$500,000	All	Rev\$ 1 Million or Less
<b>Full Review:</b>									
Albuquerque MSA	3	100.00	95.84	0.00	0.00	100.00	0.00	1.04	0.00
<b>Limited Review:</b>									
Santa Fe MSA	0	0.00	98.28	0.00	0.00	0.00	0.00	0.00	0.00

\* Based on 2015 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 - 2016).

\*\*\*\* 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 100.0% of small loans to farms originated and purchased by the bank.

**Table 14. Qualified Investments**

QUALIFIED INVESTMENTS									
			Geography: NEW MEXICO		Evaluation Period: OCTOBER 29, 2013 TO DECEMBER 31, 2016				
Assessment Area:	Prior Period Investments'		Current Period Investments		Total Investments			Unfunded Commitments''	
	#	\$(000's)	#	\$(000's)	#	\$(000's)	% of Total	#	\$(000's)
<b>Full Review:</b>									
Albuquerque MSA	41	2,728	39	13,587	80	16,314	96.96	2	10,103
<b>Limited Review:</b>									
Santa Fe MSA	2	355	4	115	6	470	2.79	0	0
Statewide without P/M/F	1	41	0	0	1	41	0.25	1	8

\* '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: NEW MEXICO Evaluation Period: OCTOBER 29, 2013 TO DECEMBER 31, 2016																	
MA/Assessment Area:	Deposit s	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
<b>Full Review:</b>																	
Albuquerque MSA	98.62	17	94.44	5.88	29.41	41.18	23.53	1	4	0	-1	-2	0	4.46	31.72	33.64	30.17
<b>Limited Review:</b>																	
Santa Fe MSA	1.38	1	5.56	0.00	0.00	100.00	0.00	0	0	0	0	0	0	5.94	23.86	35.11	34.44

**Table 1. Lending Volume**

LENDING VOLUME		Geography: OKLAHOMA				Evaluation Period: JANUARY 1, 2013 TO DECEMBER 31, 2016						
Assessment Area:	% of Rated Area Loans (#) in MA/AA*	Home Mortgage		Small Loans to Businesses		Small Loans to Farms		Community Development Loans**		Total Reported Loans		% of Rated Area Deposits in MA/AA***
		#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	#	\$(000's)	
<b>Full Review:</b>												
OK Non-MSA McIntosh, Muskogee, Pittsburg	2.82	562	50,942	75	14,664	11	1,865	2	10,709	650	78,180	3.28
Oklahoma City MSA	40.05	8,295	1,280,823	892	232,446	1	10	48	201,191	9,236	1,714,470	31.60
Tulsa MSA	49.79	10,561	1,595,254	861	256,739	1	10	68	399,354	11,491	2,251,357	63.37
<b>Limited Review:</b>												
Enid MSA^	0.73	163	18,470	4	189	0	0	0	0	167	18,659	0.62
OK Delaware non-MSA	1.06	235	32,580	8	2,214	0	0	0	0	243	34,794	0.43
OK Garfield non-MSA^^	2.95	666	88,212	10	2,169	0	0	0	0	676	90,381	0.00
OK Kay non-MSA	0.27	62	5,993	1	10	0	0	1	4,316	64	10,319	0.17
OK Payne non-MSA	1.17	257	37,765	11	2,060	0	0	0	0	268	39,825	0.00
OK Washington non-MSA	1.16	242	23,527	23	5,690	1	10	1	2,800	267	32,027	0.55
Statewide without P/M/F	0.00	0	0	0	0	0	0	6	51,765	6	51,765	0

\* Loan Data as of December 31, 2016. Rated area refers to either state or multi-state MA rating area.

\*\* The evaluation period for Community Development Loans is from October 29, 2013 to December 31, 2016.

\*\*\* Deposit Data as of June 30, 2016. Rated Area refers to either the state, multi-state MA, or institution, as appropriate.

^ The evaluation period for this assessment area is January 1, 2016 to December 31, 2016.

^^ The evaluation period for this assessment area is January 1, 2013 to December 31, 2015.

**Table 1. Other Products**

LENDING VOLUME		Geography: OKLAHOMA				Evaluation Period: JANUARY 1, 2013 TO DECEMBER 31, 2016								
Assessment Area:	% of Rated Area Loans (#) in MA/AA <sup>*</sup>	Total Optional Loans**		Small Business Real Estate Secured**		Home Equity**		Motor Vehicle**		Credit Card**		Other Secured Consumer**		% of Rated Area Deposits in AA***
		#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	
<b>Full Review:</b>														
OK Non-MSA McIntosh, Muskogee, Pittsburg	0.00	0	0	0	0	0	0	0	0	0	0	0	0	3.28
Oklahoma City MSA	0.00	0	0	0	0	0	0	0	0	0	0	0	0	31.60
Tulsa MSA	0.00	0	0	0	0	0	0	0	0	0	0	0	0	63.37
<b>Limited Review:</b>														
Enid MSA <sup>^</sup>	0.00	0	0	0	0	0	0	0	0	0	0	0	0	0.62
OK Delaware non-MSA	0.00	0	0	0	0	0	0	0	0	0	0	0	0	0.43
OK Garfield non-MSA <sup>^^</sup>	0.00	0	0	0	0	0	0	0	0	0	0	0	0	0.00
OK Kay non-MSA	0.00	0	0	0	0	0	0	0	0	0	0	0	0	0.17
OK Payne non-MSA	0.00	0	0	0	0	0	0	0	0	0	0	0	0	0.00
OK Washington non-MSA	0.00	0	0	0	0	0	0	0	0	0	0	0	0	0.55

\* Loan Data as of December 31, 2016. Rated area refers to either state or multi-state MA rating area.

\*\* The evaluation period for Optional Product Line(s) is from January 01, 2013 to December 31, 2016.

\*\*\* Deposit Data as of June 30, 2016. Rated Area refers to either the state, multi-state MA, or institution, as appropriate.

<sup>^</sup> The evaluation period for this assessment area is January 1, 2016 to December 31, 2016.

<sup>^^</sup> The evaluation period for this assessment area is January 1, 2013 to December 31, 2015.

**Table 1. Other Products**

LENDING VOLUME				
		Geography: OKLAHOMA		Evaluation Period: JANUARY 1, 2013 TO DECEMBER 31, 2016
Assessment Area:	Other Unsecured Consumer Loans*		Other Optional Loans*	
	#	\$ (000's)	#	\$ (000's)
<b>Full Review:</b>				
OK Non-MSA McIntosh, Muskogee, Pittsburg	0	0	0	0
Oklahoma City MSA	0	0	0	0
Tulsa MSA	0	0	0	0
<b>Limited Review:</b>				
Enid MSA^	0	0	0	0
OK Delaware non-MSA	0	0	0	0
OK Garfield non-MSA^^	0	0	0	0
OK Kay non-MSA	0	0	0	0
OK Payne non-MSA	0	0	0	0
OK Washington non-MSA	0	0	0	0

\* The evaluation period for Optional Product Line(s) is from January 01, 2013 to December 31, 2016.

