



PUBLIC DISCLOSURE

December 31, 2011

COMMUNITY REINVESTMENT ACT PERFORMANCE EVALUATION

TCF National Bank
Charter Number 23253

200 Lake Street East
Wayzata, MN 55391

Office of the Comptroller of the Currency

Midsized 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.

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General Information and Overall CRA Rating

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

This document is an evaluation of the CRA performance of TCF National Bank issued by the OCC, the institution's supervisory agency, for the evaluation period starting January 1, 2007 and ending December 31, 2011. The agency rates the CRA performance of an institution consistent with the provisions set forth in Appendix A to 12 CFR Part 25.

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

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

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

* The Lending Test is weighted more heavily than the investment and service tests when arriving at an overall rating.

The major factors that support this rating include:

- The OCC considered discriminatory or other illegal credit practices in rating the bank's performance. The CRA performance rating was not lowered as a result of these findings. We considered the nature, extent, and strength of the evidence of the practices; the extent to which institution had policies and procedures in place to prevent the practices; and the extent to which the institution has taken or has committed to take corrective action, including voluntary corrective action resulting from self-assessment; and other relevant information.
- The distribution of borrowers reflects excellent penetration among borrowers of different income levels and businesses of different sizes.
- The geographic distribution of loans reflects good penetration throughout the assessment areas (AA).
- A high percentage of the bank's loans are made in TCF's AAs.

- Lending levels reflect adequate responsiveness to AA credit needs.
- Community development loans had a neutral impact on the overall Lending Test rating.
- The institution has an adequate level of qualified investments and grants exhibiting adequate responsiveness to credit and community economic development needs.
- Accessibility to retail banking services is good, and TCF provides an adequate level of community development services. However, TCF provides limited or no CD services in several smaller AAs which negatively impacts overall performance under the Service Test.

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/AA.

Census Tract (CT): A small subdivision of metropolitan and other densely populated counties. Census tract boundaries do not cross county lines; however, they may cross the boundaries of metropolitan areas. Census tracts usually have between 2,500 and 8,000 persons, and their physical size varies widely depending upon population density. Census tracts are designed to be homogeneous with respect to population characteristics, economic status, and living conditions to allow for statistical comparisons.

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 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 percent of the area median income, or a median family income that is less than 50 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/AA.

Median Family Income (MFI): The median income determined by the U.S. Census Bureau every ten years and used to determine the income level category of geographies. Also, the median income determined by the Department of Housing and Urban Development annually that is used to determine the income level category of individuals. For any given area, the median is the point at which half of the families have income above it and half below it.

Metropolitan Area (MA): Any metropolitan statistical area or metropolitan division, as defined by the Office of Management and Budget, 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 in a Metropolitan Statistical Area that contains a population of at least 2.5 million. A Metropolitan Division consists of one or more counties that represent an employment center or centers, plus adjacent counties associated with the main county or counties through commuting ties.

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

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

Moderate-Income: Individual income that is at least 50 percent and less than 80 percent of the area median income, or a median family income that is at least 50 percent and less than 80 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 multi-state 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 in a multi-state metropolitan area, the institution will receive a rating for the multi-state metropolitan area.

Small Loan(s) to Business(es): A loan included in 'loans to small businesses' as defined in the Consolidated Report of Condition and Income (Call Report) 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 percent of the area median income, or a median family income that is at least 120 percent, in the case of a geography.

Description of Institution

TCF National Bank (TCF or the bank) is a \$19 billion interstate bank headquartered in Wayzata, Minnesota and chartered in Sioux Falls, South Dakota. TCF is a wholly-owned subsidiary of the \$19 billion TCF Financial Corporation (TCFFC) also headquartered in Wayzata, Minnesota. Net loans and leases represent 73 percent of TCF's assets. The loan portfolio, by dollar volume, consisted of 37 percent one-to-four family residential real estate, 35 percent commercial, 15 percent commercial leases, and 13 percent consumer loans. TCF's Tier One Capital was \$1.6 billion and the Tier One Leverage Capital ratio was 8 percent as of December 31, 2011.

TCF is a full-service commercial bank with a focus on retail loan and deposit products and emphasis on customer convenience. Retail lending is focused on loans secured by residential real estate, including home equity lending. Ninety-seven percent of branch locations are open seven days a week and have expanded hours of operation. Fifty-five percent of branch locations are in supermarkets that allow for convenient access for customers of all income levels. Although many of the states have supermarket branch locations, the supermarket branch locations are most prevalent in Minnesota and Illinois. TCF also has an extensive automated teller machine (ATM) network.

TCF has operating subsidiaries involved in indirect auto lending, equipment financing, inventory financing, and charitable contributions. TCF management elected to have the activities of TCF Foundation included in this evaluation. TCF Foundation is the entity through which the bank has made its charitable contributions. None of TCF's subsidiaries has an adverse impact on TCF's capacity to lend or invest in its communities.

TCF's 433 branch offices are located in eight states. It operates 109 branch offices in Minnesota, most of which are in the Minneapolis-St. Paul-Bloomington MSA (101). TCF operates 200 branch offices in Illinois, the majority of which are in the Chicago-Naperville-Joliet MD (177). TCF also has 53 branches in Michigan, 36 in Colorado, 22 in Wisconsin, seven in Arizona, five in Indiana, and one in South Dakota. In addition to branch offices, TCF operates five loan production offices (LPOs) in the states of Illinois and Wisconsin. The bank charter was moved from Wayzata, Minnesota to Sioux Falls, South Dakota concurrent with the opening of the single Sioux Falls branch in April 2009. TCF entered the Phoenix, Arizona market in 2006 under a separate de novo charter that was consolidated into the South Dakota charter in October 2009.

There are no known legal, financial, or other factors impeding TCF's ability to help meet credit needs in its AAs. TCF received a CRA rating of "Outstanding" at its last CRA evaluation dated January 28, 2008. However, the evaluation period includes the 2008 recession, which was preceded and followed by extended periods where lending opportunities were severely limited. Significant declines in property values prevented many home refinances. Substantial increases in unemployment increased defaults, and limited the number of applicants with income necessary to qualify for loans. The substantial volume of foreclosures and short sales limited housing inventory, and significantly extended sales timeframes.

Scope of the Evaluation

Evaluation Period/Products Evaluated

The evaluation period for the retail portion of the Lending Test is January 1, 2007 through December 31, 2011. The evaluation period for the Investment and Services Tests, as well as community development loans under the Lending Test was January 1, 2008 through December 31, 2011. The evaluation period start dates for South Dakota and Arizona are April 6, 2009 and October 31, 2009, respectively. In this evaluation, we considered home mortgage loan information reported by TCF through HMDA reports. We evaluated TCF's business and community development lending based on data TCF collected. TCF did not originate or purchase any small farm loans during the evaluation period; therefore, farm loans and Tables 7 and 12 are not included in this performance evaluation.

All HMDA loans were evaluated using 2000 census data using MSA designations from 2004. Home mortgage loans represent the largest portion of lending activity during the evaluation period with 21,951 loans totaling over \$3.3 billion or 90 percent of the lending volume by number and 85 percent by dollar. Small loans to businesses during the same timeframe account for 2,411 loans totaling \$583 million or 10 percent of the lending volume by number and 15 percent by dollar. As such, home mortgage loans were weighted far more heavily than small loans to businesses in our analysis.

TCF's predominant loan product during the evaluation period was home mortgage refinance loans. As a result, performance for home mortgage refinance loans received the most weight in our evaluation. When the bank's market share for a loan type in an AA was less than 0.01 percent, analysis of market share was not completed.

The geographic distribution conclusions are based on the combination of the geographic distribution of the bank's loans in its AAs and the existence of any unexplained gaps in lending in any geographic areas in the AAs. Our conclusions also considered the degree to which the bank's loans benefit the AA versus the areas in each state that are not in the AAs.

In our analysis of borrower distribution, we considered the level of poverty in each AA and the disproportionate impact it could have on the ability of lower-income families to obtain loans. Similarly, we considered housing costs relative to area incomes and the limiting effects those costs could have on the demand for loans by lower-income families. Refer to appendix C: Market Profiles for poverty levels and housing costs for each full-scope AA.

Under the Investment Test, we considered grants and investments made by TCF and the TCF Foundation and considered the responsiveness of those grants and investments to identified community development needs. We also considered investments made during prior evaluation periods that remain outstanding.

Under the Service Test, we gave primary consideration to TCF's delivery of retail products and services to its AAs. We evaluated the range of products and services offered by the branch offices, particularly any differences between branches in low- or moderate-income geographies

relative to those in middle- or upper-income geographies. We also considered the CD services TCF provides in its AAs.

Data Integrity

Prior to this CRA evaluation, we performed a data integrity examination to ensure the accuracy of the bank's publicly filed information on home mortgage, small business, and CD loans. We reviewed data that the bank collected and reported during the evaluation period. Additionally, we reviewed CD investments and services made or rendered during the evaluation period. Finally, we reviewed the appropriateness of the bank's processes for collecting and reporting home mortgage, small business, and small farm loan data.

Selection of Areas for Full-Scope Review

In each state and multistate metropolitan area where the bank has an office, we selected one AA for a full-scope review. That AA selected was the one with the highest volume of dollars of deposits and numbers of loans in that state. Refer to the "Scope" section under each State and the MMSA Rating for details regarding how the areas were selected.

Ratings

The bank's overall rating is a blend of the one multistate metropolitan area rating and the eight state ratings for areas in which TCF has branch offices. The multistate metropolitan area rating(s) and state ratings are based primarily on those areas that received full-scope reviews. We placed greater emphasis on TCF's performance in the states in which the bank has the greatest volume of deposits, loans and branches, namely Minnesota, the Chicago-Naperville-Joliet MMSA, Michigan, and Colorado. Collectively, these areas represent 95 percent of deposits, 89 percent of loans originated and purchased, and 92 percent of branches. We considered the impact of economic conditions that severely limited lending opportunities for the bank, particularly during the initial years of the evaluation period. Refer to the "Scope" section under each State and the MMSA Rating section for details regarding how the areas were weighted in arriving at the respective ratings.

Fair Lending or Other Illegal Credit Practices Review

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

The OCC found evidence of violations of the Servicemembers Civil Relief Act. The bank failed to provide full interest rate reductions on 53 loans to eligible servicemembers. The bank paid restitution totaling \$12,554 to affected borrowers covering the six-year period of June 17, 2007 through June 17, 2013. The bank implemented appropriate corrective actions to strengthen policies, procedures, and controls prospectively.

The OCC does not have additional public information regarding non-compliance with statutes and regulations prohibiting discriminatory or other illegal credit practices with respect to this institution. In determining this institution's overall CRA rating, the OCC has considered information that was made available to the OCC on a confidential basis during its consultations.

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

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

Multistate Metropolitan Statistical Area Rating

CHICAGO-NAPERVILLE-JOLIET IL-IN-WI MMSA

CRA rating for the rating area:¹ Satisfactory
The Lending Test is rated: Outstanding
The Investment Test is rated: Low Satisfactory
The Service Test is rated: Low Satisfactory

The major factors that support this rating include the following:

- Lending levels reflect adequate responsiveness to AA credit needs.
- An excellent percentage of loans are made in the AA.
- The geographic distribution of home mortgage loans is excellent. The geographic distribution of loans to small businesses is good.
- The distribution of home mortgage loans to borrowers of different income levels is excellent. The distribution of small loans to businesses reflects adequate penetration among businesses of different sizes.
- TCF made an adequate level and responsiveness of community development loans.
- TCF has an adequate level and responsiveness of qualified investments and grants.
- Accessibility to retail banking services is adequate.
- TCF provides an adequate level and responsiveness of community development services.

Description of Institution's Operations in the Chicago-Naperville-Joliet IL-IN-WI MMSA

TCF operations and branch locations cover all three metropolitan divisions (MD) in the MMSA. The Chicago AA consists of the entire eight county Chicago-Naperville-Joliet MD (includes Cook, DeKalb, DuPage, Grundy, Kane, Kendall, McHenry, and Will counties). The Lake County-Kenosha County AA includes both Lake County, Illinois and Kenosha County, Wisconsin in the Lake County-Kenosha County MD. The Gary AA consists of Lake and Porter counties in the Gary MD which is located in the northwestern corner of the state.

TCF has 202 branches, 223 ATMs (including 207 deposit-taking ATMs), and \$3.6 billion in deposits in the MMSA. As of June 30, 2011, TCF derived just under 30 percent of its total deposits from the MMSA. According to the FDIC Deposit Market Share Report as of June 30, 2011, TCF has the 13th largest deposit market share of the 263 financial institutions that have a deposit presence in the MMSA. Of TCF's loan originations and purchases considered in this evaluation, 36 percent were from the MMSA.

Refer to the market profile for Illinois in appendix C for detailed demographics and other performance context information for the AA that received a full scope review.

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

Scope of Evaluation in Chicago-Naperville-Joliet IL-IN-WI MMSA

We selected the Chicago AA for a full-scope review due to this AA having the substantial majority of deposits and lending activity. Eighty-eight percent of the branches, 90 percent of the deposits, and 89 percent of loan volume in the MMSA was in the Chicago AA. We performed limited scope reviews for the Lake County-Kenosha County AA and the Gary AA. Home mortgage loans represented the substantial majority of loans in the MMSA, and therefore received the greatest emphasis in arriving at conclusions about performance in the Chicago AA. We considered information from community organizations and various members of the communities for this evaluation. Information obtained from these contacts is included in the market profile section in appendix C.

LENDING TEST

Conclusions for Areas Receiving Full-Scope Reviews

The bank's performance under the Lending Test in the Chicago AA is "Outstanding." Based on a full-scope review, the bank's performance in the Chicago AA is excellent.

Lending Activity

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

Lending levels reflect good responsiveness to area credit needs in relation to the bank's deposit market share, considering challenges to lending through and after the recession. According to the June 30, 2011 FDIC Deposit Market Share Report, TCF ranked 13th in deposit market share of the 224 financial institutions with branch offices in the Chicago AA. TCF's deposits total \$3.2 billion and represent a 1.22 percent market share. Competition in the Chicago AA is strong as the 224 institutions operate 2,654 offices in the AA. The top 10 institutions in the AA, in terms of deposit market share, represent 66.77 percent of the deposits leaving the remaining 33.23 percent of deposits distributed among the remaining 214 institutions.

During the evaluation period, TCF originated and purchased 7,902 reportable home mortgage loans totaling \$1.3 billion. For home mortgage refinance, TCF ranked 74th of 736 lenders that reported HMDA data with a 0.13 percent market share. For home purchase, TCF ranked 31st of 595 lenders with a 0.58 percent market share. For home improvement loans, TCF ranked 25th of 263 lenders with a 0.72 percent market share. TCF originated and purchased 492 small loans to businesses totaling \$146 million in the Chicago AA. TCF ranked 77th of 196 financial institutions reporting small loans to businesses with a 0.04 percent market share.

Distribution of Loans by Income Level of the Geography

The geographic distribution of the bank's lending in the Chicago AA is excellent.

Home Mortgage Loans

The geographic distribution of home mortgage loans in the Chicago AA is excellent. Refer to Tables 2, 3, 4, and 5 in the Chicago-Naperville-Joliet 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.

Home Purchase Loans

The geographic distribution of home purchase loans is excellent. The percentage of TCF's loans in low- and moderate-income geographies exceeded the percentage of owner-occupied housing units in those geographies. In addition, TCF's market share in low- and moderate-income geographies exceeded its overall market share.

Home Improvement Loans

The geographic distribution of home improvement loans is excellent. The percentage of TCF's loans in low- and moderate-income geographies exceeded the percentage of owner-occupied housing units in those geographies. In addition, TCF's market share in low-income geographies was near to the overall market share. TCF's market share in moderate-income geographies exceeded its overall market share.

Home Mortgage Refinance loans

The geographic distribution of refinance loans is excellent. The percentage of TCF's loans in both low- and moderate-income geographies exceeded the percentage of owner-occupied housing units in those geographies. In addition, TCF's market share in low-income geographies was near to the overall market share. TCF's market share in moderate-income geographies exceeded its overall market share.

Multifamily loans

The geographic distribution of multifamily loans is adequate. The percentage of TCF's loans in low-income geographies was somewhat lower than the percentage of multifamily units in those geographies. The percentage of TCF's loans in moderate-income geographies exceeded the demographics. TCF's market share in low-income geographies was lower than its overall market share. TCF's market share in moderate-income geographies was somewhat lower than its overall market share.

Small Loans to Businesses

Refer to Table 6 in the Chicago-Naperville-Joliet MMSA section of appendix D for the facts and data used to evaluate the geographic distribution of the bank's origination and purchase of small loans to businesses.

The geographic distribution of small loans to businesses in the Chicago AA is good. The percentage of TCF's small loans to businesses in low- and moderate-income geographies was

near to the percentage of businesses located in those geographies. TCF's market share in low- and moderate-income geographies was near to its overall market share. .

Lending Gap Analysis

Our geographic distribution analysis included a review of lending gaps, particularly in low- and moderate-income geographies. We did not identify any unexplained conspicuous gaps in the Chicago AA.

Inside/Outside Ratio

The in-out ratios for this evaluation were completed at the state level. Refer to Illinois, state of Indiana, and Wisconsin for in-out ratios for both HMDA and CRA data.