^ The evaluation period for this assessment area is January 1, 2016 to December 31, 2016.

^^ The evaluation period for this assessment area is January 1, 2013 to December 31, 2015.

**Table 2. Geographic Distribution of Home Purchase Loans**

Geographic Distribution: HOME PURCHASE		Geography: OKLAHOMA				Evaluation Period: JANUARY 1, 2013 TO DECEMBER 31, 2016						Market Share (%) by Geography <sup>1</sup>				
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 <sup>**</sup>	% Owner Occ Units <sup>***</sup>	% BANK Loans <sup>****</sup>	% Owner Occ Units <sup>***</sup>	% BANK Loans	% Owner Occ Units <sup>***</sup>	% BANK Loans	% Owner Occ Units <sup>***</sup>	% BANK Loans						
<b>Full Review:</b>																
OK Non-MSA McIntosh, Muskogee, Pittsburg	219	1.78	0.00	0.00	28.27	46.12	53.46	36.53	18.27	17.35	3.42	0.00	8.88	2.23	2.09	
Oklahoma City MSA	4,930	40.16	3.74	0.73	19.15	11.20	41.66	37.20	35.44	50.87	4.94	5.14	4.36	4.81	5.21	
Tulsa MSA	6,149	50.09	3.89	1.07	19.12	9.60	37.67	33.78	39.31	55.55	8.94	5.52	5.93	8.45	10.09	
<b>Limited Review:</b>																
Enid MSA <sup>^</sup>	77	0.63	7.59	1.30	18.98	18.18	48.51	49.35	24.92	31.17	14.89	0.00	9.23	15.22	15.49	
OK Delaware non-MSA	109	0.89	0.00	0.00	21.95	6.42	78.05	93.58	0.00	0.00	4.08	0.00	2.22	4.45	0.00	
OK Garfield non-MSA <sup>^^</sup>	458	3.73	0.00	0.00	16.34	8.52	50.28	43.23	33.37	48.25	14.89	0.00	9.23	15.22	15.49	
OK Kay non-MSA	22	0.18	0.00	0.00	21.61	4.55	56.15	63.64	22.24	31.82	1.44	0.00	0.00	1.60	2.19	
OK Payne non-MSA	204	1.66	0.14	0.98	0.00	0.00	74.45	58.82	25.41	40.20	5.86	100.00	0.00	4.22	8.49	
OK Washington non-MSA	108	0.88	0.00	0.00	8.51	1.85	45.50	37.96	45.99	60.19	2.56	0.00	0.00	1.56	3.37	

\* Based on 2015 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).

<sup>^</sup> The evaluation period for this assessment area is January 1, 2016 to December 31, 2016.

<sup>^^</sup> The evaluation period for this assessment area is January 1, 2013 to December 31, 2015.

**Table 3. Geographic Distribution of Home Improvement Loans**

Geographic Distribution: HOME IMPROVEMENT															Geography: OKLAHOMA					Evaluation Period: JANUARY 1, 2013 TO DECEMBER 31, 2016				
Assessment Area:	Total Home Improvement Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography <sup>*</sup>													
	#	% of Total <sup>**</sup>	% Owner Occ Units <sup>***</sup>	% BANK Loans <sup>****</sup>	% Owner Occ Units <sup>***</sup>	% BANK Loans	% Owner Occ Units <sup>***</sup>	% BANK Loans	% Owner Occ Units <sup>***</sup>	% BANK Loans	Overa ll	Low	Mod	Mid	Upp									
<b>Full Review:</b>																								
OK Non-MSA McIntosh, Muskogee, Pittsburg	116	6.16	0.00	0.00	28.27	32.76	53.46	53.45	18.27	13.79	7.69	0.00	9.33	8.96	3.41									
Oklahoma City MSA	656	34.82	3.74	1.37	19.15	13.87	41.66	39.79	35.44	44.97	3.09	2.65	2.47	2.67	3.91									
Tulsa MSA	924	49.04	3.89	2.38	19.12	15.26	37.67	32.90	39.31	49.46	10.60	13.95	9.06	8.80	12.66									
<b>Limited Review:</b>																								
Enid MSA <sup>^</sup>	32	1.70	7.59	6.25	18.98	15.63	48.51	56.25	24.92	21.88	9.00	0.00	9.68	5.83	15.00									
OK Delaware non-MSA	36	1.91	0.00	0.00	21.95	5.56	78.05	94.44	0.00	0.00	9.80	0.00	0.00	12.99	0.00									
OK Garfield non-MSA <sup>^^</sup>	46	2.44	0.00	0.00	16.34	21.74	50.28	39.13	33.37	39.13	9.00	0.00	9.68	5.83	15.00									
OK Kay non-MSA	10	0.53	0.00	0.00	21.61	0.00	56.15	80.00	22.24	20.00	2.17	0.00	0.00	2.82	0.00									
OK Payne non-MSA	9	0.48	0.14	0.00	0.00	0.00	74.45	77.78	25.41	22.22	0.00	0.00	0.00	0.00	0.00									
OK Washington non-MSA	55	2.92	0.00	0.00	8.51	7.27	45.50	32.73	45.99	60.00	4.76	0.00	10.00	0.00	6.25									

\* Based on 2015 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).

<sup>^</sup> The evaluation period for this assessment area is January 1, 2016 to December 31, 2016.

<sup>^^</sup> The evaluation period for this assessment area is January 1, 2013 to December 31, 2015.