Distribution of Loans by Income Level of the Borrower

The distribution of loans by income level of the borrowers and to businesses of different sizes is excellent.

Home Mortgage Loans

Borrower distribution in the Chicago AA reflects excellent penetration among home mortgage loan borrowers of different income levels. Refer to Tables 8, 9 and 10 in the Chicago-Naperville-Joliet 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.

Home Purchase Loans

The distribution of home purchase loans to borrowers of different income levels is excellent. The percentage of TCF's loans to low- and moderate-income borrowers exceeded the percentage of low- and moderate-income families, respectively. TCF's market share of loans to low- and moderate-income borrowers exceeded its overall market share.

Home Improvement Loans

The distribution of home improvement loans to borrowers of different income levels is excellent. The percentage of TCF's loans to low- and moderate-income borrowers exceeded the percentage of low- and moderate-income families, respectively. TCF's market share of loans to low- and moderate-income borrowers exceeded its overall market share.

Home Mortgage Refinance Loans

The distribution of refinance loans to borrowers of different income levels is excellent. The percentage of TCF's loans to low-income borrowers was near to the percentage of low-income families. For moderate-income borrowers, the percentage of TCF's loans exceeded the demographic. TCF's market share of loans to low- and moderate-income borrowers exceeded its overall market share.

Small Loans to Businesses

Refer to Table 11 in the Chicago-Naperville-Joliet MMSA section of appendix D for the facts and data used to evaluate the borrower distribution of the bank's origination and purchase of small loans to businesses.

The borrower distribution of small loans to businesses reflects adequate penetration among businesses of different sizes. In the Chicago AA, the percentage of TCF's small loans to small businesses (those with revenues of \$1 million or less) was somewhat lower than the percentage of small businesses in the AA. TCF's market share of loans to small business was near to the bank's overall market share.

Community Development Lending

Refer to Table 1 Lending Volume in the Chicago-Naperville-Joliet 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 CD loans, including multifamily loans that also qualify as CD loans. In addition, Table 5 includes geographic lending data on all multifamily loans, including those that also qualify as CD loans. Table 5 does not separately list CD loans, however.

TCF made a low level of community development loans in the Chicago AA. During the evaluation period, TCF participated in eight loans totaling \$569 thousand to a not-for-profit mortgage lender specializing in apartment financing that benefits low- and moderate-income individuals. In addition, TCF originated a \$1.3 million CD loan that addressed other affordable housing needs in the AA.

Product Innovation and Flexibility

TCF uses innovative and/or flexible lending practices in order to serve AA credit needs. TCF offered one flexible loan product, My American Home, to address the credit needs of undocumented immigrants who traditionally lack an established credit history in the United States. In 2007 and 2008, TCF originated 151 loans totaling \$21.7 million of My American Home loans in the Chicago AA.

Conclusions for Areas Receiving Limited-Scope Reviews

Based on limited-scope reviews, the bank's performance under the Lending Test in the Lake County-Kenosha County AA and Gary AA is consistent with the overall "Outstanding" performance in the Chicago AA. Refer to tables 1 through 13 in the Chicago-Naperville-Joliet MMSA section of appendix D containing informational data for these areas.

INVESTMENT TEST

Conclusions for Areas Receiving Full-Scope Reviews

The bank's performance under the Investment Test in the Chicago-Naperville-Joliet MMSA is "Low Satisfactory." Based on the full-scope review, the bank's performance in the Chicago AA

is adequate. Refer to Table 14 in the Chicago-Naperville-Joliet MMSA section of appendix D for the facts and data used to evaluate the bank's level of qualified investments.

The volume of qualified investments in the Chicago AA is adequate. TCF made 215 qualified investments totaling \$6.4 million during the evaluation period. In addition, 45 prior period investments totaling \$9.4 million remain outstanding.

The bank's responsiveness to CD needs in the AA is adequate. Eighty-one percent of current period qualified investments address housing needs in the Chicago AA. TCF purchased nine LMI targeted mortgage-backed securities totaling \$5 million during the current evaluation period. In addition, mortgage-backed securities with a \$3.8 million balance remain outstanding from the prior periods. Investments totaling \$131 thousand in the current period and \$4.3 million from prior periods benefited a developer of low- and moderate-income housing.

Eighteen percent of qualified investments were made in the form of donations to organizations that address community services for low- and moderate-income individuals. The remaining one percent of qualified investments addressed economic development and revitalization needs in the Chicago AA. We did not identify any investments that were particularly complex or innovative, nor did we identify any situations in which the bank has taken a leadership role.

Conclusions for Area Receiving Limited-Scope Reviews

Based on limited-scope reviews, the bank's performance under the Investment Test in the Lake County-Kenosha County AA and the Gary AA is stronger than the bank's overall "Low Satisfactory" performance under the Investment Test in the Chicago AA due to higher investment levels. Refer to Table 14 in the Chicago-Naperville-Joliet 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 Chicago-Naperville-Joliet MMSA is rated "Low Satisfactory." Based on the full-scope review, the bank's performance in the Chicago AA is adequate.

Retail Banking Services

Refer to Table 15 in the Chicago-Naperville-Joliet 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.

Accessibility to retail banking services is adequate. TCF's delivery systems are reasonably accessible to individuals and geographies of different income levels in the Chicago AA. The percent of branches in low-income geographies was lower than the percent of population in those geographies. The percent of branches in moderate-income geographies was somewhat lower than the percent of population in those geographies. Seven TCF branches are located near to moderate-income geographies and one branch near to a low-income geography.

These branches had no impact on conclusions in the overall evaluation of branch distribution in the AA. Delivery systems include TCF's 197 automated teller machines (ATM) which include 182 deposit taking ATMs. TCF operates 10 ATMs, or 5.08 percent, in low-income geographies and 22 ATMs, or 11.17 percent, in moderate-income geographies. The proportion of ATMs operated in LMI areas is somewhat lower than the population in these geographies.

Branch openings and closings have adversely affected the accessibility of the bank's delivery systems to low- and moderate-income geographies or individuals. TCF opened five branches during the evaluation period, one of which was in a moderate-income geography. However, TCF closed twelve branches, including one branch in a low-income geography and two branches in moderate-income geographies. TCF also discontinued partnerships with CVS stores, Jewel Off-Site, and 7-Eleven stores resulting in the closure of numerous ATMs throughout Illinois and Wisconsin.

TCF's services and business hours do not vary in a way that inconveniences certain portions of the assessment area, particularly low- and moderate-income geographies or individuals. Seventy-eight percent of all branches are in-store branches which include extended business hours and business hours seven days per week. There are no differences in business hours based on the income level of the geography in which the branch is located.

TCF offers alternative delivery systems, in addition to deposit-taking ATMs, including a call center open seven days per week, telephone banking, online banking, mobile banking, and a language line service to assist the diverse customer base. However, bank management does not maintain information to determine their effectiveness in helping to meet the credit needs of low- and moderate-income geographies and low- and moderate-income individuals. Therefore, alternative delivery systems did not impact the assessment of retail delivery systems.

Community Development Services

TCF employees provided an adequate level of CD services given the opportunities in the AA and the type of organizations that benefited from the services.

TCF employees participated in services through a combination of internal activities and 19 outside organizations that address community development needs in the Chicago AA. Seventeen TCF employees donated approximately 6,100 hours of their time to community development organizations during the evaluation period to assist with AA needs. Many of the services supported local schools that primarily serve low- and moderate-income families through various financial literacy programs. Examples of CD services during the evaluation period include:

- Four employees from various departments provided financial expertise in the form of fund raising efforts and participation on the Board of Directors of an organization that assists with the needs of low- and moderate-income individuals.
- An employee from the bank's human resource department provided financial expertise by participation on the Board of Directors of an organization that promotes education and leadership skills in low- and moderate-income youth.

Conclusions for Areas Receiving Limited-Scope Reviews

Based on a limited-scope review, the bank's performance under the Service Test in the Lake County-Kenosha County AA and Gary AA is consistent the bank's "Low Satisfactory" performance in the Chicago AA. Refer to Table 15 in the Chicago-Naperville-Joliet MMSA section of appendix D for the facts and data that support these conclusions.

State Ratings

State of Arizona

CRA Rating for Arizona:	Needs To Improve
The Lending Test is rated:	Low Satisfactory
The Investment Test is rated:	Needs to Improve
The Service Test is rated:	Low Satisfactory

The major factors that support this rating include:

- Lending levels reflect adequate responsiveness to AA credit needs.
- An excellent percentage of loans are made in the AAs.
- The geographic distribution of the bank's lending is adequate.
- The distribution of loans by income level of the borrower is good.
- TCF did not originate any community development loans during the evaluation period.
- The level and responsiveness of qualified investments and grants is poor.
- Accessibility to retail banking services is adequate.

Description of Institution's Operations in Arizona

TCF has one AA in Arizona, the Maricopa County portion of the Phoenix-Mesa-Glendale (Phoenix) MSA. TCF entered the Phoenix market in 2006 under a de novo charter. In October 2009, the de novo charter was merged into this charter. As a result, the evaluation period for this AA is from October 31, 2009 through December 31, 2011. As of June 30, 2011, TCF derived 1.5 percent of its total deposits (\$184 million) from Arizona. The June 30, 2011 FDIC Deposit Market Share Report indicates that TCF has the 22nd largest deposit market share of the 61 institutions with a presence in the AA with a market share of 0.3 percent. Approximately 0.4 percent of TCF's loans considered in this evaluation originated from Arizona.

TCF has seven traditional branches in the Phoenix AA and seven deposit-taking ATMs. One branch and one ATM are located in a moderate-income geography. TCF did not open or close any branches during this evaluation period.

Refer to the market profile for Arizona in appendix C for detailed demographics and other performance context information for the Phoenix AA, which received a full-scope review.

Scope of Evaluation in Arizona

We performed a full-scope review of the Phoenix AA, the bank's only AA in Arizona. Only loan originations and purchases after the October 2009 merger of Arizona operations into TCF are included in this evaluation. More information on the scope of the evaluation is included in appendix A. TCF originated or purchased one multifamily loan and one small loan to a business in the AA, too few to perform distribution analysis. TCF did not originate any community development loans or loans with innovative or flexible features during the evaluation period. We considered information from community organizations for this

evaluation. Information obtained from these contacts is included in the market profile section in appendix C.

LENDING TEST

The bank's performance under the Lending Test in the Phoenix AA is "Low Satisfactory." Based on a full-scope review, the bank's performance in the Phoenix AA is adequate.

Lending Activity

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

Lending levels reflect adequate responsiveness to area credit needs and are adequate in relation to the bank's deposit market share, considering economic conditions through and after the recession. According to the FDIC Deposit Market Share Report as of June 30, 2011, TCF has the 22nd largest deposit market share of the 62 financial institutions that have a presence in the AA with a 0.3 percent market share. The lending environment in the AA is highly competitive and includes the presence of numerous national and regional banks, local community banks, credit unions, and other nonbank financial institutions. Based on 2011 peer mortgage data, TCF ranked 276th out of the 699 mortgage lenders in the AA with a 0.01 percent market share. The five largest mortgage lenders consist of Wells Fargo Bank, Bank of America, JPMorgan Chase Bank, GMAC Mortgage LLC, and Wells Fargo Funding with a combined market share of 46.71 percent.

During the evaluation period, TCF originated and purchased 112 reportable home mortgage loans totaling \$17.3 million in the Phoenix AA. For home mortgage refinance, TCF ranked 262nd of 501 lenders that reported HMDA data, with a 0.01 percent market share. For home purchase, TCF ranked 296th of 538 lenders reporting. For home improvement loans, TCF ranked 60th of 123 lenders with a 0.16 percent market share.

Distribution of Loans by Income Level of the Geography

The geographic distribution of the bank's lending is adequate.

Home Mortgage Loans

The geographic distribution of TCF's home mortgage loans in the Phoenix AA is adequate. Refer to Tables 2, 3, and 4 in 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.

Home Purchase Loans

The geographic distribution of home purchase loans is excellent. The percentage of TCF's loans in low- and moderate-income geographies exceeded the percentage of owner-occupied housing units in those geographies. The limited volume of home purchase lending precluded an analysis of market share.

Home Improvement Loans

The geographic distribution of home improvement loans is adequate, considering the limited volume of loans. The percentage of TCF's loans in low-income geographies was lower than the percentage of owner-occupied housing units in those geographies. TCF's percentage of loans in moderate-income geographies exceeded the percentage of owner-occupied housing units in those geographies. The limited volume of home improvement lending precluded an analysis of market share.

Home Mortgage Refinance Loans

The geographic distribution of home mortgage refinance loans is poor. The percentage of TCF's loans in both low- and moderate-income geographies was lower than the percentage of owner-occupied housing units on those geographies. The limited volume of home refinance lending precluded an analysis of market share.

Lending Gap Analysis

Our geographic distribution analysis included a review for lending gaps, particularly in low- and moderate-income areas. We did not identify any unexplained conspicuous gaps in the Phoenix AA.

Inside/Outside Ratio

In Arizona, TCF made a substantial majority of its loans, 91 percent, in its AA. TCF made 91 percent of its HMDA loans in its AA.

Distribution of Loans by Income Level of the Borrower

The distribution of loans by income level of the borrower is good.

Home Mortgage Loans

Borrower distribution in the Phoenix AA reflects good penetration among home mortgage loan borrowers of different income levels. Refer to Tables 8, 9 and 10 in 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.

Home Purchase Loans

The distribution of home purchase loans to borrowers of different income levels is good. The percentage of TCF's loans to low-income borrowers was lower than the percentage of low-income families. The percentage of TCF's loans to moderate-income borrowers exceeded the demographic. The limited volume of home purchase lending precluded an analysis of market share.

Home Improvement Loans

The distribution of home improvement loans to borrowers of different income levels is good. The percentage of TCF's loans to both low- and moderate-income borrowers exceeded the demographic. The limited volume of home improvement lending precluded an analysis of market share.

Home Mortgage Refinance Loans

The distribution of refinance loans to borrowers of different income levels is good. The percentage of TCF's loans to low-income borrowers was somewhat lower than the percentage of low-income families. The percentage of TCF's loans to moderate-income borrowers exceeded the demographic. TCF's market share of loans to low- and moderate-income borrowers is slightly higher than its overall market share.

Community Development Lending

Community development lending had a neutral impact on lending performance in the AA. TCF did not originate any CD loans in the AA during the evaluation period.

Product Innovation and Flexibility

TCF's offering of innovative and flexible loan products had a neutral impact on Lending Test performance. The bank did not originate or purchase any loans with innovative or flexible features in the AA during the evaluation period.

INVESTMENT TEST

The bank's performance under the Investment Test in the Phoenix AA is rated "Needs to Improve." Based on a full-scope review, the bank's performance in the Phoenix AA is poor. Refer to Table 14 in Arizona section of appendix D for the facts and data used to evaluate the bank's level of qualified investments.

The volume of qualified investments in the Phoenix AA is poor. During the evaluation period, TCF made six investments totaling approximately \$275 thousand. Current period qualified investments consisted of both investments and grants. The largest dollar volume is derived from TCF's purchase of a low income housing tax credit project.

The bank's responsiveness to CD needs in the AA is adequate. Ninety-nine percent of the investments went toward meeting the identified credit need of housing. The remaining investments were grants to local nonprofit organizations that focus on social services for low- and moderate-income persons. We did not identify any investments that were complex or innovative, nor did we identify any situations in which the bank has taken a leadership role.

SERVICE TEST

The bank's performance under the Service Test in the Phoenix AA is "Low Satisfactory." Based on the full-scope review, the bank's performance in the Phoenix AA is adequate.

Retail Banking Services

Refer to Table 15 in 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.

Accessibility to retail banking services is adequate. TCF's delivery systems are accessible to limited portions of the Phoenix AA, however, considering the limited number of branches the bank operates in the AA, accessibility is considered adequate. TCF operates seven branches and seven deposit taking ATMs in the Phoenix AA, with one branch and ATM located in a moderate-income geography and none in low-income geographies. The percent of branches in moderate-income geographies was somewhat lower than the percent of population in those geographies.

Branch openings and closings have not affected the overall accessibility of the bank's delivery systems. There were no branch openings or closings during the evaluation period.

TCF's hours and services did not vary in a way that would inconvenience portions of the AA, particularly low- and moderate-income individuals. Bank branches have extended business hours and are open seven days a week. These hours are the same across all branches, regardless of the census tract income level where the branch is located.

TCF offers other alternative delivery systems, in addition to deposit-taking ATMs, including a call center open seven days per week, telephone banking, online banking, mobile banking, and a languageline service to assist the diverse customer base. However, bank management did not maintain information to determine their effectiveness in helping to meet the credit needs of low- and moderate-income geographies and low- and moderate-income individuals. Therefore, alternative delivery systems did not impact the assessment of retail delivery systems.

Community Development Services

TCF employees provided a limited level of CD services in the Phoenix AA during the evaluation period. Five TCF employees supported three different organizations for a total of 50 hours. The most significant activity involved employees of two branches providing community services targeted at low- and moderate-income individuals.

State of Colorado

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

The major factors that support this rating include the following:

- Lending levels reflect adequate responsiveness to area credit needs.
- An excellent percentage of loans are made in the AAs.
- The geographic distribution of TCF's home mortgage loans is good. The geographic distribution of small loans to businesses is adequate.
- The distribution of loans by income level of the borrowers is excellent. The borrower distribution of small loans to businesses reflects poor penetration among businesses of difference sizes.
- TCF is a leader in making community development loans.
- TCF has an adequate level and responsiveness of qualified investments and grants.
- Accessibility to retail banking services is good.
- TCF provides a relatively high level of community development services.

Description of Institution's Operations in Colorado

TCF operations and branches cover three AAs in Colorado. The Denver AA includes six counties in the Denver-Aurora MSA (Adams, Arapahoe, Broomfield, Denver, Douglas and Jefferson counties). The Colorado Springs AA includes all of El Paso County. Finally, the Boulder AA consists of fourteen census tracts in Boulder County. As of June 30, 2011, TCF derived 6 percent of its total deposits from Colorado.

TCF's primary operations are located in the Denver AA. TCF has 27 branches, 29 ATMs (including 26 deposit-taking ATMs), and \$559 million in deposits in the Denver AA. According to the FDIC Deposit Market Share Report as of June 30, 2011, TCF has the 17th largest deposit market share of the 71 financial institutions that have a presence in the AA with a 0.97 percent market share. The dominant institution has nearly 28 percent of the AA deposit market share. In the Colorado Springs AA, deposit market share reports show TCF's \$138 million in deposits ranking 10th of 38 institutions with a 2.4 percent deposit market share. In the Boulder AA, TCF's \$22 million in deposits ranks 21st of 30 financial institutions with a presence in that AA.

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

Scope of Evaluation in Colorado

We selected the Denver AA for a full-scope review due to this AA having the largest portion of the bank's deposits (78 percent), loans (70 percent), and branches (74 percent) in Colorado. As a result, the Denver AA carried the most weight in assigning the ratings. We performed a limited-scope review for the Colorado Springs AA and the Boulder AA. More information on the

scope of the evaluation is included in appendix A. We placed less emphasis on loans to small businesses as a result of the limited volume of those loans.

TCF originated too few multifamily loans in all Colorado AAs to conduct an analysis of the data. However, the data is included in Table 5 for information only. In the Colorado Springs AA, no small loans to businesses were originated or purchased. In the Boulder AA, no small loans to businesses were originated and home mortgage loan volume was minimal so analysis would not be meaningful. However, the data is included in Tables 2, 3, and 4 for Colorado. TCF's did not originate or purchase any loans with innovative or flexible features during the evaluation period.

We considered information from community organizations in the city of Denver for this evaluation. Information obtained from these contacts is included in the market profile section in appendix C.

LENDING TEST

Conclusions for Areas Receiving Full-Scope Reviews

The bank's performance under the Lending Test in Colorado is "Outstanding." Based on a full-scope review, the bank's performance in the Denver AA is excellent.

Lending Activity

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

Lending levels reflect adequate responsiveness to area credit needs and are satisfactory in relation to the bank's deposit market share. According to the FDIC Deposit Market Share Report as of June 30, 2011, TCF has the 17th largest deposit market share of the 71 financial institutions that have a presence in the AA with a 0.97 percent market share. The lending environment in the AA is competitive and includes the presence of numerous national and regional banks, local community banks, credit unions, and other nonbank financial institutions. TCF ranked 117th out of 645 mortgage lenders with a presence in the AA with a 0.08 percent market share. The five largest mortgage lenders consist of Wells Fargo Bank, JPMorgan Chase Bank, Bank of America, GMAC Mortgage LLC, and Ally Bank with a combined market share of 40.2 percent. TCF ranked 101st out of 150 small business lenders with a presence in the AA with a market share of less than 0.01 percent. The five largest small business lenders consist of Wells Fargo Bank, American Express Bank, Chase Bank USA, US Bank, and Citibank with a combined small business lending market share of 71.1 percent.

During the evaluation period, TCF originated and purchased 853 reportable home mortgage loans totaling \$147 million in the Denver AA. For home mortgage refinance, TCF ranked 111th of 530 lenders that reported HMDA data with a 0.07 percent market share. For home purchase, TCF ranked 110th of 467 lenders with a 0.08 percent market share. For home improvement loans, TCF ranked 47th of 149 lenders with a 0.31 percent market share. During

the evaluation period, TCF originated and purchased 29 small loans to businesses totaling \$10.3 million.

Distribution of Loans by Income Level of the Geography

The geographic distribution of the bank's lending is good.

Home Mortgage Loans

The geographic distribution of TCF's home mortgage loans in the Denver AA is good. Refer to Tables 2, 3, and 4 in 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.

Home Purchase Loans

The geographic distribution of home purchase loans is good. The percentage of TCF's loans in low-income geographies exceeded the percentage of owner-occupied housing units in those geographies. In moderate-income geographies, the percentage of TCF's loans was near to the demographic. TCF's market share in both low- and moderate-income geographies was somewhat lower than its overall market share.

Home Improvement Loans

The geographic distribution of home improvement loans is excellent. The percentage of TCF's loans in low-income geographies was near to the percentage of owner-occupied housing units in those geographies. In moderate-income geographies, TCF's percentage of loans exceeded the demographic. TCF's lending market share was somewhat lower than its overall market share for low-income geographies. TCF's lending market share exceeded its overall market share for moderate-income geographies.

Home Mortgage Refinance Loans

The geographic distribution of refinance loans is good. The percentage of TCF's loans in low-income geographies exceeded the percentage of owner-occupied housing units in those geographies. In moderate-income geographies, the percentage of loans was near to the demographics. TCF's market share for lending in both low- and moderate-income geographies was equal to its overall market share.

Small Loans to Businesses

The geographic distribution of small loans to businesses is adequate. Refer to Table 6 in Colorado section of appendix D for the facts and data used to evaluate the geographic distribution of the bank's origination and purchase of small loans to businesses.

The percentage of TCF's small loans to businesses in low-income geographies was lower than the percentage of businesses located in those geographies. However, only 3.3 percent of AA businesses are located in low-income geographies. TCF's percentage of small loans to businesses in moderate-income geographies exceeded the percentage of businesses located

in those geographies. TCF's overall market share for small loans to businesses was less than 0.01. Therefore, an analysis of the market share would not be meaningful.

Lending Gap Analysis

Our geographic distribution analysis included a review of lending gaps, particularly in low- and moderate-income areas. We did not identify any unexplained conspicuous gaps in the Denver AA.

Inside/Outside Ratio

In Colorado, TCF made a substantial majority of its loans, 92 percent, in its AAs. TCF made 93 percent of its HMDA loans and 83 percent of its small loans to businesses in its AAs.

Distribution of Loans by Income Level of the Borrower

The distribution of loans by income level of the borrowers is excellent.

Home Mortgage Loans

Borrower distribution in the Denver AA reflects excellent penetration among home mortgage loan borrowers of different income levels. Refer to Tables 8, 9, and 10 in 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.

Home Purchase Loans

The distribution of home purchase loans to borrowers of different income levels is good. The percentage of TCF's loans to low-income borrowers was near to the percentage of low-income families. The percentage of TCF's loans to moderate-income borrowers exceeded the percentage of moderate-income families. TCF's market share to low- and moderate-income borrowers was somewhat lower than the bank's overall market share.

Home Improvement Loans

The distribution of home improvement loans to borrowers of different income levels is excellent. The percentages of TCF's loans to low- and moderate-income borrowers exceeded the percentages of low- and moderate-income families, respectively. TCF's market share for low-income borrowers exceeded its overall market share; however, TCF's market share for moderate-income borrowers was somewhat lower than its overall market share.

Home Mortgage Refinance Loans

The distribution of refinance loans to borrowers of different income levels is excellent. The percentage of TCF's loans to low-income borrowers was near to the percentage of low-income families while the percentage of TCF's loans to moderate-income borrowers exceeded the percentage of moderate-income families. TCF's market share for low- and moderate-income borrowers exceeded its overall market share.

Small Loans to Businesses

The borrower distribution of small loans to businesses reflects poor penetration among businesses of difference sizes. Refer to Table 11 in Colorado section of appendix D for the facts and data used to evaluate the borrower distribution of the bank's origination/purchase of small loans to businesses.

In the Denver AA, the percentage of TCF's small loans to small businesses (those with revenues of \$1 million or less) is lower than the percentage of small businesses in the AA. TCF's overall market share for small loans to businesses was less than 0.01. Therefore, an analysis of the market share would not be meaningful.

Community Development Lending

Refer to Table 1 Lending Volume in 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 CD loans, including multifamily loans that also qualify as CD loans. In addition, Table 5 includes geographic lending data on all multifamily loans, including those that also qualify as community development loans. Table 5 does not separately list community development loans, however.

TCF is a leader in making community development loans in the Denver AA. TCF originated six community development loans totaling \$41 million during the evaluation period. Loan activity included a \$24 million loan to revitalize a business and provide jobs in a low-income geography and a \$17 million loan to expand a local hospital and revitalize a geography consistent with a municipality's master plan.

Conclusions for Areas Receiving Limited-Scope Reviews

Based on limited-scope reviews, the bank's performance under the Lending Test in the Colorado Springs AA is weaker than the bank's overall "Outstanding" Lending Test performance in Colorado due to weaker geographic distributions of loans and a lower level of community development loans. The bank's performance under the Lending Test in the Boulder AA is weaker than the bank's overall "Outstanding" performance due to very low lending activity. This weaker performance impacted the bank's overall Lending Test rating for Colorado but not to the point where overall performance would be considered anything other than "Outstanding."

Refer to Tables 1 through 13 in 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 Denver AA is "Low Satisfactory." Based on the full-scope review in the Denver AA, the bank's performance is adequate Refer to

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

The volume of qualified investments originated by TCF in the Denver AA is adequate. TCF made 70 qualified investments totaling approximately \$2.1 million consisting mainly of LMI targeted mortgage-backed securities. In addition, 14 prior period investments in mortgage-backed securities totaling \$941 thousand remain outstanding. Ninety-one percent of the funds went toward meeting the AA identified need of housing.

The bank's responsiveness to CD needs in the AA is adequate. Current period qualified investments consisted of both investments and grants. Investments included seven mortgage-backed securities totaling \$1.9 million which are loan pools to low- and moderate-income borrowers in the Denver AA. The remainder of the funds included donations to various local nonprofit organizations. The remaining investments were primarily monetary donations to organizations that provided social services to low- and moderate-income individuals. We did not identify any investments that were particularly complex or innovative, nor did we identify any situations in which the bank has taken a leadership role.

Colorado Statewide Investments

The bank made six investments totaling \$26 thousand that serve areas across Colorado including the bank's AAs. A substantial majority of these investments, \$20 thousand, consist of mortgage-backed securities.

Conclusions for Area Receiving Limited-Scope Reviews

Based on limited-scope reviews, the bank's performance under the Investment Test in the Colorado Springs and Boulder AAs is consistent with the bank's overall "Low Satisfactory" performance under the Investment Test in Colorado.

Refer to the Table 14 in 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 Colorado is "High Satisfactory". Based on a full-scope review, the bank's performance in the Denver AA is good.

Retail Banking Services

Refer to Table 15 in 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.

Accessibility to retail banking services is good. TCF's delivery systems are accessible to essentially all individuals and geographies of different income levels in the Denver AA. Although none of the branches are in low-income geographies, the percentage of branches in

moderate-income geographies exceeded the percentage of the population residing in those geographies.

Branch openings and closings have adversely affected the accessibility of the bank's delivery systems to low- and moderate-income geographies or individuals, however, remaining branches adequately serve geographies and individuals of different income levels. TCF closed 12 branches in King Sooper grocery stores during the evaluation period at the expiration of their respective leases. Four branches were in moderate-income geographies. TCF opened one branch in a middle-income geography during the evaluation period. However, TCF continues to maintain a good presence of branches in moderate-income geographies.

TCF's services and business hours do not vary in a way that inconveniences certain portions of the assessment area, particularly low- and moderate-income geographies or individuals. TCF branches have extended business hours and are open seven days per week banking at most locations. There are no differences in business hours based on the income level of the geography in which the branch is located.

TCF offers other alternative delivery systems, in addition to deposit-taking ATMs, including a call center open seven days per week, telephone banking, online banking, mobile banking, and a languageline service to assist the diverse customer base. However, bank management did not maintain information to determine their effectiveness in helping to meet the credit needs of low- and moderate-income geographies and low- and moderate-income individuals. Therefore, alternative delivery systems did not impact the assessment of retail delivery systems.

Community Development Services

TCF provides a relatively high level of CD services given the opportunities in the AA and the type of organizations that benefited from the services. Forty-nine employees spent over 2,400 hours volunteering with 19 different community development organizations during the evaluation period. In ten of the organizations, employees served in a leadership capacity (Board or management committee participation). The organizations provide a variety of services to low- and moderate-income individuals, create affordable housing for low- and moderate-income individuals and promote economic development. Examples of CD services during the evaluation period include:

- An employee provided financial expertise in the form of teaching and participation on the Board of Directors of an organization that provides economics education to public school students. A portion of the curriculum is focused on schools serving low- and moderate-income geographies.
- Five employees represented TCF in a program providing financial education for low- and moderate-income households.

Conclusions for Areas Receiving Limited-Scope Reviews

Based on a limited-scope review, the bank's performance under the Service Test in the Colorado Springs AA is consistent with the bank's overall "High Satisfactory" performance under the Service Test in Colorado. The bank's performance under the Service Test in the Boulder AA could not be evaluated as a result of the limited number of branches.

Refer to Table 15 in Colorado section of appendix D for the facts and data that support these conclusions.

State of Illinois

CRA Rating for Illinois:	Needs to Improve
The Lending Test is rated:	Needs to Improve
The Investment Test is rated:	Low Satisfactory
The Service Test is rated:	Needs to Improve

The major factors that support this rating include the following:

- Lending levels reflect poor responsiveness to area credit needs.
- A poor percentage of loans are made in the AAs.
- The geographic distribution of the bank's lending is very poor.
- The distribution of loans by income level of the borrowers is adequate.
- TCF did not originate any CD loans during the evaluation period.
- TCF made an adequate level and responsiveness of qualified investments and grants.
- Accessibility to retail banking services is adequate, but CD service performance is very poor.

Description of Institution's Operations in Illinois

TCF has two AAs in Illinois outside of the Chicago-Naperville-Joliet MMSA. The Kankakee AA consists of 17 of the 26 census tracts in Kankakee County. The Champaign AA consists of 30 of the 41 census tracts in Champaign County. TCF operates one in-store branch and one deposit-taking ATM in the Kankakee AA and one campus branch and one deposit-taking ATM in the Champaign AA.

As of June 30, 2011, TCF derived 0.21 percent of its total deposits, or \$25.2 million, from Illinois outside the Chicago-Naperville-Joliet MMSA. TCF derived \$4.8 million of these deposits from the single branch in the Kankakee AA. According to the FDIC Deposit Market Share Report as of June 30, 2011, TCF has the 15th largest deposit market share of the 18 financial institutions that have a presence in the Kankakee AA with a market share of 0.25 percent. The same report indicated TCF has the 24th largest deposit market share of the 32 financial institutions that have a presence in the Champaign AA with a market share of 0.52 percent.

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

Scope of Evaluation in Illinois

We selected the Kankakee AA for a full-scope review due to this AA having the largest volume of reportable loans. However, only 0.04 percent of TCF's total deposits, \$4.8 million, are from this AA. We performed a limited-scope review of the Champaign AA which had 0.17 percent of TCF's total deposits, or \$20.4 million. TCF did not originate any home improvement, small business, multifamily loans, or CD in either AA, precluding analysis of these loan products. The loan data is included in Tables 2, 3, and 4 for Illinois. More information on the scope of the evaluation is included in appendix A.

We considered information from community organizations and various members of the communities for this evaluation. Information obtained from these contacts is included in the market profile section in appendix C.

LENDING TEST

Conclusions for Areas Receiving Full-Scope Reviews

The bank's performance under the Lending Test in the Kankakee AA is "Needs Improvement" Based on a full-scope review, the bank's performance in the Kankakee AA is poor.

Lending Activity

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

Lending levels reflect poor responsiveness to area credit needs, considering presence is limited to one branch location. We considered the in-store location of the bank's branch when analyzing lending activity. During the evaluation period, TCF originated or purchased six home purchase loans and seven home refinance loans totaling \$1.1 million over the five year period. Based on 2011 peer mortgage data, TCF's market share of 0.10 percent ranked 79th among 142 reporting lenders for home mortgage lending. TCF did not originate any CD loans or loans with innovative or flexible features during the evaluation period.

Distribution of Loans by Income Level of the Geography

The geographic distribution of the bank's lending is very poor.

Home Mortgage Loans

The geographic distribution of home mortgage loans in the Kankakee AA is very poor. Refer to Tables 2, 3, 4, and 5 in Illinois 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.

Home Purchase Loans

The geographic distribution of home purchase loans is very poor. None of the six home purchase loans that TCF made were to borrowers in low- or moderate-income geographies.

Home Mortgage Refinance loans

The geographic distribution of home refinance loans is very poor. None of the seven home refinance loans that TCF made were to borrowers in low- or moderate-income geographies.

Lending Gap Analysis

TCF originated too few loans, 13 home mortgage loans during the evaluation period across the 17 geographies in the AA, to conduct lending gap analysis. TCF's single in-store branch in the AA is located in a middle-income geography that is not adjacent to any low- and moderate-income geographies.