**Table 4. Geographic Distribution of Home Mortgage Refinance Loans**

Geographic Distribution: HOME MORTGAGE REFINANCE															Geography: OKLAHOMA					Evaluation Period: JANUARY 1, 2013 TO DECEMBER 31, 2016				
Assessment Area:	Total Home Mortgage Refinance Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography <sup>1</sup>													
	#	% of Total <sup>2</sup>	% Owner Occ Units <sup>3</sup>	% BANK Loans <sup>4</sup>	% Owner Occ Units <sup>3</sup>	% BANK Loans	% Owner Occ Units <sup>3</sup>	% BANK Loans	% Owner Occ Units <sup>3</sup>	% BANK Loans	Overa ll	Low	Mod	Mid	Upp									
<b>Full Review:</b>																								
OK Non-MSA McIntosh, Muskogee, Pittsburg	227	3.30	0.00	0.00	28.27	36.56	53.46	48.90	18.27	14.54	6.61	0.00	12.86	6.09	3.91									
Oklahoma City MSA	2,707	39.35	3.74	1.18	19.15	11.93	41.66	39.90	35.44	46.99	5.19	3.59	4.28	5.74	5.02									
Tulsa MSA	3,487	50.69	3.89	1.18	19.12	11.87	37.67	33.95	39.31	53.00	8.34	7.56	8.28	7.13	9.18									
<b>Limited Review:</b>																								
Enid MSA <sup>5</sup>	54	0.78	7.59	1.85	18.98	5.56	48.51	55.56	24.92	37.04	15.08	0.00	14.29	13.66	16.88									
OK Delaware non-MSA	90	1.31	0.00	0.00	21.95	5.56	78.05	94.44	0.00	0.00	4.63	0.00	4.35	4.68	0.00									
OK Garfield non-MSA <sup>6</sup>	161	2.34	0.00	0.00	16.34	8.70	50.28	51.55	33.37	39.75	15.08	0.00	14.29	13.66	16.88									
OK Kay non-MSA	30	0.44	0.00	0.00	21.61	16.67	56.15	60.00	22.24	23.33	0.45	0.00	0.00	0.88	0.00									
OK Payne non-MSA	44	0.64	0.14	0.00	0.00	0.00	74.45	61.36	25.41	38.64	3.76	0.00	0.00	2.33	6.38									
OK Washington non-MSA	79	1.15	0.00	0.00	8.51	1.27	45.50	49.37	45.99	49.37	3.03	0.00	6.25	4.20	2.30									

\* Based on 2015 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).

<sup>1</sup> The evaluation period for this assessment area is January 1, 2016 to December 31, 2016.

<sup>5</sup> The evaluation period for this assessment area is January 1, 2013 to December 31, 2015.

**Table 5. Geographic Distribution of Multifamily Loans**

Geographic Distribution: MULTIFAMILY		Geography: OKLAHOMA					Evaluation Period: JANUARY 1, 2013 TO DECEMBER 31, 2016					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						
<b>Full Review:</b>																
OK Non-MSA McIntosh, Muskogee, Pittsburg	0	0.00	0.00	0.00	26.14	0.00	65.79	0.00	8.07	0.00	0.00	0.00	0.00	0.00	0.00	
Oklahoma City MSA	2	50.00	5.86	50.00	41.76	0.00	33.02	50.00	19.36	0.00	0.00	0.00	0.00	0.00	0.00	
Tulsa MSA	1	25.00	10.47	0.00	34.14	100.00	29.77	0.00	25.62	0.00	0.00	0.00	0.00	0.00	0.00	
<b>Limited Review:</b>																
Enid MSA^	0	0.00	8.86	0.00	13.00	0.00	65.30	0.00	12.84	0.00	0.00	0.00	0.00	0.00	0.00	
OK Delaware non-MSA	0	0.00	0.00	0.00	40.80	0.00	59.20	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	
OK Garfield non-MSA^^	1	25.00	0.00	0.00	15.69	0.00	54.17	100.00	30.14	0.00	0.00	0.00	0.00	0.00	0.00	
OK Kay non-MSA	0	0.00	0.00	0.00	29.78	0.00	59.57	0.00	10.65	0.00	0.00	0.00	0.00	0.00	0.00	
OK Payne non-MSA	0	0.00	6.15	0.00	0.00	0.00	82.03	0.00	11.82	0.00	0.00	0.00	0.00	0.00	0.00	
OK Washington non-MSA	0	0.00	0.00	0.00	27.66	0.00	12.98	0.00	59.35	0.00	0.00	0.00	0.00	0.00	0.00	

\* Based on 2015 Peer Mortgage Data -- US and PR

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

\*\*\* Percentage of Multifamily Units is the number of multifamily 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.

^ The evaluation period for this assessment area is January 1, 2016 to December 31, 2016.

^^ The evaluation period for this assessment area is January 1, 2013 to December 31, 2015.

**Table 6. Geographic Distribution of Small Loans to Businesses**

Geographic Distribution: SMALL LOANS TO BUSINESSES															Geography: OKLAHOMA					Evaluation Period: JANUARY 1, 2013 TO DECEMBER 31, 2016				
Assessment Area:	Total Small Business Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography <sup>†</sup>													
	#	% of Total <sup>**</sup>	% of Business <sup>***</sup>	% BANK Loans	% of Business <sup>***</sup>	% BANK Loans	% of Business <sup>***</sup>	% BANK Loans	% of Business <sup>***</sup>	% BANK Loans	Overall	Low	Mod	Mid	Upp									
<b>Full Review:</b>																								
OK Non-MSA McIntosh, Muskogee, Pittsburg	75	4.05	0.00	0.00	41.33	46.67	40.82	53.33	17.79	0.00	0.97	0.00	1.11	1.13	0.80									
Oklahoma City MSA	859	46.38	6.12	8.03	20.03	19.56	35.68	35.86	36.73	36.55	0.99	0.99	1.09	1.00	0.88									
Tulsa MSA	861	46.49	5.86	8.71	23.01	32.40	32.05	24.51	39.08	34.38	1.36	2.29	1.83	1.27	1.11									
<b>Limited Review:</b>																								
Enid MSA <sup>^</sup>	4	0.22	4.84	0.00	28.87	25.00	46.18	50.00	20.11	25.00	0.00	0.00	0.00	0.00	0.00									
OK Delaware non-MSA	8	0.43	0.00	0.00	21.28	0.00	78.72	100.00	0.00	0.00	0.98	0.00	0.00	1.41	0.00									
OK Garfield non-MSA <sup>^^</sup>	10	0.54	0.00	0.00	25.78	20.00	48.09	60.00	26.13	20.00	0.60	0.00	0.00	0.97	0.59									
OK Kay non-MSA	1	0.05	0.00	0.00	27.86	0.00	53.35	100.00	18.78	0.00	0.00	0.00	0.00	0.00	0.00									
OK Payne non-MSA	11	0.59	3.84	0.00	0.00	0.00	75.40	36.36	20.76	63.64	0.18	0.00	0.00	0.12	0.41									
OK Washington non-MSA	23	1.24	0.00	0.00	18.23	4.35	40.98	52.17	40.78	43.48	0.76	0.00	0.79	0.38	1.03									

\* Based on 2015 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 (2016).

<sup>^</sup> The evaluation period for this assessment area is January 1, 2016 to December 31, 2016.

<sup>^^</sup> The evaluation period for this assessment area is January 1, 2013 to December 31, 2015.