Inside/Outside Ratio

TCF made a substantial majority of its loans, 96 percent, in Illinois. TCF made 96 percent of its HMDA loans and 97 percent of its small loans to businesses in its AAs, including the Kankakee, Champaign County and the Chicago-Naperville-Joliet MMSA AAs. Very few of the loans were made in the Illinois AAs other than the separately evaluated MMSA.

Distribution of Loans by Income Level of the Borrower

The distribution of loans by income level of the borrowers is adequate.

Home Mortgage Loans

Borrower distribution in the Kankakee AA reflects adequate penetration among home mortgage loan borrowers of different income levels. Refer to Tables 8, 9 and 10 in Illinois section of appendix D for the facts and data used to evaluate the borrower distribution of the bank's home mortgage loan originations and purchases.

Home Purchase Loans

The distribution of home purchase loans to borrowers of different income levels is adequate. Three of six loans over five years were made to low-income borrowers, and two were made to moderate-income borrowers. Although loans were made primarily to LMI borrowers, the bank made too few loans to analyze the percentage distributions or market share percentages.

Home Mortgage Refinance Loans

The distribution of refinance loans to borrowers of different income levels is adequate. TCF made one of seven loans over five years to low-income borrowers, and one to moderate-income borrowers. The bank made too few loans to analyze the percentage distributions or market share percentages.

Community Development Lending

Community development lending had a neutral impact on lending performance in the AA. TCF did not originate any CD loans in the AA during the evaluation period.

Product Innovation and Flexibility

TCF's offering of innovative and flexible loan products had a neutral impact on Lending Test performance. The bank did not originate or purchase any loans with innovative or flexible features in the AA during the evaluation period.

Conclusions for Areas Receiving Limited-Scope Reviews

Based on a limited scope review, the bank's performance under the Lending Test in the Champaign AA is consistent with the bank's "Needs to Improve" performance in the Kankakee AA. TCF originated only 13 loans during the evaluation period from the single branch that is located on the campus of the University of Illinois at Urbana-Champaign. Refer to tables 1 through 13 in Illinois section of appendix D containing informational data for these areas.

INVESTMENT TEST

Conclusions for Area Receiving Full-Scope Review

The bank's performance under the Investment Test in the Kankakee AA is "Low Satisfactory". Based on a full-scope review, the bank's performance in the Kankakee AA was adequate. Refer to Table 14 in Illinois section of appendix D for the facts and data used to evaluate the bank's level of qualified investments.

TCF has an adequate level of qualified investments and grants in the Kankakee AA given the bank's very limited presence in the AA. The bank's responsiveness to CD needs in the AA is adequate. TCF made \$152 thousand in qualified investments including \$134 thousand in a LMI targeted mortgage-backed security.

We did not identify any investments that were complex or innovative, nor did we identify any situations in which the bank has taken a leadership role.

Conclusions for Area Receiving Limited-Scope Reviews

Based on a limited-scope review, the bank's performance under the Investment Test in the Champaign AA is consistent with the bank's overall "Low Satisfactory" performance under the Investment Test in Illinois.

SERVICE TEST

Conclusions for Areas Receiving Full-Scope Reviews

The bank's performance under the Service Test in Illinois is rated "Needs to Improve." Based on a full-scope review, the bank's performance in the Kankakee AA is poor.

Retail Banking Services

Refer to Table 15 in Illinois 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.

Accessibility to retail banking services is adequate, considering the bank operates a single location in the AA. TCF's delivery systems are accessible to limited portions of the Kankakee AA, given the single location.

Branch openings and closings have not affected the overall accessibility of the bank's delivery systems. There were no branch openings or closings during the evaluation period.

TCF's hours and services offered at the single branch location did not inconvenience portions of the AA, particularly low- and moderate-income individuals. TCF's branch has extended business hours and is open seven days per week.

TCF offers other alternative delivery systems include a call center open seven days per week, telephone banking, online banking, mobile banking, and a languageline service to assist the diverse customer base. However, bank management did not maintain information to determine their effectiveness in helping to meet the credit needs of low- and moderate-income geographies and low- and moderate-income individuals. Therefore, alternative delivery systems did not impact the assessment of retail delivery systems.

Community Development Services

TCF employees provided a very poor level of CD services in the Kankakee AA during the evaluation period. Although the single branch with a limited number of employees limited the ability to engage in CD services, TCF did not report any CD services during the evaluation period.

Conclusions for Areas Receiving Limited-Scope Reviews

Based on a limited-scope review, the bank's performance under the Service Test in the Champaign AA is stronger than the bank's overall "Needs to Improve" performance in Illinois due to stronger branch distribution, with the location of the single branch in a moderate-income tract and no changes in location. This stronger performance was not sufficient to impact the bank's overall Service Test rating for Illinois.

Refer to Table 15 in Illinois section of appendix D for the facts and data that support these conclusions.

State of Indiana

CRA Rating for Indiana:	Needs to Improve
The Lending Test is rated:	Needs to Improve
The Investment Test is rated:	Low Satisfactory
The Service Test is rated:	Needs to Improve

The major factors that support this rating include the following:

- Lending levels reflect very poor responsiveness to area credit needs.
- A poor percentage of loans are made in the AAs.
- The bank made too few loans to assess geographic distribution of lending.
- The bank made too few loans to assess the distribution of loans by income level of the borrowers.
- TCF did not originate any CD loans during the evaluation period.
- TCF has an adequate level and responsiveness of qualified investments and grants.
- Accessibility to retail banking services is adequate, considering the limited presence, but CD service performance is very poor.

Description of Institution's Operations in Indiana

TCF has one AA in Indiana outside of the Chicago-Naperville-Joliet MMSA. The AA consists of the entire Michigan City MSA which consists of LaPorte County (Michigan City AA). TCF operated one in-store branch and one deposit-taking ATM in this AA. As of June 30, 2011, TCF derived 0.01 percent of its total deposits, or \$1.7 million, from the Michigan City AA. According to the FDIC Deposit Market Share Report as of June 30, 2011, TCF has the 9th largest deposit market share, at 0.11 percent, of the ten financial institutions that have a presence in the AA.

Refer to the market profile for Indiana in appendix C for detailed demographics and other performance context information for the Michigan City AA, which received a full-scope review.

Scope of Evaluation in Indiana

We performed a full-scope review of the bank's performance in the Michigan City AA as the bank's only AA in Indiana that was not part of the Chicago-Naperville-Joliet MMSA. We considered information from community organizations for this evaluation. Information obtained from these contacts is included in the market profile section in appendix C.

LENDING TEST

The bank's performance under the Lending Test in the Michigan City AA is "Needs to Improve." The bank's performance in the Michigan City AA is poor.

Lending Activity

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

The bank's lending activity in the Michigan City AA was very poor. During the evaluation period, TCF originated or purchased four loans totaling \$1.052 million. Although the amount loaned in the AA represents 62 percent of AA deposits, the four loans were made over the five year evaluation period. The one small business loan represents 86 percent of the amount loaned with the AA. TCF did not originate any CD loans or loans with innovative or flexible features during the evaluation period.

Distribution of Loans by Income Level of the Geography

The bank made too few loans to assess geographic distribution of lending. As a result, Tables 2, 3, 4, 5, and 6 were excluded from appendix D. The bank did, however, lend in moderate-income geographies. One of three home mortgage loans, and the only loan to a small business were in moderate-income tracts.

Lending Gap Analysis

TCF originated too few loans across the 29 geographies in the AA during the evaluation period to conduct a lending gap analysis. TCF has a single in-store branch located in a middle-income geography in the AA which is adjacent to moderate-income geographies.

Inside/Outside Ratio

TCF made a substantial majority of its loans, 90 percent, in AAs in Indiana. TCF made 94 percent of its HMDA loans and 33 percent of its small loans to businesses in its AAs. This include all loans in Indiana, including loans originated in the Michigan City AA and the Chicago-Naperville-Joliet MMSA. Very few of the loans were made in the Indiana AA other than the separately evaluated MMSA.

Distribution of Loans by Income Level of the Borrower

The bank made too few loans to assess the distribution of loans by income level of the borrowers. As a result, Tables 8, 9, 10 and 11 were excluded from appendix D. The bank did, however, lend to low-income borrowers and a small business. One of three home mortgage loans was made to a low-income borrower, and the one loan was made to a small business with revenues of \$1 million or less.

Community Development Lending

Community development lending had a neutral impact on lending performance in the AA. TCF did not originate any CD loans in the AA during the evaluation period.

Product Innovation and Flexibility

TCF's offering of innovative and flexible loan products had a neutral impact on Lending Test performance. The bank did not originate or purchase any loans with innovative or flexible features in the AA during the evaluation period.

INVESTMENT TEST

The bank's performance under the Investment Test in the Michigan City AA is "Low Satisfactory." Based on a full-scope review, the bank's performance in the Michigan City AA is adequate.

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

TCF had an adequate level of qualified investments and grants in the Michigan City AA given the bank's limited presence in this AA. The bank's responsiveness to CD needs in the AA is adequate. TCF made one investment totaling \$2 thousand during the current evaluation period that supported low- and moderate income individuals. In addition, one prior period LMI targeted mortgage-backed investment had an outstanding balance of \$312 thousand during the evaluation period.

We did not identify any investments that were complex or innovative, nor did we identify any situations in which the bank has taken a leadership role.

SERVICE TEST

The bank's performance under the Service Test in the Michigan City AA is "Needs to Improve." Based on a full-scope review, the bank's performance in the Michigan City AA is poor. Adequate retail banking services were negatively impacted by very poor CD service performance.

Retail Banking Services

Refer to Table 15 in Indiana 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.

Accessibility to retail banking services is adequate, considering the bank operates a single location in the AA. TCF's delivery systems are accessible to limited portions of the Michigan City AA, given the single location. However, the branch and ATM were located in a middle-income geography bordered by two moderate-income geographies.

Branch openings and closings have not affected the overall accessibility of the bank's delivery systems. There were no branch openings or closings during the evaluation period.

TCF's hours and services offered at the single branch location did not inconvenience portions of the AA, particularly low- and moderate-income individuals. TCF's has extended business hours and is open seven days per week.

TCF offers other alternative delivery systems, in addition to deposit-taking ATMs, including a call center open seven days per week, telephone banking, online banking, mobile banking, and a languageline service to assist the diverse customer base. However, bank management did not maintain information to determine their effectiveness in helping to meet the credit needs of

low- and moderate-income geographies and low- and moderate-income individuals. Therefore, alternative delivery systems did not impact the assessment of retail delivery systems.

Community Development Services

TCF employees provided a very poor level of CD services in the Michigan City AA during the evaluation period. Although the single branch had a limited number of employees, TCF did not report any CD services during the evaluation period.

Refer to Table 15 in Indiana section of appendix D for the facts and data that support these conclusions.

State of Michigan

CRA Rating for Michigan:	Satisfactory
The Lending Test is rated:	High Satisfactory
The Investment Test is rated:	High Satisfactory
The Service Test is rated:	Low Satisfactory

The major factors that support this rating include the following:

- Lending levels reflect adequate responsiveness to area credit needs.
- A good percentage of loans are made in the AAs.
- The geographic distribution of the bank's home mortgage lending is good. The geographic distribution of the bank's loans to small businesses is excellent.
- The distribution of home mortgage loans by borrowers' income level is excellent. The distribution of loans to small businesses is poor.
- TCF has a good level and adequate responsiveness of qualified investments.
- Retail banking and CD services are adequate, although performance in the limited-scope Detroit AA was very poor.

Description of Institution's Operations in Michigan

TCF operations and branches cover four AAs in Michigan. The Warren-Troy-Farmington Hills AA (WFH AA) consists of three counties in the Warren-Troy-Farmington Hills MD (Livingston, Macomb and Oakland Counties). The Ann Arbor AA consists of Washtenaw County. Finally, the Detroit AA consists of 430 of 620 census tracts that make up Western Wayne County. In June 2010, TCF eliminated the Marquette County AA which included one college campus branch location. We did not include an analysis of the Marquette County AA in our evaluation. As of June 30, 2011, TCF derived 18.5 percent of total bank deposits, or \$2.2 billion, from Michigan. Nearly 12 percent of TCF's loans considered in this evaluation are from the State.

TCF's primary operations are located in the WFH AA. TCF has 31 branches and 31 deposit-taking ATMs in this AA that accounts for 49 percent of the state's total deposits, 58 percent of total branch locations, and 63 percent of total loan volume. According to the FDIC Deposit Market Share Report as of June 30, 2011, TCF has the 9th largest deposit market share of the 42 financial institutions that have a presence in the AA. TCF's \$1.2 billion in deposits represent a 2 percent deposit market share.

In the Ann Arbor AA, TCF has 10 branches and 31 ATMs (including 13 deposit-taking ATMs). A total of 40 percent of TCF's Michigan deposits and 19 percent of its loan volume are from the Ann Arbor AA. According to the FDIC Deposit Market Share Report as June 30, 2011, TCF's \$934 million give it the largest market share of the 20 financial institutions that have a presence in the AA with 13.9 percent of the deposit market share.

In the Detroit AA, TCF has 12 branches and 13 ATMs (including 12 deposit-taking ATMs). Eleven percent of TCF's Michigan deposits are from this AA. According to the FDIC Deposit Market Share Report as June 30, 2011, TCF has the 10th largest deposit market share of the 28 financial institutions that have a presence in the AA. TCF's \$235 million in deposits represent 0.7 percent of the deposit market share.

Refer to the market profiles for Michigan in appendix C for detailed demographics and other performance context information for AAs that received a full-scope review.

Scope of Evaluation in Michigan

We selected the WFH AA for a full-scope review as this AA comprises the largest portion of deposits (49 percent), loans (61 percent), and branches (58 percent). Performance in this AA was the primary determinant of the overall ratings for Michigan. TCF did not originate any CD loans or loans with innovative or flexible features in the AA during the evaluation period. We performed limited-scope reviews for the Ann Arbor and Detroit AAs. More information on the scope of the evaluation is included in appendix A. We considered information from community organizations and various members of the community for this evaluation. Information obtained from these contacts is included in the market profile section in appendix C.

LENDING TEST

Conclusions for Areas Receiving Full-Scope Reviews

The bank's performance under the Lending Test in Michigan is "High Satisfactory." Based on a full-scope review, the bank's performance in the WFH AA is good.

Lending Activity

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

Lending levels reflect adequate responsiveness to area credit needs given strong competition in the area for both home mortgage and small business loans as indicated below by the number of market competitors. According to the FDIC Deposit Market Share Report as of June 30, 2011, TCF has the 9th largest deposit market share of the 42 financial institutions that have a presence in the AA with a 2 percent market share. TCF ranked 84th out of 435 mortgage lenders with a presence in the AA with a 0.12 percent market share. The five largest mortgage lenders were JPMorgan Chase Bank, Wells Fargo Bank, Bank of American, Flagstar Bank, and Quicken Loans with a combined market share of 38.7 percent. TCF ranked 32nd out of 110 small business lenders with a presence in the AA with a 0.10 percent market share. The five largest small business lenders were American Express Bank, Chase Bank USA, US Bank, Citibank, and Capital One Bank with a combined small business lending market share of 64.9 percent.

During the evaluation period, TCF originated or purchased 1,371 reportable home mortgage loans totaling \$194 million. For home mortgage refinance, TCF ranked 76th of 361 lenders that reported HMDA data with a 0.12 percent market share. For home purchase loans, TCF ranked 76th of 313 reporting lenders with a 0.10 percent market share. For home improvement loans, TCF ranked 41st of 103 lenders with a 0.32 percent market share. During the evaluation period, TCF originated and purchased 508 small loans to businesses totaling \$141 million.

Distribution of Loans by Income Level of the Geography

The geographic distribution of the bank's lending is good.

Home Mortgage Loans

The geographic distribution of TCF's home mortgage loans in the WFH AA is good. Refer to Tables 2, 3, and 4 in Michigan 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.

Home Purchase Loans

The geographic distribution of home purchase loans is adequate. The percentage of TCF's loans in low-income geographies was somewhat lower than the percentage of owner-occupied housing units in those geographies. In moderate-income geographies, TCF's percentage of loans was near to the percentage of owner-occupied housing units in those geographies. TCF's market share in low-income geographies was somewhat lower than its overall market share, while TCF's market share in moderate-income geographies exceeded its overall market share.

Home Improvement Loans

The geographic distribution of home improvement loans is excellent. The percentage of TCF's loans in low- and moderate-income geographies exceeded the percentage of owner-occupied housing units in those geographies. TCF's market share in moderate-income geographies exceeded its overall market share. However, TCF's market share in low-income geographies was somewhat lower than its overall market share.

Home Mortgage Refinance Loans

The geographic distribution of refinance loans is good. The percentage of TCF's loans in low- and moderate-income geographies was near to the percentage of owner-occupied housing units in those geographies. TCF's market shares in both low- and moderate-income geographies exceeded its overall market share.

Small Loans to Businesses

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

The geographic distribution of small loans to businesses is excellent. The percentage of TCF's small loans to businesses in low- and moderate-income geographies exceeded the percentage of businesses located in those geographies. TCF's lending market share in low-income geographies exceeded its overall market share, but its market share in moderate-income geographies was near to its overall market share.

Lending Gap Analysis

Our geographic distribution analysis included a review for lending gaps, particularly in low- and moderate-income areas. We did not identify any unexplained conspicuous gaps in the WFH AA.

Inside/Outside Ratio

In Michigan, TCF made a majority of all loans, 77 percent, in its AAs, and 73 percent of its HMDA loans in its AAs. TCF made 92 percent of its small loans to businesses in its AAs.

Distribution of Loans by Income Level of the Borrower

The distribution of loans by income level of the borrowers is excellent, although loans to small business is poor.

Home Mortgage Loans

Borrower distribution in the WFH AA reflects excellent penetration among home mortgage loan borrowers of different income levels. Refer to Tables 8, 9 and 10 in Michigan section of appendix D for the facts and data used to evaluate the borrower distribution of the bank's home mortgage loan originations and purchases.

Home Purchase Loans

The distribution of home purchase loans to borrowers of different income levels is good. The percentage of TCF's loans to low-income borrowers was near to the percentage of low-income families. The percentage of TCF's loans to moderate-income borrowers exceeded the percentage of moderate-income families. TCF's lending market share of loans to low-income borrower exceeded its overall market share. TCF's lending market share of loans to moderate-income borrowers was near to its overall market share.

Home Improvement Loans

The distribution of home improvement loans to borrowers of different income levels is excellent. The percentage of TCF's loans to both low- and moderate-income borrowers exceeded the percentage of low- and moderate-income families, respectively. TCF's lending market share of loans to low-income borrowers exceeded its overall market share while its market share of loans to moderate-income borrowers was near to its overall market share.

Home Mortgage Refinance Loans

The distribution of refinance loans to borrowers of different income levels is excellent. In the WFH AA, the percentage of TCF's loans to low-income borrower was near to the percentage of low-income families. The percentage of TCF's loans to moderate-income borrowers exceeded the percentage of moderate-income families. TCF's lending market shares of loans to both low- and moderate-income borrowers exceeded its overall market share.

Small Loans to Businesses

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

The borrower distribution of small loans to businesses reflects poor penetration among businesses of different sizes. In the WFH AA, the percentage of TCF's small loans to small businesses (those with revenues of \$1 million or less) was lower than the percentage of small businesses in the AA. TCF's lending market share of loans to small businesses was somewhat lower than its overall market share.

Community Development Lending

Community development lending had a neutral impact on lending performance in the AA. TCF did not originate any CD loans in the AA during the evaluation period.

Product Innovation and Flexibility

TCF's offering of innovative and flexible loan products had a neutral impact on Lending Test performance. The bank did not originate or purchase any loans with innovative or flexible features in the AA during the evaluation period.

Conclusions for Areas Receiving Limited-Scope Reviews

Based on limited-scope reviews, the bank's performance under the Lending Test in the Ann Arbor AA is consistent with the bank's overall "High Satisfactory" performance under the Lending Test in Michigan. The bank's performance under the Lending Test in the Detroit AA is weaker than the bank's overall "High Satisfactory" performance due to adequate geographic distribution and good borrower distribution. Refer to the Tables 1 through 13 in Michigan 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 Michigan is "High Satisfactory." Based on a full-scope review, the bank's performance in the WFH AA is good. Refer to Table 14 in Michigan section of appendix D for the facts and data used to evaluate the bank's level of qualified investments.

TCF's volume of qualified investments in the WFH AA is good. TCF made 100 qualified investments totaling \$3.9 million during the evaluation period. In addition, 19 prior period investments totaling \$1.9 million remain outstanding.

The bank's responsiveness to CD needs in the AA is adequate. Of the combined total investments, 97 percent were for the purpose of housing which is an identified need in the WFH AA. For current period investments, 10 investments totaling nearly \$3.8 million consist of LMI targeted mortgage-backed securities. All 19 prior period investments consist of mortgage-

backed securities. The majority of the remaining investments are in the form of grants to local nonprofit organizations that focus on social services for low- and moderate-income individuals. We did not identify any investments that were particularly complex or innovative, nor did we identify any situations in which the bank has taken a leadership role.

Conclusions for Area Receiving Limited-Scope Reviews

Based on limited-scope reviews, the bank's performance under the Investment Test in the Ann Arbor AA and Detroit-Dearborn AA is consistent with the bank's overall "High Satisfactory" performance under the Investment Test in Michigan. Refer to Table 14 in Michigan 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 Michigan is rated "Low Satisfactory." Based on the full-scope review, the bank's performance in the WFH AA is good. However, the very poor performance in the Detroit AA, a limited scope AA, negatively impacts the bank's overall performance.

Retail Banking Services

Refer to Table 15 in Michigan 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.

Accessibility to retail banking services is good. TCF's delivery systems are accessible to essentially all individuals and geographies of different income levels in the WFH AA. The percentage of branches in low-income geographies is lower than the percentage of population that resides in these geographies. The percentage of branches in moderate-income geographies exceeded the percentage of the population that resides in these geographies. There are no branches located in low-income geographies, however only 2.1 percent of the population reside in low income geographies.

Branch openings and closings has generally not adversely affected the accessibility of the bank's delivery systems to low- and moderate income geographies or individuals. TCF closed one in-store branch in a moderate-income geography during the evaluation period.

TCF's services and business hours do not vary in a way that inconveniences certain portions of the assessment area, particularly low- and moderate-income geographies or individuals. TCF branches have extended business hours and are open seven days per week banking at most locations. There are no differences in business hours based on the income level of the geography in which the branch is located.

TCF offers other alternative delivery systems, in addition to deposit-taking ATMs, including a call center open seven days per week, telephone banking, online banking, mobile banking, and a languageline service to assist the diverse customer base. However, bank management did not maintain information to determine their effectiveness in helping to meet the credit needs of

low- and moderate-income geographies and low- and moderate-income individuals. Therefore, alternative delivery systems did not impact the assessment of retail delivery systems.

Community Development Services

TCF employees provided an adequate level of CD services given the opportunities in the AA and the type of organizations that benefited from the services. TCF employees supported nine organizations primarily focused on providing community services that benefit low- and moderate-income families and individuals. Employees donated approximately 850 hours of their time during the evaluation period and demonstrated adequate leadership with Board involvement in several organizations. Examples of CD services during the evaluation period include:

- One employee provided financial expertise in the form of guidance for fundraising efforts for a community service organization.
- Two employees provided financial expertise in the form of participation on the Board of Directors of a community service organization.

Conclusions for Areas Receiving Limited-Scope Reviews

Based on limited-scope reviews, the bank's performance under the Service Test in the Ann Arbor AA is consistent with the bank's overall "Low Satisfactory" performance under the Service Test in Michigan. The bank's performance in the Detroit AA is weaker than the bank's overall "Low Satisfactory" performance in Michigan as a result of delivery systems which are inaccessible to significant portions of the AA. None of the branches in the Detroit AA, are located in low- or moderate-income geographies, where 7.80 percent and 30.49 percent of the population reside.

Refer to Table 15 in Michigan section of appendix D for the facts and data that support these conclusions.

State of Minnesota

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

The major factors that support this rating include:

- Lending levels reflect good responsiveness to area credit needs and are satisfactory in relation to the bank's deposit market share.
- An excellent percentage of loans are made in the AAs.
- The geographic distribution of the bank's home mortgage and small business lending is good.
- The distribution of home mortgage loans by income level of the borrowers is excellent. The distribution of small loans to businesses is poor.
- TCF made an adequate level and responsiveness of community development loans.
- TCF has a good level and adequate responsiveness of qualified investments and grants.
- Retail banking services are readily accessible to all portions of TCF's AAs, and TCF provides a relatively high level of community development services.

Description of Institution's Operations in Minnesota

TCF operations and branches cover four AAs in Minnesota. The Minneapolis AA includes nine counties in the Minneapolis MSA (Anoka, Carver, Dakota, Hennepin, Ramsey, Scott, Sherburn, Washington and Wright counties), as well as, four adjacent census tracts in Rice County (a non-MSA county located adjacent to the southern boundary of the MSA). The Duluth AA consists of St. Louis County, MN. The Mankato AA consists of the entire Mankato MSA. Finally, the St. Cloud AA consists of the entire St. Cloud MSA.

TCF's primary operations are located in the Minneapolis AA which is the most significant AA in Minnesota and the entire bank (96 percent of deposits from Minnesota come from this AA, or \$4.7 billion). TCF has 101 branches in the Minneapolis AA. Fifty-eight branches are in-store branches and two are on the campus of the University of Minnesota. TCF also has 243 ATMs (including 129 deposit-taking ATMs) in the AA. According to the FDIC Deposit Market Share Report as of June 30, 2011, TCF has the third largest deposit market share of the 152 financial institutions that have a presence in the AA with a 4.29 percent market share.

TCF has one branch and five ATMs (including three deposit-taking ATMs) in the Duluth AA. The branch is located on the campus of the University of Minnesota - Duluth. The \$18 million in deposits account for 0.37 percent of total deposits in Minnesota. According to the June 30, 2011 FDIC Deposit Market Share Report, TCF ranks 22nd among the 23 financial institutions in the Duluth AA with a 0.59 percent market share.

TCF has three branches and four deposit-taking ATMs in the Mankato AA. The \$73 million in deposits account for 1.51 percent of total deposits in Minnesota. According to the June 30, 2011 FDIC Deposit Market Share Report TCF ranks 9th among the 20 financial institutions in the Mankato AA with a 4.14 percent market share.

TCF has four branches and five deposit-taking ATMs in the St. Cloud AA. The \$88 million in deposits account for nearly 2 percent of total deposits in Minnesota. According to the June 30, 2011 FDIC Deposit Market Share Report, TCF ranks 12th among the 35 financial institutions in the St. Cloud AA with a 2.40 percent market share.

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

Scope of Evaluation in Minnesota

We selected the Minneapolis AA for a full-scope review due to this AA having the largest portion of both deposits (96 percent), loans (95 percent), and branches (93 percent). Performance in this AA was the primary consideration for the overall ratings for Minnesota because of the significance of this AA in Minnesota. We performed limited-scope reviews for the Duluth, Mankato, and St. Cloud AAs. More information on the scope of the evaluation is included in appendix A. We considered information from community organizations and various members of the community for this evaluation. Information obtained from these contacts is included in the market profile section in appendix C.

LENDING TEST

Conclusions for Areas Receiving Full-Scope Reviews

The bank's performance under the Lending Test in Minnesota is "High Satisfactory." Based on a full-scope review, the bank's performance in the Minneapolis AA is good.

Lending Activity

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

Lending levels reflect good responsiveness to area credit needs and are satisfactory in relation to the bank's deposit market share. According to the FDIC Deposit Market Share Report as of June 30, 2011, TCF has the third largest deposit market share of the 152 financial institutions that have a presence in the AA with a 4.29 percent market share. The lending environment in the AA is highly competitive and includes the presence of numerous national and regional banks, local community banks, credit unions, and other nonbank financial institutions. TCF ranked 19th out of 623 mortgage lenders with a presence in the AA with a 0.88 percent market share. The five largest mortgage lenders consist of Wells Fargo Bank, US Bank, JP Morgan Chase Bank, Bank of America, and GMAC Mortgage LLC with a combined market share of 49.1 percent. TCF ranked 34th out of 118 small business lenders with a presence in the AA for a 0.06 percent market share. The five largest small business lenders consist of Wells Fargo Bank, US Bank North Dakota, American Express Bank, Chase Bank USA, and Capital One Bank USA with a combined small business lending market share of 77.8 percent.

During the evaluation period, TCF originated or purchased 8,556 reportable home mortgage loans totaling \$1.2 billion. For home mortgage refinance, TCF ranked 16th of 517 lenders that

reported HMDA data with a 1.20 percent market share. For home improvement loans, TCF ranked 8th of 194 lenders reporting home improvement loans with a 2.55 percent market share. For home purchase, TCF ranked 45th of 461 lenders with a 0.26 percent market share. During the evaluation period, TCF originated and purchased 882 small loans to businesses totaling \$115 million.

Distribution of Loans by Income Level of the Geography

The geographic distribution of the bank's lending is good.

Home Mortgage Loans

The geographic distribution of TCF's home mortgage loans in the Minneapolis AA is good. Refer to Tables 2, 3, 4, and 5 in Minnesota 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.

Home Purchase Loans

The geographic distribution of home purchase loans is excellent. The percentage of TCF's loans in both low- and moderate-income geographies exceeded the percentage of owner-occupied housing units in those geographies. In addition, TCF's market share in both low- and moderate-income geographies exceeded its overall market share.

Home Improvement Loans

The geographic distribution of home improvement loans is good. The percentage of TCF's loans in both low- and moderate-income geographies exceeded the percentage of owner-occupied housing units in those geographies. TCF's lending market share in low-income geographies was somewhat lower than its overall market share. TCF's lending market share in moderate-income geographies was near to its overall market share.

Home Mortgage Refinance Loans

The geographic distribution of refinance loans is good. The percentage of TCF's loans in low-income geographies was somewhat lower than the percentage of owner-occupied housing units in those geographies. In moderate-income geographies, TCF's percentage of refinance loans was near to the percentage of owner-occupied housing units in those geographies. TCF's market share in moderate-income geographies exceeded its overall market share in moderate-income geographies while its market share in low-income geographies was somewhat lower than its overall market share.

Multifamily Loans

The geographic distribution of multifamily loans is good. The percentage of TCF's loans in low-income geographies exceeded the percentage of multifamily units in those geographies. The percentage of TCF's loans in moderate-income geographies was near to the percentage of multifamily units in those geographies. TCF's market share in low-income geographies was

somewhat lower than its overall market share, and its market share in moderate-income geographies exceeded its overall market share.

Small Loans to Businesses

The geographic distribution of small loans to businesses is good. Refer to Table 6 in Minnesota section of appendix D for the facts and data used to evaluate the geographic distribution of the bank's origination and purchase of small loans to businesses.

The percentage of TCF's small loans to businesses in low-income geographies exceeded the percentage of businesses located in low-income geographies. TCF's percentage of small loans to businesses in moderate-income geographies was near to the percentage of businesses located in moderate-income geographies. TCF's market share in low-income geographies exceeded its overall market share. Its market share in moderate-income geographies was near to its overall market share.

Lending Gap Analysis

Our geographic distribution analysis included a review for lending gaps, particularly in low- and moderate-income areas. We did not identify any unexplained conspicuous gaps in the Minneapolis AA.

Inside/Outside Ratio

In Minnesota, TCF made a substantial majority of its loans, 93 percent, in its AAs. TCF made 92 percent of its HMDA loans in its Minnesota AAs. TCF made 97 percent of its small loans to businesses in its Minnesota AAs.

Distribution of Loans by Income Level of the Borrower

The distribution of loans by income level of the borrowers is excellent, although the distribution of loans to small businesses is poor.

Home Mortgage Loans

Borrower distribution in the Minneapolis AA reflects excellent penetration among home mortgage loan borrowers of different income levels. Refer to Tables 8, 9, and 10 in Minnesota section of appendix D for the facts and data used to evaluate the borrower distribution of the bank's home mortgage loan originations and purchases.

Home Purchase Loans

TCF's distribution of home purchase loans to borrowers of different income levels is excellent. The percentages of TCF's loans to low- and moderate-income borrowers exceeded the percentages of low- and moderate-income families, respectively. TCF's market share of loans to both low- and moderate-income borrowers was near to its overall market share.

Home Improvement Loans

The distribution of home improvement loans to borrowers of different income levels is excellent. The percentage of TCF's loans to low- and moderate-income borrowers exceeded the percentage of low- and moderate-income families, respectively. In addition, TCF's market share of loans to both low- and moderate-income borrowers exceeded its overall market share.

Home Mortgage Refinance Loans

The distribution of refinance loans to borrowers of different income levels is excellent. The percentage of TCF's loans to low- and moderate-income borrowers exceeded the percentage of low- and moderate-income families, respectively. TCF's market share of loans to both low- and moderate-income borrowers exceeded its overall market share.

Small Loans to Businesses

The borrower distribution of small loans to businesses reflects poor penetration among businesses of different sizes. Refer to Table 11 in Minnesota section of appendix D for the facts and data used to evaluate the borrower distribution of the bank's origination and purchase of small loans to businesses.

In the Minneapolis AA, the percentage of TCF's small loans to small businesses (those with revenues of \$1 million or less) was lower than the percentage of small businesses in the AA. TCF's market share of loans to small businesses was lower than its overall market share.

Community Development Lending

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

TCF made an adequate level of community development loans. TCF originated 13 community development loans in the Minneapolis AA totaling \$13 million during the evaluation period. Six loans were for the purpose of affordable housing and six loans were for the purpose of revitalizing and stabilizing targeted areas of the Minneapolis AA. Community organizations noted affordable housing as a need in the Minneapolis AA.

Product Innovation and Flexibility

TCF makes limited use of innovative and/or flexible lending practices to serve AA credit needs. TCF offered loans under two neighborhood revitalization programs that target low- and moderate-income neighborhoods by offering below-market interest rate home improvement-type loans. TCF originated 44 of these loans totaling nearly \$525 thousand during the evaluation period.