**Table 7. Geographic Distribution of Small Loans to Farms**

Geographic Distribution: SMALL LOANS TO FARMS		Geography: OKLAHOMA					Evaluation Period: JANUARY 1, 2013 TO DECEMBER 31, 2016								
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
<b>Full Review:</b>															
OK Non-MSA McIntosh, Muskogee, Pittsburg	11	78.57	0.00	0.00	30.69	0.00	51.72	27.27	17.59	72.73	1.28	0.00	0.00	0.00	6.38
Oklahoma City MSA	1	7.14	3.03	0.00	15.56	0.00	40.10	0.00	41.06	100.00	0.00	0.00	0.00	0.00	0.00
Tulsa MSA	1	7.14	2.87	0.00	15.20	0.00	45.79	100.00	36.14	0.00	0.00	0.00	0.00	0.00	0.00
<b>Limited Review:</b>															
Enid MSA^	0	0.00	0.77	0.00	17.76	0.00	47.88	0.00	33.59	0.00	0.00	0.00	0.00	0.00	0.00
OK Delaware non-MSA	0	0.00	0.00	0.00	34.19	0.00	65.81	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
OK Garfield non-MSA^^	0	0.00	0.00	0.00	3.99	0.00	57.26	0.00	38.75	0.00	0.00	0.00	0.00	0.00	0.00
OK Kay non-MSA	0	0.00	0.00	0.00	7.83	0.00	72.17	0.00	20.00	0.00	0.00	0.00	0.00	0.00	0.00
OK Payne non-MSA	0	0.00	2.78	0.00	0.00	0.00	70.83	0.00	26.39	0.00	0.00	0.00	0.00	0.00	0.00
OK Washington non-MSA	1	7.14	0.00	0.00	7.09	0.00	63.78	100.00	29.13	0.00	0.00	0.00	0.00	0.00	0.00

\* Based on 2015 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 (2016).

^ The evaluation period for this assessment area is January 1, 2016 to December 31, 2016.

^^ The evaluation period for this assessment area is January 1, 2013 to December 31, 2015.

**Table 8. Borrower Distribution of Home Purchase Loans**

Borrower Distribution: HOME PURCHASE															Geography: OKLAHOMA					Evaluation Period: JANUARY 1, 2013 TO DECEMBER 31, 2016				
Assessment Area:	Total Home Purchase Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Market Share <sup>1</sup>													
	#	% of Total <sup>2</sup>	% Families <sup>3</sup>	% BANK Loans <sup>4</sup>	% Families <sup>3</sup>	% BANK Loans <sup>2*</sup>	% Families <sup>3</sup>	% BANK Loans <sup>4</sup>	% Families <sup>2*</sup>	% BANK Loans <sup>4</sup>	Overall	Low	Mod	Mid	Upp									
<b>Full Review:</b>																								
OK Non-MSA McIntosh, Muskogee, Pittsburg	219	1.78	22.71	5.24	18.31	17.62	19.76	23.33	39.22	53.81	3.81	3.13	3.60	2.33	4.81									
Oklahoma City MSA	4,930	40.16	21.22	6.24	17.54	20.13	20.47	24.74	40.76	48.89	5.55	6.47	4.89	5.07	6.00									
Tulsa MSA	6,149	50.09	20.24	6.28	17.60	21.46	20.43	23.29	41.72	48.97	11.04	9.96	10.89	9.76	11.97									
<b>Limited Review:</b>																								
Enid MSA <sup>5</sup>	77	0.63	19.14	11.69	18.69	31.17	19.50	24.68	42.66	32.47	17.32	11.11	26.03	16.04	15.16									
OK Delaware non-MSA	109	0.89	26.21	0.95	19.61	11.43	20.72	18.10	33.46	69.52	4.72	0.00	4.41	5.21	5.13									
OK Garfield non-MSA <sup>6</sup>	458	3.73	19.14	5.05	18.69	23.74	19.50	25.71	42.66	45.49	17.32	11.11	26.03	16.04	15.16									
OK Kay non-MSA	22	0.18	20.10	0.00	17.73	17.65	20.49	41.18	41.68	41.18	1.40	0.00	1.41	3.19	0.60									
OK Payne non-MSA	204	1.66	18.19	3.85	16.66	9.62	18.47	13.46	46.68	73.08	1.98	0.00	1.11	2.31	2.12									
OK Washington non-MSA	108	0.88	16.66	5.56	15.72	23.15	19.09	24.07	48.54	47.22	3.45	2.94	6.78	3.20	2.42									

\* Based on 2015 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 7.5% of loans originated and purchased by bank.

**Table 9. Borrower Distribution of Home Improvement Loans**

Borrower Distribution: HOME IMPROVEMENT		Geography: OKLAHOMA					Evaluation Period: JANUARY 1, 2013 TO DECEMBER 31, 2016					Market Share <sup>1</sup>				
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 <sup>**</sup>	% Families <sup>***</sup>	% BANK Loans <sup>***</sup>	% Families <sup>***</sup>	% BANK Loans <sup>***</sup>	% Families <sup>***</sup>	% BANK Loans <sup>***</sup>	% Families <sup>***</sup>	% BANK Loans <sup>***</sup>						
<b>Full Review:</b>																
OK Non-MSA McIntosh, Muskogee, Pittsburg	116	6.16	22.71	10.53	18.31	28.07	19.76	22.81	39.22	38.60	8.46	13.51	14.06	8.33	5.06	
Oklahoma City MSA	656	34.82	21.22	8.92	17.54	16.59	20.47	25.35	40.76	49.14	3.13	3.31	2.69	2.86	3.44	
Tulsa MSA	924	49.04	20.24	10.90	17.60	19.47	20.43	19.69	41.72	49.94	11.32	11.11	13.24	9.23	11.66	
<b>Limited Review:</b>																
Enid MSA <sup>^</sup>	32	1.70	19.14	16.13	18.69	19.35	19.50	25.81	42.66	38.71	9.90	21.43	11.54	10.20	7.77	
OK Delaware non-MSA	36	1.91	26.21	11.11	19.61	27.78	20.72	30.56	33.46	30.56	11.63	11.11	12.50	23.81	5.00	
OK Garfield non-MSA <sup>^^</sup>	46	2.44	19.14	6.52	18.69	13.04	19.50	21.74	42.66	58.70	9.90	21.43	11.54	10.20	7.77	
OK Kay non-MSA	10	0.53	20.10	20.00	17.73	10.00	20.49	30.00	41.68	40.00	2.60	0.00	6.67	4.76	0.00	
OK Payne non-MSA	9	0.48	18.19	0.00	16.66	12.50	18.47	37.50	46.68	50.00	0.00	0.00	0.00	0.00	0.00	
OK Washington non-MSA	55	2.92	16.66	7.27	15.72	23.64	19.09	21.82	48.54	47.27	5.95	0.00	18.18	6.67	4.17	

<sup>\*</sup> Based on 2015 Peer Mortgage Data -- US and PR

<sup>\*\*</sup> 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.

<sup>\*\*\*</sup> Percentage of Families is based on the 2010 Census information.