Conclusions for Areas Receiving Limited-Scope Reviews

Based on limited-scope reviews, the bank's performance under the Lending Test in the Mankato and St. Cloud AAs is consistent with the bank's overall "High Satisfactory" performance under the Lending Test in Minnesota. The bank's performance under the Lending Test in the Duluth AA is weaker than the bank's overall "High Satisfactory" performance due to low lending activity. The weaker performance did not negatively impact the overall Lending Test rating for Minnesota.

Refer to the Tables 1 through 13 in Minnesota 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 Minneapolis AA is "High Satisfactory." Based on a full-scope review, the bank's performance in the Minneapolis AA is good. Refer to Table 14 in Minnesota section of appendix D for the facts and data used to evaluate the bank's level of qualified investments.

The volume of qualified investments originated by TCF in the Minneapolis AA is good. TCF made 578 qualified investments totaling \$17.3 million. In addition, 28 prior period investments totaling \$9.3 million remain outstanding. Prior period investments include 24 LMI targeted mortgage-backed securities totaling \$6.1 million, a \$1 million equity investment in an affordable housing fund, and a \$1 million equity investment in a CDFI. Ninety-one percent of the funds went toward meeting the AA identified need of housing.

The bank's responsiveness to CD needs in the AA is adequate. Current period qualified investments consisted of both investments and grants. Investments included ten mortgage-backed securities totaling \$14.0 million which are loan pools to low- and moderate-income borrowers in the Minneapolis AA. The remainder of the funds included donations to various local nonprofit organizations. These donations supported community services targeted to low- and moderate-income individuals (60 percent), affordable housing for low- or moderate-income individuals (27 percent), activities that revitalize or stabilize low or moderate income geographies (13 percent), and activities that promote economic development by financing small businesses (1 percent).

Conclusions for Area Receiving Limited-Scope Reviews

Based on limited-scope reviews, the bank's performance under the Investment Test in the St. Cloud AA and the Mankato AA is consistent with the bank's overall "High Satisfactory" performance under the Investment Test performance in Minnesota. In the Duluth AA, the bank's performance was stronger than the bank's overall performance in the state due to higher levels of investments. Refer to Table 14 in Minnesota 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 Minnesota is rated "Outstanding." Based on the full-scope review, the bank's performance in the Minneapolis AA is excellent.

Retail Banking Services

Refer to Table 15 in Minnesota 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.

Accessibility to retail banking services is excellent. TCF's delivery systems are readily accessible to individuals and geographies of different income levels in the Minneapolis AA. TCF operates 101 branches in the Minneapolis AA with four branches in low-income geographies and 20 branches in moderate-income geographies. The percent of branches in low-income geographies was near to the percent of population in those geographies. In the moderate-income geographies, the percent of the branches exceeded the percent of the population in those geographies.

Branch openings and closings has not adversely affected the accessibility of the bank's delivery systems to low- and moderate-income geographies or individuals. TCF opened one branch in a low-income geography and one in a moderate-income geography during the evaluation period, but closed two branches located in moderate-income geographies.

TCF's services and business hours do not vary in a way that inconveniences certain portions of the assessment area, particularly low- and moderate-income geographies or individuals. Fifty-seven percent of all branches are in-store branches which include extended business hours and business hours seven days per week. There are no differences in business hours based on the income level of the geography in which the branch is located.

TCF offers alternative delivery systems, in addition to deposit-taking ATMs, including a call center open seven days per week, telephone banking, online banking, mobile banking, and a language line service to assist the diverse customer base. However, bank management does not maintain information to determine their effectiveness in helping to meet the credit needs of low- and moderate-income geographies and low- and moderate-income individuals. Therefore, alternative delivery systems did not impact the assessment of retail delivery systems.

Community Development Services

TCF employees provided a relatively high level of CD services given the opportunities in the AA and the type of organizations that benefited from the services. Approximately 60 employees spent over 9,300 hours volunteering with over 50 different organizations to provide affordable housing assistance or social services to low- and moderate-income people. Examples of CD services during the evaluation period include:

- Two employees provided financial expertise in the form of fundraising efforts and participation on the Board of Directors of an organization that provides affordable housing services to individuals with mental health illnesses.
- An employee provided financial expertise in the form of participation on the Board of Directors as well as the business and loan committees of an organization that provides homeowner education and homebuyer financing for targeted Minneapolis neighborhoods.

Conclusions for Areas Receiving Limited-Scope Reviews

Based on limited-scope reviews, the bank's performance under the Service Test in the St. Cloud AA is consistent with the bank's overall "Outstanding" performance under the Service Test in Minnesota. The bank's performance under the Service Test in the Mankato AAs is weaker than the bank's overall performance due to weaker branch distribution. The weaker performance does not adversely impact the overall Service Test conclusions for Minnesota. The bank operated too few branches in the Duluth AA to analyze the distribution. Refer to Table 15 in Minnesota section of appendix D for the facts and data that support these conclusions.

State of South Dakota

CRA Rating for South Dakota: Needs to Improve
The Lending Test is rated: Needs to Improve
The Investment Test is rated: Low Satisfactory
The Service Test is rated: Low Satisfactory

The major factors that support this rating include:

- Lending levels reflect very poor responsiveness to area credit needs.
- An adequate percentage of loans are made in the AAs.
- The bank made too few loans to assess geographic distribution of lending.
- The bank made too few loans to assess the distribution of loans by income level of the borrowers.
- TCF did not originate any CD loans during the evaluation period.
- TCF has an adequate level and responsiveness of qualified investment and grants.
- Adequate retail banking service performance but very poor CD service performance.

Description of Institution's Operations in South Dakota

TCF has one AA in South Dakota, a portion of the Sioux Falls MSA that includes Lincoln and Minnehaha counties. The AA was newly established in April 2009 when TCF initially opened its single branch in the AA. Prior to April 2009, TCF did not have any presence in South Dakota and the bank did not acquire any deposits or loans in this AA upon entry. TCF derives only 0.01 percent of its deposits, or \$899 thousand, from the Sioux Falls AA. The June 30, 2011 FDIC Deposit Market Share Report indicates that TCF holds the lowest deposit market share of the 29 institutions with a presence in the AA with a market share of 0.001 percent. As of December 31, 2011, TCF had one branch and one ATM location both in a moderate-income CT. The evaluation period for this AA is from April 9, 2009 through December 31, 2011.

Refer to the market profile for South Dakota in appendix C for detailed demographics and other performance context information for the Sioux Falls AA, which received a full-scope review.

Scope of Evaluation in South Dakota

We performed a full-scope review of the bank's performance in the Sioux Falls AA, the bank's only AA in South Dakota. We considered information from community organizations for this evaluation. Information obtained from these contacts is included in the market profile section in appendix C. TCF did not originate any home purchase loans, small loans to businesses CD loans or loans with innovative or flexible features during the evaluation period.

LENDING TEST

The bank's performance under the Lending Test in the Sioux Falls AA is "Needs to Improve." Based on a full-scope review, the bank's performance in the Sioux Falls AA is poor.

Lending Activity

The bank's lending activity in the Sioux Falls AA was very poor. During the evaluation period, TCF originated or purchased only two home improvement and two home refinance loans. Lending levels reflect poor responsiveness to area credit needs even considering the bank's low deposit market share and limited time in market. Refer to Table 1 Lending Volume in South Dakota section of appendix D for the facts and data used to evaluate the bank's lending activity.

Distribution of Loans by Income Level of the Geography

The bank made too few loans to assess geographic distribution of lending. As a result, Tables 2, 3, 4, 5, and 6 were excluded from appendix D. The bank did, however, lend in moderate-income geographies. Two of four home mortgage loans were in moderate-income tracts.

Lending Gap Analysis

Our geographic distribution analysis included a review for lending gaps, particularly in low- and moderate-income areas. We did not identify any unexplained conspicuous gaps in the Sioux Falls AA.

Inside/Outside Ratio

In South Dakota, TCF made the majority of its loans (three of four), comprised entirely of HMDA loans, in the Sioux Falls AA.

Distribution of Loans by Income Level of the Borrower

The bank made too few loans to assess the distribution of loans by income level of the borrowers. As a result, Tables 8, 9, 10, and 11 were excluded from appendix D. The bank did, however, lend to low- or moderate-income borrowers. One of four home mortgage loans was made to a low-income borrower.

Community Development Lending

Community development lending had a neutral impact on lending performance in the Sioux Falls AA. TCF did not originate any community development CD loans in this AA during the evaluation period.

Product Innovation and Flexibility

TCF's offering of innovative and flexible loan products had a neutral impact on Lending Test performance. The bank did not originate or purchase any loans with innovative or flexible features in the AA during the evaluation period.

INVESTMENT TEST

The bank's performance under the Investment Test in the Sioux Falls AA is "Low Satisfactory." Based on a full-scope review, the bank's performance in the Sioux Falls AA is adequate. Refer to Table 14 in South Dakota section of appendix D for the facts and data used to evaluate the bank's level of qualified investments.

The volume and responsiveness of qualified investments by TCF in the Sioux Falls is adequate. TCF made one investment totaling \$10 thousand during the evaluation period. TCF's contribution went to support affordable housing for low- and moderate-income individuals in the AA. We did not identify any investments that were complex or innovative, nor did we identify any situations in which the bank has taken a leadership role.

SERVICE TEST

Conclusions for Areas Receiving Full-Scope Reviews

The bank's performance under the Service Test in the Sioux Falls AA is "Low Satisfactory." Based on the full-scope review, the bank's performance in the Sioux Falls AA is adequate. The very poor CD service performance had minimal impact considering the bank's limited presence in the AA.

Retail Banking Services

Refer to Table 15 in South Dakota 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.

Accessibility to retail banking services is adequate, considering the bank's limited presence in the AA. TCF's delivery systems are reasonably accessible to all portions of the Sioux Falls AA. The single branch and one deposit-taking ATM are located in a moderate-income geography.

Branch openings and closings have not adversely affected the accessibility of the bank's delivery systems. There were no branch openings or closings during the evaluation period. TCF opened its single branch on April 6, 2009.

TCF's hours and services offered at the single branch location did not inconvenience portions of the AA, particularly low- and moderate-income individuals. TCF's has extended business hours and is open seven days per week.

TCF offers other alternative delivery systems, in addition to deposit-taking ATMs, including a call center open seven days per week, telephone banking, online banking, mobile banking, and a languageline service to assist the diverse customer base. However, bank management did not maintain information to determine their effectiveness in helping to meet the credit needs of low- and moderate-income geographies and low- and moderate-income individuals. Therefore, alternative delivery systems did not impact the assessment of retail delivery systems.

Community Development Services

TCF employees provided a very poor level of CD services in the Sioux Falls AA during the evaluation period. Although the single branch had a limited number of employees, TCF did not report any CD services during the evaluation period.

State of Wisconsin:

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

The major factors that support this rating include:

- Lending levels reflect excellent responsiveness to area credit needs.
- An adequate percentage of loans are made in the AAs.
- The geographic distribution of the bank's home mortgage lending is excellent. The geographic distribution of small loans to businesses is good.
- The distribution of home mortgage loans by income level of the borrowers is excellent. The distribution of small business loans by revenue is poor.
- A positive level of community development loans that were responsive to community needs.
- TCF has an excellent level and responsiveness of qualified investments and grants.
- Availability of retail banking services is good.

Description of Institution's Operations in Wisconsin

TCF operations and branches cover two AAs in Wisconsin. The Milwaukee AA includes Milwaukee and Waukesha Counties. The Racine AA consists of Racine County. TCF's primary operations are located in the Milwaukee AA which has 18 branches and 21 ATMs, including 19 deposit-taking ATMs. According to the FDIC Deposit Market Share Report as of June 30, 2011, TCF has the 19th largest deposit market share of the 49 institutions that have a presence in the Milwaukee AA with a 0.72 percent market share. The Racine AA has four branches and four deposit-taking ATMs. TCF has the 12th largest deposit market share of the 15 financial institutions that have a presence in the Racine AA with a 2.27 percent market share. As of June 30, 2011, TCF derived 3.6 percent of its total deposits from Wisconsin.

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

Scope of Evaluation in Wisconsin

Of the two AAs in Wisconsin, we selected the Milwaukee AA for a full-scope review. This AA has the largest portion of deposits (84 percent), loans (80 percent), and branches (82 percent) and, as a result, it carried the most emphasis in assigning the ratings. We performed a limited-scope review for the Racine AA. Based on the limited lending volume of multifamily and small loans to businesses, we did not conduct an analysis on these loan types in the limited scope AA. TCF did not originate any CD or innovative and flexible loan products in the AA. The bank did not originate or purchase any loans with innovative or flexible features during the evaluation period. More information on the scope of the evaluation is included in appendix A.

We considered information from community organizations and various members of the Milwaukee-Waukesha community for this evaluation. Information obtained from these contacts is included in the market profile section in appendix C.

LENDING TEST

Conclusions for Areas Receiving Full-Scope Reviews

The bank's performance under the Lending Test is "Outstanding." Based on a full-scope review, the bank's performance in the Milwaukee AA is excellent.

Lending Activity

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

Lending levels reflect excellent responsiveness to area credit needs in relation to the bank's deposit market share. According to the FDIC Deposit Market Share Report as of June 30, 2011, TCF has the 19th largest deposit market share of the 49 institutions that have a deposit presence in the Milwaukee AA with a 0.72 percent market share. The lending environment in the AA is competitive and includes the presence of numerous national and regional banks, local community banks, credit unions, and other nonbank financial institutions. TCF ranked 60th out of 396 mortgage lenders with a presence in the AA based on number of loan originations with a 0.26 percent market share. However, TCF ranked 40th out of 396 mortgage lenders based on the dollar volume of loan originations with a 0.58 percent market share. The five largest mortgage lenders by number of loan originations consist of Wells Fargo Bank, JP Morgan Chase Bank, Bank of America, GMAC Mortgage LLC, and Landmark Credit Union with a combined market share of 35.8 percent. TCF ranked 29th out of 91 financial institutions reporting small loans to businesses with a 0.23 percent market share.

During the evaluation period, TCF originated or purchased 1,361 reportable home mortgage loans totaling \$204 million. For home improvement loans, TCF ranked 8th of 90 lenders that reported HMDA data with a 3.03 percent market share. For home mortgage refinance, TCF ranked 67th of 351 lenders with a 0.17 percent market share. For home purchase loans, TCF ranked 74th of 244 lenders with a 0.16 percent market share. During the evaluation period, TCF originated or purchased 341 small loans to businesses totaling \$123 million.

Distribution of Loans by Income Level of the Geography

The geographic distribution of the bank's lending is excellent.

Home Mortgage Loans

The geographic distribution of home mortgage loans in the Milwaukee AA is excellent. Refer to Tables 2, 3, 4, and 5 in Wisconsin section of appendix D for the facts and data used to evaluate the geographic distribution of the bank's home mortgage loan originations/purchases.

Home Purchase Loans

The geographic distribution of home purchase loans is excellent. The percentages of loans in low- and moderate-income geographies exceeded the percentages of owner-occupied housing units in these geographies, respectively. TCF's lending market share in low-income geographies was somewhat lower than its overall market share. However, TCF's lending market share for moderate-income geographies exceeded its overall market share.

Home Improvement Loans

The geographic distribution of home improvement loans is excellent. The percentage of loans in low-income geographies was near to the percentage of owner-occupied housing units in these geographies. The percentage of loans in the moderate-income geographies exceeded the percentage of owner-occupied housing units in these geographies. TCF's lending market share in both low- and moderate-income geographies exceeded the bank's overall market share.

Home Mortgage Refinance Loans

The geographic distribution of refinance loans is excellent. The percentages of loans in low- and moderate-income geographies exceeded the percentage of owner-occupied housing units in these geographies, respectively. TCF's lending market share in both low- and moderate-income geographies exceeded the bank's overall market share.

Multifamily Loans

TCF's geographic distribution of multifamily loans is excellent. The percentage of loans in low- and moderate-income geographies exceeded the percentage of multifamily units in those respective geographies. TCF's market shares in both low- and moderate-income geographies exceeded the bank's overall market share.

Small Loans to Businesses

The geographic distribution of small loans to businesses is good. Refer to Table 6 in Wisconsin section of appendix D for the facts and data used to evaluate the geographic distribution of the bank's origination and purchase of small loans to businesses.

In the Milwaukee AA, the percentage of TCF's small loans to businesses in low-income geographies was somewhat lower than the percentage of businesses located in those geographies. The percentage of small loans to businesses in moderate-income geographies exceeded the percentage of businesses in those geographies. TCF's market share in low-income geographies was near to its overall market share while its market share in moderate-income geographies exceeded its overall market share.

Lending Gap Analysis

Our geographic distribution analysis included a review for lending gaps, particularly in low- and moderate-income areas. We did not identify any unexplained conspicuous gaps in the

Milwaukee AA.

Inside/Outside Ratio

In Wisconsin, TCF made a majority of its loans, 55 percent, in its AAs. TCF made 52 percent of its HMDA loans and 79 percent of the small business loans in its AAs.

Distribution of Loans by Income Level of the Borrower

The distribution of loans by income level of the borrowers is excellent.

Home Mortgage Loans

Borrower distribution in the Milwaukee AA reflects excellent penetration among home mortgage loan borrowers of different income levels. Refer to Tables 8, 9 and 10 in Wisconsin section of appendix D for the facts and data used to evaluate the borrower distribution of the bank's home mortgage loan originations and purchases.

Home Purchase Loans

The distribution of home purchase loans to borrowers of different income levels is excellent. The percentage of loans to low-income borrowers was near to the percentage of low-income families. The percentage of loans to moderate-income borrowers exceeded the percentage of moderate-income families. TCF's lending market share for low-income borrowers exceeded its overall market share, and its lending market share for moderate-income borrowers was near to its overall market share.

Home Improvement Loans

The distribution of home improvement loans to borrowers of different income levels is excellent. The percentage of loans to low-income borrowers was somewhat lower than the percentage of low-income families. The percentage of loans to moderate-income borrowers exceeded the percentage of moderate-income families. TCF's lending market share of loans to both low- and moderate-income borrowers, respectively, exceeded its overall market share.

Home Mortgage Refinance Loans

The distribution of refinance loans to borrowers of different income levels is excellent. The percentage of loans to low-income borrowers is near to the percentage of low-income families. The percentage of loans to moderate-income borrowers exceeded the percentage of moderate-income families. TCF's lending market share of loans to both low- and moderate-income borrowers, respectively, exceeded its overall market share.

Small Loans to Businesses

The distribution of borrowers reflects poor penetration among businesses of different sizes. Refer to Table 11 in Wisconsin section of appendix D for the facts and data used to evaluate the borrower distribution of the bank's origination and purchase of small loans to businesses.

In the Milwaukee AA, the percentage of TCF's small loans to small businesses (those with revenues of \$1 million or less) was lower than the percentage of small businesses in the AA. TCF's lending market share of loans to small businesses was lower than its overall market share.

Community Development Lending

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

Community development lending had a significantly positive impact in the Milwaukee AA. During the evaluation period, TCF originated three community development loans totaling \$5.1 million. The loans support economic stabilization within a low-income census tract.

Product Innovation and Flexibility

TCF's offering of innovative and flexible loan products had a neutral impact on Lending Test performance. The bank did not originate or purchase any loans with innovative or flexible features in the AA during the evaluation period.

Conclusions for Areas Receiving Limited-Scope Reviews

Based on limited-scope reviews, the bank's performance under the Lending Test in the Racine AA is consistent with the bank's overall "Outstanding" performance under the Lending Test in Wisconsin. Refer to the Tables 1 through 13 in Wisconsin 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 Wisconsin is rated "Outstanding." Based on the full-scope review in the Milwaukee AA, the bank's performance is excellent. Refer to Table 14 in Wisconsin section of appendix D for the facts and data used to evaluate the bank's level of qualified investments.

The volume of qualified investments originated by TCF in the Milwaukee AA is excellent. TCF made 65 qualified investments totaling \$12.3 million during the evaluation period. Total investments represent 28.5 percent of allocated tier one capital for the AA. The bank's responsiveness to CD needs in the AA is excellent. One investment totaling \$7.8 million finances the revitalization of a low-income census tract declared a disaster area after severe flooding. Five of the current-period investments totaling \$928 thousand are mortgage-backed securities composed of mortgages to borrowers with low- or moderate-incomes residing in the AA. In addition, 13 prior period investments totaling \$848 thousand remain outstanding. All

prior period investments were also mortgage-based securities to borrowers with low- or moderate-incomes.

The bank also made monetary donations totaling \$159 thousand to 20 various organizations. Grant proceeds went to organizations that provide social services for low- and moderate-income persons (\$110 thousand), affordable housing (\$3 thousand), economic development (\$31 thousand) and community revitalization (\$15 thousand). We did not identify any investments that were particularly complex or innovative, nor did we identify any situations in which the bank has taken a leadership role.

Conclusions for Area Receiving Limited-Scope Reviews

Based on limited-scope reviews, the bank's performance under the Investment Test in the Racine AA is weaker than the bank's overall "Outstanding" performance under the Investment Test in Wisconsin. Refer to the Table 14 in Wisconsin 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 Wisconsin is rated "High Satisfactory." Based on a full-scope review, the bank's performance in the Milwaukee AA is good.

Retail Banking Services

Refer to Table 15 in Wisconsin 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.

Accessibility to retail banking services is good. TCF's delivery systems are accessible to essentially all individuals and geographies of different income levels in the Milwaukee AA. TCF operates 18 branches in the Milwaukee AA, representing 82 percent of all TCF branches in Wisconsin. The percentage of branches located in low-income geographies is somewhat lower than the percentage of population residing in those geographies. One branch (6 percent) is located in a low-income geography compared to 14 percent of the AA population residing in low-income geographies. Twenty-eight percent of the bank's branches are located in moderate-income geographies, which exceeded the 19 percent of the population residing in those geographies.

Branch openings and closings have not adversely affected the accessibility of the bank's delivery systems to low- and moderate-income geographies or individuals. TCF closed two branches during the evaluation period - a branch in a middle-income geography and a branch in an upper-income geography. TCF did not open any branches during the evaluation period.

TCF's services and business hours do not vary in a way that inconveniences certain portions of the assessment area, particularly low- and moderate-income geographies or individuals. TCF branches have extended business hours and are open seven days per week banking at most locations.

TCF offers other alternative delivery systems, in addition to deposit-taking ATMs, including a call center open seven days per week, telephone banking, online banking, mobile banking, and a languageline service to assist the diverse customer base. However, bank management did not maintain information to determine their effectiveness in helping to meet the credit needs of low- and moderate-income geographies and low- and moderate-income individuals. Therefore, alternative delivery systems did not impact the assessment of retail delivery systems.

Community Development Services

TCF employees provided a limited level of CD services given the opportunities in the AA and the type of organizations that benefited from the services.

TCF employees supported three organizations primarily focused on providing community services that benefit low- and moderate-income families and individuals. Employees donated approximately 230 hours of their time during the evaluation period. Two of the employees demonstrated leadership with Board and committee involvement in two of the organizations. Examples of CD services during the evaluation period include:

- One employee provided leadership serving on the Board of a local food bank.
- One employee participated as a member of the credit committee of an organization that works to revitalize distressed neighborhoods.

Conclusions for Areas Receiving Limited-Scope Reviews

Based on a limited scope review, the bank's performance under the Service Test in the Racine AA is consistent with the bank's overall "High Satisfactory" performance under the Service Test in Wisconsin. Refer to the Table 15 in Wisconsin 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”).

Time Period Reviewed	Lending Test (excludes CD loans): (01/01/2007 to 12/31/2011) Investment and Service Tests and CD Loans: (01/01/2008 to 12/31/2011)	
Financial Institution	Products Reviewed	
TCF National Bank (TCF) Sioux Falls, SD	Home mortgage loans; small business loans; community development loans, investments, and services	
List of AAs and Type of Examination		
Assessment Area	Type of Exam	Other Information
Chicago-Naperville-Joliet MMSA #16980 Chicago	Full Scope	Entire Chicago-Naperville-Joliet MD (Cook, DeKalb, DuPage, Grundy, Kane, Kendall, McHenry and Will Counties) Lake County, IL and Kenosha County, WI Lake and Porter Counties
Lake County Kenosha County	Limited Scope	
Gary	Limited Scope	
State of Arizona Phoenix-Mesa-Glendale MSA #38060	Full Scope	Maricopa County, Portion of Boulder County
State of Colorado Denver-Aurora MSA #19740	Full Scope	Adams, Arapahoe, Denver, Douglas and Jefferson Counties
Boulder MSA #14500	Limited Scope	Portion of Boulder County
Colorado Springs MSA #17820	Limited Scope	El Paso County
State of Illinois Kankakee	Full Scope	Portion of Kankakee County
Champaign	Limited Scope	Portion of Champaign County
State of Indiana Michigan City	Full Scope	LaPorte County
State of Michigan Warren-Troy-Farmington Hills	Full Scope	Livingston, Macomb, and Oakland Counties
Ann Arbor MSA	Limited Scope	Washtenaw County
Detroit-Livonia-Dearborn MD #19804	Limited Scope	Portion of Wayne County

<p>State of Minnesota Minneapolis-St. Paul- Bloomington MSA #33460</p>	<p>Full Scope</p>	<p>All of Anoka, Carver, Dakota, Hennepin, Ramsey, Scott, Sherburne, Washington and Wright Counties in the MSA, plus four adjacent CTs in Rice County, a non-MSA county adjacent to the MSA.</p>
<p>Duluth MSA #20260</p>	<p>Limited Scope</p>	<p>Portion of St. Louis County</p>
<p>Mankato</p>	<p>Limited Scope</p>	<p>Blue Earth and Nicollet Counties</p>
<p>St. Cloud MSA #41060</p>	<p>Limited Scope</p>	<p>Benton and Stearns Counties</p>
<p>State of South Dakota Sioux Falls MSA #43620</p>	<p>Full Scope</p>	<p>Lincoln and Minnehaha Counties</p>
<p>State of Wisconsin Milwaukee-Waukesha-West Allis MSA #33340</p>	<p>Full Scope</p>	<p>Milwaukee and Waukesha Counties</p>
<p>Racine MSA #39540</p>	<p>Limited Scope</p>	<p>Racine County</p>

Appendix B: Summary of Multistate Metropolitan Area and State Ratings

RATINGS: TCF National Bank				
Overall Bank:	Lending Test Rating*	Investment Test Rating	Service Test Rating	Overall Bank/State/Multistate Rating
TCF National Bank	High Satisfactory	Low Satisfactory	Low Satisfactory	Satisfactory
Multistate Metropolitan Area or State:				
Chicago-Naperville-Joliet MMSA	Outstanding	Low Satisfactory	Low Satisfactory	Satisfactory
State of Arizona	Low Satisfactory	Needs to Improve	Low Satisfactory	Needs to Improve
State of Colorado	Outstanding	Low Satisfactory	High Satisfactory	Satisfactory
State of Illinois	Needs to Improve	Low Satisfactory	Needs to Improve	Needs to Improve
State of Indiana	Needs to Improve	Low Satisfactory	Needs to Improve	Needs to Improve
State of Michigan	High Satisfactory	High Satisfactory	Low Satisfactory	Satisfactory
State of Minnesota	High Satisfactory	High Satisfactory	Outstanding	Satisfactory
State of South Dakota	Needs to Improve	Low Satisfactory	Low Satisfactory	Needs to Improve
State of Wisconsin	Outstanding	Outstanding	High Satisfactory	Outstanding

(*) 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

Chicago-Naperville-Joliet MD

Demographic Information for Full-Scope Area: Chicago MD						
Demographic Characteristics	#	Low % of #	Moderate % of #	Middle % of #	Upper % of #	NA* % of #
Geographies (Census Tracts/BNAs)	1,724	13.63	24.83	35.67	24.88	0.99
Population by Geography	7,628,412	8.00	23.35	39.50	29.15	0.01
Owner-Occupied Housing by Geography	1,751,998	2.59	15.03	45.23	37.15	0.00
Businesses by Geography	656,216	3.47	13.54	38.42	44.36	0.21
Farms by Geography	9,567	1.32	8.70	51.50	38.49	0.00
Family Distribution by Income Level	1,863,871	20.85	17.60	22.09	39.45	0.00
Distribution of Low- and Moderate-Income Families throughout AA Geographies	716,797	14.42	33.36	38.20	14.02	0.00
Median Family Income	= \$60,166	Median Housing Sales Price				= \$176,500
HUD Adjusted Median Family Income for 2011	= \$76,200	Unemployment Rate (December 2011)				= 9.3%
Households Below the Poverty Level	= 10%					

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

Source: 2000 U.S. Census, 2011 HUD updated MFI, Bureau of Labor Statistics, and National Association of REALTORS®.

The AA consists of the Chicago-Naperville-Joliet, IL MD which is comprised of Cook, DeKalb, DuPage, Grundy, Kane, Kendall, McHenry, and Will Counties. The financial market is among the most competitive in the United States with 224 banks operating in this AA. As of June 30, 2011, TCF had \$3.2 billion in deposits in this AA with a market share of 1.22 percent. Two large financial institutions dominate the market share with over 32 percent of the deposits.

During this evaluation period, the Chicago MD economy suffered during the recession period, particularly the housing market. The area experienced high foreclosure rates, particularly in the low- and moderate-income neighborhoods. Yet, property values remain higher than many areas in the nation, making it difficult for low- and moderate-income persons to obtain funding for home ownership. However, property values declined making it difficult for existing homeowners to tap the equity in their homes to finance improvements. Unemployment in the Chicago MD was above the national average during the evaluation period which constrained lending activity.

The primary source of employment comes from the professional and services sector, followed by education, health, and government. The largest employers in the Chicago MD include Walgreen Company, Advocate Health Care Systems, Chase Bank, and Wal-Mart Stores, Inc.

The Chicago area presents abundant opportunities for financial institutions to serve the credit and community development needs of low- and moderate-income persons and low- and moderate-income areas. Many well established community development organizations operate in the region. In addition, local government agencies have designated areas for redevelopment and devote a variety of resources (e.g., Tax Increment Financing districts, Empowerment Zones, CDBG and HOME Funds) to increase investment in those areas.

State of Arizona

Phoenix-Mesa-Glendale 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)	663	6.03	27.30	34.69	31.37	0.60
Population by Geography	3,072,149	4.88	28.69	36.78	29.64	0.01
Owner-Occupied Housing by Geography	764,563	1.53	21.47	40.34	36.66	0.00
Businesses by Geography	464,595	3.55	17.80	32.48	46.10	0.07
Farms by Geography	7,678	2.25	19.71	36.19	41.81	0.04
Family Distribution by Income Level	768,800	19.09	18.51	21.75	40.65	0.00
Distribution of Low- and Moderate-Income Families throughout AA Geographies	289,057	7.44	41.75	36.25	14.56	0.00
Median Family Income						
HUD Adjusted Median Family Income for 2011	= \$51,172					
Households Below the Poverty Level	= \$65,500 = 10%					
			Median Housing Value			= \$115,500
			Unemployment Rate (December 2011)			= 7.9%

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

Source: 2000 U.S. Census, 2011 HUD updated MFI, Bureau of Labor Statistics, and National Association of REALTORS®.

The AA consists of Maricopa County in the Phoenix-Mesa-Scottsdale MSA. TCF has seven branch locations and seven deposit-taking ATMs in the Phoenix AA. As of June 30, 2011, TCF had \$184 million in deposits in this AA which represents 1.5 percent of TCF's total deposit base. According to the June 30, 2011 FDIC Summary of Deposits Report, TCF ranks 22nd in deposit market share out of the 61 institutions with a presence in the MSA. Wells Fargo, JP Morgan, and Bank of America dominate the AA with a combined market share of 71.4 percent. All other institutions have deposit market shares of less than 5 percent.

Major industries in the AA include transportation, health care services, and the finance industry. The Phoenix area was adversely impacted by the economic downturn from 2007-2012, particularly in decreased housing values. The environment has increased the need for foreclosure intervention, loan modification, and loan counseling programs. The Phoenix MSA unemployment rate was consistent with the national average throughout the evaluation period.

Community and credit needs in the Phoenix MSA include affordable housing for low- and moderate-income individuals and small business lending.

State of Colorado

Denver-Aurora-Broomfield 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)	531	3.95	26.93	38.79	28.25	2.07
Population by Geography	2,130,766	4.67	28.17	39.55	27.49	0.12
Owner-Occupied Housing by Geography	554,528	1.94	22.29	42.16	33.62	0.00
Businesses by Geography	341,380	3.31	20.97	36.81	37.91	1.01
Farms by Geography	5,329	1.71	18.31	39.44	39.97	0.56
Family Distribution by Income Level	536,892	18.26	18.82	23.74	39.18	0.00
Distribution of Low- and Moderate-Income Families throughout AA Geographies	199,086	7.79	42.25	36.86	13.10	0.00
Median Family Income	= \$61,301	Median Housing Sales Price		=\$231,400		
HUD Adjusted Median Family Income for 2011	= \$78,200	Unemployment Rate (December 2011) =		= 8.1%		
Households Below the Poverty Level	= 7%					

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

Source: 2000 U.S. Census, 2011 HUD updated MFI, Bureau of Labor Statistics, and National Association of REALTORS®.

The AA consists of a portion of the Denver-Aurora MSA including Adams, Arapahoe, Broomfield, Denver, Douglas and Jefferson counties. The City of Denver is the state's capital and the center of its economic activity. As of June 30, 2011, TCF had nearly \$559 million in deposits in this AA. According to the June 30, 2011 FDIC Summary of Deposits Report TCF ranks 17th in deposit market share of the 71 financial institutions with a presence in the AA. The largest competitor in the AA has a deposit market share of 28.19 percent.

TCF has 27 branch locations and 29 deposit-taking ATMs in the Denver AA. Major industries in the AA include transportation and telecommunications. This area was significantly impacted by the economic downturn which caused unemployment rates to increase and remain elevated throughout this evaluation period. Unemployment in the Denver MSA was comparable to the national average throughout most of the evaluation period.

Community and credit needs in the area include affordable housing for low- and moderate-income individuals and families and small business lending, particularly for new businesses. Over the last several years, housing values have declined and foreclosure potential has increased creating a need for consumer counseling for these issues. In addition, small businesses have limited initial capital for investments making the start-up of new businesses a challenge.