<sup>\*\*\*\*</sup> As a percentage of loans with borrower income information available. No information was available for 2.5% of loans originated and purchased by bank.

**Table 10. Borrower Distribution of Home Mortgage Refinance Loans**

Borrower Distribution: HOME MORTGAGE REFINANCE			Geography: OKLAHOMA				Evaluation Period: JANUARY 1, 2013 TO DECEMBER 31, 2016					Market Share <sup>1</sup>				
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 <sup>2</sup>	% Families <sup>3</sup>	% BANK Loans <sup>4</sup>	% Families <sup>2</sup>	% BANK Loans <sup>4</sup>	% Families <sup>2</sup>	% BANK Loans <sup>4</sup>	% Families <sup>2</sup>	% BANK Loans <sup>3</sup>						
<b>Full Review:</b>																
OK Non-MSA McIntosh, Muskogee, Pittsburg	227	3.30	22.71	12.98	18.31	21.15	19.76	22.12	39.22	43.75	7.69	13.16	10.89	6.00	6.83	
Oklahoma City MSA	2,707	39.35	21.22	8.03	17.54	18.18	20.47	24.78	40.76	49.01	5.92	6.53	5.79	6.75	5.49	
Tulsa MSA	3,487	50.69	20.24	6.64	17.60	18.72	20.43	21.87	41.72	52.77	9.79	9.78	11.56	8.64	9.76	
<b>Limited Review:</b>																
Enid MSA <sup>5</sup>	54	0.78	19.14	0.00	18.69	20.75	19.50	16.98	42.66	62.26	18.62	20.00	20.45	15.09	19.05	
OK Delaware non-MSA	90	1.31	26.21	9.41	19.61	15.29	20.72	23.53	33.46	51.76	5.20	0.00	8.57	6.38	4.60	
OK Garfield non-MSA <sup>6</sup>	161	2.34	19.14	7.14	18.69	14.29	19.50	23.38	42.66	55.19	18.62	20.00	20.45	15.09	19.05	
OK Kay non-MSA	30	0.44	20.10	0.00	17.73	29.63	20.49	18.52	41.68	51.85	0.56	0.00	0.00	0.00	0.98	
OK Payne non-MSA	44	0.64	18.19	14.29	16.66	0.00	18.47	19.05	46.68	66.67	1.68	13.33	0.00	1.54	1.06	
OK Washington non-MSA	79	1.15	16.66	4.11	15.72	32.88	19.09	20.55	48.54	42.47	3.80	4.17	10.64	6.25	1.10	

<sup>1</sup> \* Based on 2015 Peer Mortgage Data -- US and PR

<sup>2</sup> \*\* 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.

<sup>3</sup> \*\*\* Percentage of Families is based on the 2010 Census information.

<sup>4</sup> \*\*\*\* As a percentage of loans with borrower income information available. No information was available for 10.6% of loans originated and purchased by bank.

**Table 11. Borrower Distribution of Small Loans to Businesses**

Borrower Distribution: SMALL LOANS TO BUSINESSES		Geography: OKLAHOMA			Evaluation Period: JANUARY 1, 2013 TO DECEMBER 31, 2016				
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 <sup>1</sup>	
	#	% of Total <sup>**</sup>	% of Businesses <sup>***</sup>	% BANK Loans <sup>****</sup>	\$100,000 or less	>\$100,000 to \$250,000	>\$250,000 to \$1,000,000	All	Rev\$ 1 Million or Less
<b>Full Review:</b>									
OK Non-MSA McIntosh, Muskogee, Pittsburg	75	3.98	77.02	16.00	50.67	21.33	28.00	0.97	0.68
Oklahoma City MSA	892	47.32	83.84	7.85	48.65	17.60	33.74	0.99	0.99
Tulsa MSA	861	45.68	84.74	9.87	40.88	18.12	41.00	1.36	1.17
<b>Limited Review:</b>									
Enid MSA <sup>^</sup>	4	0.21	79.16	50.00	100.00	0.00	0.00	0.00	0.00
OK Delaware non-MSA	8	0.42	85.86	12.50	37.50	37.50	25.00	0.98	1.56
OK Garfield non-MSA <sup>^^</sup>	10	0.53	76.28	0.00	70.00	10.00	20.00	0.60	0.44
OK Kay non-MSA	1	0.05	77.70	100.00	100.00	0.00	0.00	0.00	0.00
OK Payne non-MSA	11	0.58	78.69	18.18	36.36	45.45	18.18	0.18	0.38
OK Washington non-MSA	23	1.22	81.49	17.39	56.52	4.35	39.13	0.76	0.86

\* Based on 2015 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 - 2016).

\*\*\*\* 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 82.52% of small loans to businesses originated and purchased by the bank.

<sup>^</sup> The evaluation period for this assessment area is January 1, 2016 to December 31, 2016.

<sup>^^</sup> The evaluation period for this assessment area is January 1, 2013 to December 31, 2015.

**Table 12. Borrower Distribution of Small Loans to Farms**

Borrower Distribution: SMALL LOANS TO FARMS									
Geography: OKLAHOMA					Evaluation Period: JANUARY 1, 2013 TO DECEMBER 31, 2016				
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 <sup>1</sup>	
	#	% of Total <sup>**</sup>	% of Farms <sup>***</sup>	% BANK Loans <sup>****</sup>	\$100,000 or less	>\$100,000 to \$250,000	>\$250,000 to \$500,000	All	Rev\$ 1 Million or Less
<b>Full Review:</b>									
OK Non-MSA McIntosh, Muskogee, Pittsburg	11	78.57	98.28	0.00	63.64	0.00	36.36	1.28	0.50
Oklahoma City MSA	1	7.14	95.91	0.00	100.00	0.00	0.00	0.00	0.00
Tulsa MSA	1	7.14	95.79	0.00	100.00	0.00	0.00	0.00	0.00
<b>Limited Review:</b>									
Enid MSA <sup>^</sup>	0	0.00	98.84	0.00	0.00	0.00	0.00	0.00	0.00
OK Delaware non-MSA	0	0.00	96.58	0.00	0.00	0.00	0.00	0.00	0.00
OK Garfield non-MSA <sup>^^</sup>	0	0.00	98.86	0.00	0.00	0.00	0.00	0.00	0.00
OK Kay non-MSA	0	0.00	98.70	0.00	0.00	0.00	0.00	0.00	0.00
OK Payne non-MSA	0	0.00	97.22	0.00	0.00	0.00	0.00	0.00	0.00
OK Washington non-MSA	1	7.14	97.64	100.00	100.00	0.00	0.00	0.00	0.00

\* Based on 2015 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 - 2016).

\*\*\*\* 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 85.71% of small loans to farms originated and purchased by the bank.

<sup>^</sup> The evaluation period for this assessment area is January 1, 2016 to December 31, 2016.

<sup>^^</sup> The evaluation period for this assessment area is January 1, 2013 to December 31, 2015.

**Table 14. Qualified Investments**

QUALIFIED INVESTMENTS									
			Geography: OKLAHOMA		Evaluation Period: OCTOBER 29, 2013 TO DECEMBER 31, 2016				
Assessment Area:	Prior Period Investments*		Current Period Investments		Total Investments			Unfunded Commitments**	
	#	\$(000's)	#	\$(000's)	#	\$(000's)	% of Total	#	\$(000's)
<b>Full Review:</b>									
OK Non-MSA McIntosh, Muskogee, Pittsburg	9	4,227	5	10,522	14	14,749	12.30	5	7,739
Oklahoma City MSA	48	13,698	57	20,213	105	33,911	28.28	9	16,829
Tulsa MSA	54	31,266	116	17,104	170	48,370	40.34	5	379
<b>Limited Review:</b>									
Enid MSA^	1	1,377	1	3	2	1,380	1.15	0	0
OK Delaware non-MSA	2	22	0	0	2	22	0.02	0	0
OK Garfield non-MSA^^	0	0	0	0	0	0	0	0	0
OK Kay non-MSA	2	5,253	0	0	2	5,253	4.38	1	147
OK Payne non-MSA	2	357	0	0	2	357	0.30	1	10
OK Washington non-MSA	5	26	1	2	6	28	0.03	0	0
Statewide without P/M/F	35	3,350	2	12,441	37	15,822	13.20	7	11,476

\* '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.

^ The evaluation period for this assessment area is January 1, 2016 to December 31, 2016.

^^ The evaluation period for this assessment area is January 1, 2013 to December 31, 2015.

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

DISTRIBUTION OF BRANCH DELIVERY SYSTEM AND BRANCH OPENINGS/CLOSINGS Geography: OKLAHOMA Evaluation Period: OCTOBER 29, 2013 TO DECEMBER 31, 2016																	
MA/Assessment Area:	Deposits	Branches						Branch Openings/Closings						Population			
	% of Rated Area Deposits in AA	# of BANK Branches	% of Rated Area Branches in AA	Location of Branches by Income of Geographies (%)				# of Branch Openings	# of Branch Closings	Net change in Location of Branches (+ or -)				% of Population within Each Geography			
				Low	Mod	Mid	Upp			Low	Mod	Mid	Upp	Low	Mod	Mid	Upp
<b>Full Review:</b>																	
OK Non-MSA McIntosh, Muskogee, Pittsburg	3.28	5	9.80	0.00	60.00	20.00	20.00	1	1	0	0	-1	1	0.00	30.33	51.58	16.78
Oklahoma City MSA	31.60	19*	37.26	0.00	5.26	42.11	47.37	3	15	-2	-3	-5	-2	6.36	24.92	38.39	30.21
Tulsa MSA	63.37	23	45.10	4.35	26.09	26.09	43.48	3	16	-1	-4	-4	-4	6.84	23.79	35.59	33.78
<b>Limited Review:</b>																	
Enid MSA <sup>^</sup>	0.62	1	1.96	0.00	0.00	0.00	100.0	0	0	0	0	0	0	10.74	20.32	50.40	18.55
OK Delaware non-MSA	0.43	1	1.96	0.00	0.00	100.0	0.00	0	1	0	0	-1	0	0.00	27.30	72.70	0.00
OK Garfield non-MSA <sup>^^</sup>	0.00	1	1.96	0.00	0.00	0.00	100.0	0	0	0	0	0	0	0.00	20.33	53.74	25.93
OK Kay non-MSA	0.17	1	1.96	0.00	0.00	100.0	0.00	0	1	0	0	-1	0	0.00	27.02	55.59	17.39
OK Payne non-MSA	0.00	0	0.00	0.00	0.00	0.00	0.00	0	1	0	0	-1	0	8.24	0.00	69.26	22.50
OK Washington non-MSA	0.55	1	1.96	0.00	0.00	0.00	100.0	0	1	0	0	0	-1	0.00	13.16	44.85	41.98

<sup>^</sup> The evaluation period for this assessment area is January 1, 2016 to December 31, 2016.

<sup>^^</sup> The evaluation period for this assessment area is January 1, 2013 to December 31, 2015.

**Table 1. Lending Volume**

LENDING VOLUME		Geography: TEXAS		Evaluation Period: JANUARY 1, 2013 TO DECEMBER 31, 2016								
Assessment Area:	% of Rated Area Loans (#) in MA/AA*	Home Mortgage		Small Loans to Businesses		Small Loans to Farms		Community Development Loans**		Total Reported Loans		% of Rated Area Deposits in MA/AA***
		#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	#	\$(000's)	
<b>Full Review:</b>												
Dallas MSA	66.54	7,749	1,849,120	1,208	369,210	2	25	84	392,257	9,043	2,610,612	68.13
Houston MSA	32.00	3,911	814,685	397	130,936	1	150	29	165,859	4,338	1,111,630	29.28
<b>Limited Review:</b>												
Sherman MSA	1.46	140	18,482	55	11,192	2	560	0	0	197	30,234	2.59
Statewide without P/M/F	0.00	0	0	0	0	0	0	10	37,696	10	37,696	0

\* Loan Data as of December 31, 2016. Rated area refers to either state or multi-state MA rating area.

\*\* The evaluation period for Community Development Loans is from October 29, 2013 to December 31, 2016.

\*\*\* Deposit Data as of June 30, 2016. Rated Area refers to either the state, multi-state MA, or institution, as appropriate.

**Table 1. Other Products**

LENDING VOLUME		Geography: TEXAS				Evaluation Period: JANUARY 1, 2013 TO DECEMBER 31, 2016								
Assessment Area:	% of Rated Area Loans (#) in MA/AA*	Total Optional Loans**		Small Business Real Estate Secured**		Home Equity**		Motor Vehicle**		Credit Card**		Other Secured Consumer**		% of Rated Area Deposits in AA***
		#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	
<b>Full Review:</b>														
Dallas MSA	0.00	0	0	0	0	0	0	0	0	0	0	0	0	68.13
Houston MSA	0.00	0	0	0	0	0	0	0	0	0	0	0	0	29.28
<b>Limited Review:</b>														
Sherman MSA	0.00	0	0	0	0	0	0	0	0	0	0	0	0	2.59

\* Loan Data as of December 31, 2016. Rated area refers to either state or multi-state MA rating area.

\*\* The evaluation period for Optional Product Line(s) is from January 01, 2013 to December 31, 2016.

\*\*\* Deposit Data as of June 30, 2016. Rated Area refers to either the state, multi-state MA, or institution, as appropriate.

**Table 1. Other Products**

LENDING VOLUME					Geography: TEXAS		Evaluation Period: JANUARY 1, 2013 TO DECEMBER 31, 2016			
Assessment Area:	Other Unsecured Consumer Loans*				Other Optional Loans*					
	#	\$ (000's)		#	\$ (000's)					
<b>Full Review:</b>										
Dallas MSA	0	0		0	0					
Houston MSA	0	0		0	0					
<b>Limited Review:</b>										
Sherman MSA	0	0		0	0					

\* The evaluation period for Optional Product Line(s) is from January 01, 2013 to December 31, 2016.

**Table 2. Geographic Distribution of Home Purchase Loans**

Geographic Distribution: HOME PURCHASE		Geography: TEXAS				Evaluation Period: JANUARY 1, 2013 TO DECEMBER 31, 2016						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						
<b>Full Review:</b>																
Dallas MSA	5,043	64.62	5.00	1.33	19.73	10.09	30.93	31.01	44.34	57.56	1.20	0.84	1.06	1.23	1.23	
Houston MSA	2,703	34.64	4.39	2.37	21.65	12.84	28.99	28.15	44.97	56.64	0.63	1.05	0.84	0.57	0.62	
<b>Limited Review:</b>																
Sherman MSA	58	0.74	0.00	0.00	23.02	15.52	57.35	62.07	19.64	22.41	0.74	0.00	0.52	0.57	1.24	

\* Based on 2015 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: TEXAS					Evaluation Period: JANUARY 1, 2013 TO DECEMBER 31, 2016				
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	Overa ll	Low	Mod	Mid	Upp									
<b>Full Review:</b>																								
Dallas MSA	214	63.88	5.00	3.27	19.73	13.08	30.93	21.03	44.34	62.62	0.81	0.00	1.15	0.81	0.77									
Houston MSA	117	34.93	4.39	1.71	21.65	9.40	28.99	22.22	44.97	66.67	0.71	0.00	0.63	0.70	0.75									
<b>Limited Review:</b>																								
Sherman MSA	4	1.19	0.00	0.00	23.02	50.00	57.35	50.00	19.64	0.00	0.00	0.00	0.00	0.00	0.00									

\* Based on 2015 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: TEXAS					Evaluation Period: JANUARY 1, 2013 TO DECEMBER 31, 2016					Market Share (%) by Geography				
Assessment Area:	Total Home Mortgage Refinance Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies							
	#	% of Total**	% Owner Occ Units***	% BANK Loans****	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	Overa ll	Low	Mod	Mid	Upp	
<b>Full Review:</b>																
Dallas MSA	2,473	67.98	5.00	1.42	19.73	9.18	30.93	25.68	44.34	63.73	1.08	1.35	0.83	1.08	1.12	
Houston MSA	1,087	29.88	4.39	1.93	21.65	8.74	28.99	23.74	44.97	65.59	0.55	0.82	0.46	0.59	0.54	
<b>Limited Review:</b>																
Sherman MSA	78	2.14	0.00	0.00	23.02	24.36	57.35	55.13	19.64	20.51	2.23	0.00	4.70	1.62	2.00	

\* Based on 2015 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: TEXAS				Evaluation Period: JANUARY 1, 2013 TO DECEMBER 31, 2016						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						
<b>Full Review:</b>																
Dallas MSA	19	82.61	20.11	21.05	30.08	26.32	30.14	36.84	19.67	15.79	0.79	0.80	0.00	1.39	1.10	
Houston MSA	4	17.39	23.45	25.00	31.38	25.00	20.66	25.00	24.51	25.00	0.63	0.00	0.87	0.00	1.64	
<b>Limited Review:</b>																
Sherman MSA	0	0.00	0.00	0.00	17.49	0.00	77.42	0.00	5.09	0.00	0.00	0.00	0.00	0.00	0.00	

\* Based on 2015 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 Multifamily 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: TEXAS					Evaluation Period: JANUARY 1, 2013 TO DECEMBER 31, 2016					Market Share (%) by Geography <sup>†</sup>				
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 <sup>**</sup>	% of Business <sup>***</sup>	% BANK Loans	% of Business <sup>***</sup>	% BANK Loans	% of Business <sup>***</sup>	% BANK Loans	% of Business <sup>***</sup>	% BANK Loans						
<b>Full Review:</b>																
Dallas MSA	1,208	72.77	7.27	16.14	18.79	22.27	26.99	22.19	46.73	39.40	0.23	0.41	0.30	0.20	0.19	
Houston MSA	397	23.92	8.52	7.81	19.41	15.87	24.38	26.45	47.65	49.87	0.08	0.09	0.04	0.11	0.07	
<b>Limited Review:</b>																
Sherman MSA	55	3.31	0.00	0.00	25.14	29.09	59.05	69.09	15.81	1.82	0.68	0.00	0.48	1.00	0.00	

\* Based on 2015 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 (2016).

**Table 7. Geographic Distribution of Small Loans to Farms**

Geographic Distribution: SMALL LOANS TO FARMS		Geography: TEXAS					Evaluation Period: JANUARY 1, 2013 TO DECEMBER 31, 2016					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						
<b>Full Review:</b>																
Dallas MSA	2	40.00	5.31	0.00	17.33	0.00	31.93	100.00	45.38	0.00	0.24	0.00	0.00	0.57	0.00	
Houston MSA	1	20.00	5.15	0.00	17.19	0.00	29.98	100.00	47.65	0.00	0.00	0.00	0.00	0.00	0.00	
<b>Limited Review:</b>																
Sherman MSA	2	40.00	0.00	0.00	8.94	0.00	63.30	0.00	27.75	100.00	0.00	0.00	0.00	0.00	0.00	

\* Based on 2015 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 (2016).

**Table 8. Borrower Distribution of Home Purchase Loans**

Borrower Distribution: HOME PURCHASE		Geography: TEXAS					Evaluation Period: JANUARY 1, 2013 TO DECEMBER 31, 2016					Market Share <sup>1</sup>				
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 <sup>2</sup>	% Families <sup>3</sup>	% BANK Loans <sup>4</sup>	% Families <sup>3</sup>	% BANK Loans <sup>2*</sup>	% Families <sup>3</sup>	% BANK Loans <sup>4</sup>	% Families <sup>2*</sup>	% BANK Loans <sup>4</sup>						
<b>Full Review:</b>																
Dallas MSA	5,043	64.62	22.85	5.02	16.75	12.30	18.33	17.60	42.06	65.09	0.96	1.03	0.73	0.84	1.07	
Houston MSA	2,703	34.64	24.31	6.44	16.65	19.24	17.38	20.30	41.67	54.02	0.72	1.55	1.04	0.62	0.62	
<b>Limited Review:</b>																
Sherman MSA	58	0.74	20.83	5.41	18.13	10.81	21.26	24.32	39.78	59.46	0.47	0.00	0.26	0.20	0.77	

\* Based on 2015 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 21.2% of loans originated and purchased by bank.

**Table 9. Borrower Distribution of Home Improvement Loans**

Borrower Distribution: HOME IMPROVEMENT		Geography: TEXAS					Evaluation Period: JANUARY 1, 2013 TO DECEMBER 31, 2016					Market Share <sup>1</sup>				
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 <sup>**</sup>	% Families <sup>***</sup>	% BANK Loans <sup>***</sup>	% Families <sup>***</sup>	% BANK Loans <sup>***</sup>	% Families <sup>***</sup>	% BANK Loans <sup>***</sup>	% Families <sup>***</sup>	% BANK Loans <sup>***</sup>						
<b>Full Review:</b>																
Dallas MSA	214	63.88	22.85	6.59	16.75	13.19	18.33	17.03	42.06	63.19	0.65	0.82	1.06	0.76	0.54	
Houston MSA	117	34.93	24.31	7.96	16.65	11.50	17.38	19.47	41.67	61.06	0.71	0.87	0.92	1.11	0.57	
<b>Limited Review:</b>																
Sherman MSA	4	1.19	20.83	0.00	18.13	25.00	21.26	0.00	39.78	75.00	0.00	0.00	0.00	0.00	0.00	

\* Based on 2015 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 10.7% of loans originated and purchased by bank.

**Table 10. Borrower Distribution of Home Mortgage Refinance Loans**

Borrower Distribution: HOME MORTGAGE REFINANCE		Geography: TEXAS					Evaluation Period: JANUARY 1, 2013 TO DECEMBER 31, 2016					Market Share <sup>1</sup>				
Assessment Area:	Total Home Mortgage Refinance Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers							
	#	% of Total <sup>2</sup>	% Families <sup>3</sup>	% BANK Loans <sup>4</sup>	% Families <sup>*</sup>	% BANK Loans <sup>****</sup>	% Families <sup>*</sup>	% BANK Loans <sup>****</sup>	% Families <sup>**</sup>	% BANK Loans <sup>****</sup>	% Families <sup>**</sup>	% BANK Loans <sup>****</sup>	Overa II	Low	Mod	Mid
<b>Full Review:</b>																
Dallas MSA	2,473	67.98	22.85	3.98	16.75	12.94	18.33	17.48	42.06	65.60	0.98	0.68	0.92	0.84	1.06	
Houston MSA	1,087	29.88	24.31	4.02	16.65	10.71	17.38	19.26	41.67	66.01	0.63	0.71	0.65	0.55	0.64	
<b>Limited Review:</b>																
Sherman MSA	78	2.14	20.83	9.86	18.13	22.54	21.26	21.13	39.78	46.48	2.53	5.56	3.77	3.09	1.72	

\* Based on 2015 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 22.3% of loans originated and purchased by bank.

**Table 11. Borrower Distribution of Small Loans to Businesses**

Borrower Distribution: SMALL LOANS TO BUSINESSES									
Geography: TEXAS					Evaluation Period: JANUARY 1, 2013 TO DECEMBER 31, 2016				
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 <sup>1</sup>	
	#	% of Total <sup>**</sup>	% of Businesses <sup>***</sup>	% BANK Loans <sup>****</sup>	\$100,000 or less	>\$100,000 to \$250,000	>\$250,000 to \$1,000,000	All	Rev\$ 1 Million or Less
<b>Full Review:</b>									
Dallas MSA	1,208	72.77	85.22	6.21	34.02	26.74	39.24	0.23	0.14
Houston MSA	397	23.92	85.25	6.55	38.79	16.62	44.58	0.08	0.06
<b>Limited Review:</b>									
Sherman MSA	55	3.31	83.29	5.45	40.00	30.91	29.09	0.68	0.55

\* Based on 2015 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 - 2016).

\*\*\*\* 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 82.29% 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: TEXAS			Evaluation Period: JANUARY 1, 2013 TO DECEMBER 31, 2016				
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 <sup>1</sup>	
	#	% of Total <sup>**</sup>	% of Farms <sup>***</sup>	% BANK Loans <sup>****</sup>	\$100,000 or less	>\$100,000 to \$250,000	>\$250,000 to \$500,000	All	Rev\$ 1 Million or Less
<b>Full Review:</b>									
Dallas MSA	2	40.00	94.64	0.00	100.00	0.00	0.00	0.24	0.44
Houston MSA	1	20.00	94.72	0.00	0.00	100.00	0.00	0.00	0.00
<b>Limited Review:</b>									
Sherman MSA	2	40.00	99.08	50.00	0.00	0.00	100.00	0.00	0.00

\* Based on 2015 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 - 2016).

\*\*\*\* 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 80.00% of small loans to farms originated and purchased by the bank.

**Table 14. Qualified Investments**

QUALIFIED INVESTMENTS									
			Geography: TEXAS		Evaluation Period: OCTOBER 29, 2013 TO DECEMBER 31, 2016				
Assessment Area:	Prior Period Investments'		Current Period Investments		Total Investments			Unfunded Commitments''	
	#	\$(000's)	#	\$(000's)	#	\$(000's)	% of Total	#	\$(000's)
<b>Full Review:</b>									
Dallas MSA	66	19,632	86	12,357	152	31,989	52.20	9	8,510
Houston MSA	53	4,857	47	8,269	100	13,126	21.42	3	1,178
<b>Limited Review:</b>									
Sherman MSA	4	34	1	6,874	5	6,908	11.27	1	5,391
Statewide without P/M/F	2	1,328	1	7,934	3	9,262	15.11	2	6,194

\* '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: TEXAS Evaluation Period: OCTOBER 29, 2013 TO DECEMBER 31, 2016																	
MA/Assessment Area:	Deposits	Branches						Branch Openings/Closings						Population			
	% of Rated Area Deposits in AA	# of BANK Branches	% of Rated Area Branches in AA	Location of Branches by Income of Geographies (%)				# of Branch Openings	# of Branch Closings	Net change in Location of Branches (+ or -)				% of Population within Each Geography			
				Low	Mod	Mid	Upp			Low	Mod	Mid	Upp	Low	Mod	Mid	Upp
<b>Full Review:</b>																	
Dallas MSA	68.13	21	60.00	19.05	19.05	9.52	52.38	2	9	0	0	-2	-5	10.36	25.54	29.29	34.81
Houston MSA	29.28	13	37.14	0.00	7.69	15.38	76.92	1	2	-1	0	0	0	10.24	26.94	27.68	34.81
<b>Limited Review:</b>																	
Sherman MSA	2.59	1	2.86	0.00	100.0	0.00	0.00	0	1	0	0	-1	0	0.00	25.43	56.28	18.29