State of Illinois

Kankakee AA

Demographic Information for Full-Scope Area: Kankakee AA						
Demographic Characteristics	#	Low % of #	Moderate % of #	Middle % of #	Upper % of #	NA* % of #
Geographies (Census Tracts/BNAs)	17	5.88	23.53	58.82	11.76	0.00
Population by Geography	75,163	3.19	17.54	65.14	14.13	0.00
Owner-Occupied Housing by Geography	18,302	2.03	10.81	70.78	16.37	0.00
Business by Geography	6,147	1.76	16.84	68.07	13.34	0.00
Farms by Geography	241	0.00	7.47	70.54	21.99	0.00
Family Distribution by Income Level	19,150	19.81	18.84	22.76	38.59	0.00
Distribution of Low and Moderate Income Families throughout AA Geographies	7,401	4.88	26.31	60.14	8.67	0.00
Median Family Income HUD Adjusted Median Family Income for 2011 Households Below Poverty Level		= 49,098 = 64,400 = 11%	Median Housing Value Unemployment Rate (2000 US Census)	= 94,766 = 3.28%		

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

Source: 2000 US Census and 2011 HUD updated MFI

The AA consists of 17 complete census tracts in a four-mile radius of TCF's single in-store branch located in Bourbonnais, Illinois. The village of Bourbonnais is located in Kankakee County which lies in the northeastern portion of the state adjacent to the Indiana border. According to U.S. Census Bureau data, the AA population was approximately 75 thousand as of 2010. TCF operates one in-store branch and one deposit-taking ATM in a middle-income census tract. As of June 30, 2011, TCF had \$4.8 million in deposits in this AA which represented 0.04 percent of TCF's total deposit base. According to the June 30, 2011 FDIC Deposit Market Share Report, TCF ranks 15th in deposit market share out of the 18 institutions with a presence in the Kankakee MSA with a deposit market share of 0.25 percent. The two financial institutions with the largest shares of deposits in MSA, HomeStar Bank and Centru Bank, have a combined deposit market share of approximately 31 percent.

The Kankakee economy is centered in service-related businesses, healthcare, manufacturing and agriculture. According to the Bureau of Labor Statistics, as of December 2011, the unemployment rate in the Kankakee-Bradley MSA was 11.4 percent which was over 2 percent higher than the statewide unemployment rate and represents one of the highest unemployment rates in Illinois. Top employers in Kankakee County include Riverside Healthcare, Shapiro Development Center (healthcare), and CSL Behring.

Community contacts identified affordable housing as a primary credit need for this area.

State of Indiana

Michigan City AA

Demographic Information for Full-Scope Area: Michigan City MSA						
Demographic Characteristics	#	Low % of #	Moderate % of #	Middle % of #	Upper % of #	NA* % of #
Geographies (Census Tracts/BNAs)	29	0.00	27.59	58.62	13.79	0.00
Population by Geography	110,106	0.00	19.42	66.44	14.14	0.00
Owner-Occupied Housing by Geography	30,866	0.00	13.50	69.17	17.33	0.00
Business by Geography	8,762	0.00	25.36	60.91	13.73	0.00
Farms by Geography	477	0.00	6.50	82.81	10.69	0.00
Family Distribution by Income Level	28,831	17.79	19.40	25.27	37.55	0.00
Distribution of Low and Moderate Income Families throughout AA Geographies	10,720	0.00	25.71	64.56	9.73	0.00
Median Family Income HUD Adjusted Median Family Income for 2011 Households Below Poverty Level		= 49,860 = 59,600 = 9%	Median Value Owner-Occupied Housing (2010 U.S. Census) Unemployment Rate (December 2011)		= 122,800 = 10.0%	

(*) The NA category consists of geographies that have not been assigned an income classification.
Source: 2000 and 2010 US Census, 2011 HUD updated MFI, and Bureau of Labor Statistics.

The AA consists of Laporte County, Indiana. The area is located in the northwestern corner of the state adjacent to the eastern border of the Chicago-Joliet-Naperville MD. According to U.S. Census Bureau data, LaPorte County population was approximately 111 thousand as of 2010. The two largest cities in LaPorte County are Michigan City and LaPorte. TCF operated one in-store branch and one deposit-taking ATM in middle-income census tract in Michigan City. As of June 30, 2011, TCF had \$1.7 million in deposits in this AA which represented 0.01 percent of TCF's total deposit base. According to the June 30, 2011 FDIC Deposit Market Share Report, TCF ranks 9th in deposit market share out of the 10 institutions with a presence in the Michigan City MSA with a deposit market share of 0.11 percent. The two largest financial institutions operating in the MSA, Horizon Bank and Wells Fargo Bank, have a combined deposit market share of over 50 percent.

The Laporte County economy is centered in the service and tourism industries due to the proximity of the Indiana Dunes National Lakeshore and Lake Michigan beaches. According to the Bureau of Labor Statistics, as of December 2011, the unemployment rate in Laporte County was 10 percent which was 1.3 percent higher than the unemployment rate for Indiana. Top employers in LaPorte County include Franciscan St. Anthony Health (hospital), Blue Chip Casino Hotel & Spa, and La Porte Hospital & Physicians.

Community contacts identified affordable housing as a primary credit need for this area.

State of Michigan

Warren-Farmington Hills MSA

Demographic Information for Full-Scope Area: WFH MSA						
Demographic Characteristics	#	Low % of #	Moderate % of #	Middle % of #	Upper % of #	NA* % of #
Geographies (Census Tracts/BNAs)	644	2.48	19.88	51.40	25.93	0.31
Population by Geography	2,303,491	2.12	19.87	51.98	26.02	0.02
Owner-Occupied Housing by Geography	694,313	1.01	18.42	53.08	27.49	0.00
Businesses by Geography	251,973	2.16	16.54	50.67	30.50	0.13
Farms by Geography	5,845	1.71	16.60	59.56	22.14	0.00
Family Distribution by Income Level	617,415	18.23	18.57	23.86	39.34	0.00
Distribution of Low- and Moderate- Income Families throughout AA Geographies	227,202	3.81	29.93	52.90	13.36	0.00
Median Family Income HUD Adjusted Median Family Income for 2011 Households Below the Poverty Level	= \$67,923 = \$73,800 = 6%		Median Housing Sales Price Unemployment Rate (December 2011) =		= \$53,800 = 9.7%	

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

Source: 2000 U.S. Census, 2011 HUD updated MFI, Bureau of Labor Statistics, and National Association of REALTORS®.

The AA consists of Livingston, Macomb, and Oakland Counties of the Warren-Troy-Farmington Hills MD. The AA is located in the southeastern corner of the state, north of the Detroit area with a population of 2.3 million people.

TCF provides a full range of financial products and services in this area through 31 branch offices and 31 deposit-taking ATMs. Bank competition is strong in this market with 40 banks operating 691 offices inside the AA. Financial service providers include large interstate banks, national mortgage companies, and local financial institutions. As of the June 30, 2011 FDIC Summary of Deposits Report, TCF had the ninth largest share of deposits of the financial institutions in the AA. TCF deposits total \$1.1 billion and represent 2.07 percent of area deposits. Bank of America, NA, Comerica Bank, and PNC Bank, NA are the market leaders with deposit market shares of 17.66 percent, 15.50 percent, and 14.56 percent, respectively.

This region experienced particularly difficult economic conditions during the evaluation period. The area is heavily dependent on the auto industry with the top employers being auto or auto-related companies. Although the condition of the auto industry is improving, it is doing so with fewer jobs than in the past. The unemployment rate of 9.7 percent in 2011 was above the national average of 8.3 percent. This has led to increased foreclosures and decreased property values.

The overall housing costs are moderate. Based on the 2000 US Census information, the median cost of housing is \$165,075 with median values of \$64,317 in the low-income tracts and \$96,246 in the moderate-income geographies. Nearly 6 percent of the population lives below the poverty level in the AA.

There are many opportunities for financial institutions to participate in various community development activities particularly for low-income housing programs and multifamily development. The primary credit needs of the AA are for 1-4 family residential real estate loans and affordable multifamily housing, as well as related home counseling services. During the evaluation period, nine community development organizations combined resources to better serve the needs of the statewide region. TCF is active in this organization and attends annual statewide conferences.

State of Minnesota

Minneapolis-St. Paul-Bloomington MSA

Demographic Information for Full Scope Area: MSP MSA						
Demographic Characteristics	#	Low % of #	Moderate % of #	Middle % of #	Upper % of #	NA* % of #
Geographies (Census Tracts/BNAs)	724	6.49	19.89	47.79	25.14	0.69
Population by Geography	2,853,124	4.74	17.25	50.91	27.02	0.08
Owner-Occupied Housing by Geography	788,495	1.57	13.46	54.61	30.37	0.00
Business by Geography	321,125	3.38	13.82	52.21	30.46	0.13
Farms by Geography	7,844	0.64	6.97	61.32	31.04	0.03
Family Distribution by Income Level	716,920	16.85	18.67	26.12	38.37	0.00
Distribution of Low and Moderate Income Families throughout AA Geographies	254,614	7.37	24.94	52.80	14.88	0.00
Median Family Income HUD Adjusted Median Family Income for 2011 Households Below Poverty Level		= 58,436 = 74,838 = 6%	Median Housing Sales Price Unemployment Rate (December 2011)		= \$154,700 = 5.5%	

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

Source: 2000 U.S. Census, 2011 HUD updated MFI, Bureau of Labor Statistics, and National Association of REALTORS®.

The bank's AA consists of portions of the Minneapolis-St. Paul-Bloomington MSA which are located entirely in Minnesota. The AA consists of all of Anoka, Carver, Dakota, Hennepin, Ramsey, Scott, Sherburne, Washington and Wright counties in the MSA. In addition, their designated AA includes four adjacent census tracts directly south of the MSA in the adjacent Rice County. The non-metropolitan tracts contain a branch located in the city of Northfield. This extension of the AA meets the regulatory requirements as it does not substantially extend beyond the MSA.

The Minneapolis MSA market leaders are Wells Fargo Bank, N.A. and US Bank, N.A. with a combined deposit market share of nearly 70 percent. TCF is ranked third with 4.29 percent of the deposit market share out of 152 financial institutions with offices in TCF's nine-county Minneapolis MSA AA.

We spoke with several community contacts and reviewed other recently completed contacts and found the primary needs of the Minneapolis MSA include affordable housing (particularly multifamily housing units) and small business development loans to help fund job creation including micro-loans and stepped loan products. In addition, because this AA was adversely impacted by the economic downturn, borrower needs include foreclosure prevention programs, loan counseling, and loan modification products.

The Minneapolis AA has opportunities for financial institutions to become involved partially due to the active nonprofit groups located in the AA. A large number of nonprofit organizations and community development financial institutions serve low- and moderate-income neighborhoods in the cities of Minneapolis and St. Paul as well as the entire metropolitan area. These organizations develop affordable housing, provide financing to nonprofit organizations, provide financing and management assistance to small businesses and provide financial education, homeownership counseling, job training, and a variety of social services to low- and moderate-income persons. The bank has been active in providing support through employee participation, grants and donations via the TCF Foundation, and investment purchases including low- and moderate-income mortgage-backed securities, low-income housing credits, and equity equivalent investments.

State of South Dakota

Sioux Falls MSA

Demographic Information for Full-Scope Area: Sioux Falls MSA						
Demographic Characteristics	#	Low % of #	Moderate % of #	Middle % of #	Upper % of #	NA* % of #
Geographies (Census Tracts/BNAs)	33	0.00	15.15	69.70	15.15	0.00
Population by Geography	172,412	0.00	14.37	70.12	15.50	0.00
Owner-Occupied Housing by Geography	44,510	0.00	9.83	71.68	18.48	0.00
Business by Geography	23,283	0.00	14.81	73.53	11.66	0.00
Farms by Geography	1,322	0.00	3.78	88.80	7.41	0.00
Family Distribution by Income Level	44,621	14.74	19.03	28.53	37.70	0.00
Distribution of Low and Moderate Income Families throughout AA Geographies	15,070	0.00	20.28	71.15	8.57	0.00
Median Family Income HUD Adjusted Median Family Income for 2011 Households Below Poverty Level		= 51,458 = 67,900 = 7%	Median Housing Sales Price Unemployment Rate		= \$141,400 = 4.3%	

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

Source: 2000 U.S. Census, 2011 HUD updated MFI, Bureau of Labor Statistics, and National Association of REALTORS®.

The AA consists of Lincoln and Minnehaha Counties in the Sioux Falls MSA. TCF operates one branch and one deposit-taking ATM in a moderate-income census tract in Sioux Falls. As of June 30, 2011, TCF had \$899 thousand in deposits in this AA which represents 0.01 percent of TCF's total deposit base. According to the June 30, 2011 FDIC Deposit Market Share Report, TCF ranks last in deposit market share out of the 29 institutions with a presence in the Sioux Falls MSA by a wide margin with a deposit market share of 0.001 percent. The institution with the second to last deposit market share has a deposit base over five times larger than TCF at \$5.2 million. Wells Fargo Bank, N.A. dominates the AA with a deposit market share of 91.63 percent. All other institutions have deposit shares of less than 2 percent.

Financial services, meat processing, and health care services are all significant industries in the Sioux Falls MSA. The Sioux Falls area was not significantly impacted by the economic downturn. Unemployment rates remained significantly below the national average through the evaluation period with a 2011 unemployment rate of 4.3 percent versus 8.3 percent nationally.

Community and credit needs in the Sioux Falls MSA include affordable housing, particularly rental units for low- and moderate-income individuals.

State of Wisconsin

Milwaukee-Waukesha-West Allis MSA

Demographic Information for Full-Scope Area: Milwaukee MSA						
Demographic Characteristics	#	Low % of #	Moderate % of #	Middle % of #	Upper % of #	NA* % of #
Geographies (Census Tracts/BNAs)	380	20.79	21.84	35.79	20.79	0.79
Population by Geography	1,300,931	13.70	18.89	39.15	28.05	0.22
Owner-Occupied Housing by Geography	302,226	5.30	14.35	44.23	36.12	0.00
Business by Geography	101,222	8.59	15.78	39.62	35.36	0.65
Farms by Geography	1,284	3.82	9.19	39.25	47.59	0.16
Family Distribution by Income Level	327,693	21.53	18.43	23.15	36.90	0.00
Distribution of Low and Moderate Income Families throughout AA Geographies	130,943	22.72	26.94	36.76	13.58	0.00
Median Family Income HUD Adjusted Median Family Income for 2011 Households Below Poverty Level		= 56,640 = 72,300 = 10%	Median Housing Sales Price Unemployment Rate (December 2011)		= \$185,200 = 6.9%	

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

Source: 2000 U.S. Census, 2011 HUD updated MFI, Bureau of Labor Statistics, and National Association of REALTORS®.

The Milwaukee-Waukesha-West Allis, WI MSA consists of four counties in Wisconsin. TCF's AA includes all of Milwaukee and Waukesha counties. According to FDIC Deposit Market Share Report as of June 30, 2011, TCF National Bank holds the 19th largest deposit market share of the 50 financial institutions in the counties that comprise the bank's AA. US Bank, N.A. and Harris Bank, N.A. dominate the market with deposit market shares of 35 percent and 23 percent, respectively. All other banks have market shares of less than 10 percent.

Major industries in the Milwaukee MSA are healthcare followed by technology related businesses. As of year-end 2011 unemployment rates in the AA were lower than the nationwide average of 8.3 percent. The poverty rate was relatively high at 10 percent.

Community contacts indicate that primary needs in the area affordable housing related programs such as flexible home purchase lending products for low- and moderate-income neighborhoods, renovation loans for foreclosed properties, and loans to rehabilitate low- and moderate-income neighborhoods. The adverse economic conditions during the evaluation period resulted in a 37 percent drop in median housing prices in Milwaukee County. This impacts conventional lending opportunities. In addition to affordable housing, nonconventional small business lending (such as micro-loans) is a secondary identified need.

Appendix D: Tables of Performance Data

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/purchases and market share is the number of loans originated and purchased by the bank as a percentage of the aggregate number of reportable loans originated and purchased by all lenders in the MA/assessment area; (2) Partially geocoded loans (loans where no census tract is provided) cannot be broken down by income geographies and, therefore, are only reflected in the Total Loans in Core Tables 2 through 7 and part of Table 13; and (3) Partially geocoded loans are included in the Total Loans and % Bank Loans Column in Core Tables 8 through 12 and part of Table 13. Deposit data are compiled by the FDIC and are available as of June 30th of each year. Tables without data are not included in this PE.

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/AA. Community development loans to statewide or regional entities or made outside the bank’s AA 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/AA. 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 AA.
- 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 AA.
- 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/AA. 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 in 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/AA.

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

A bank may receive positive consideration for qualified investments in statewide/regional entities or made outside of the bank's AA. 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/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 in each geography in each MA/AA. The table also presents data on branch openings and closings in each MA/AA.

Tables of Performance Data

Chicago-Naperville-Joliet MMSA	D-5
State of Arizona	D-17
State of Colorado	D-29
State of Illinois	D-41
State of Indiana	D-53
State of Michigan	D-64
State of Minnesota	D-76
State of South Dakota	D-88
State of Wisconsin	D-95

Table 1. Lending Volume

LENDING VOLUME Geography: Chicago-Naperville-Joliet MMSA Evaluation Period: JANUARY 1, 2007 TO DECEMBER 31, 2011												
AA (2011):	% of Rated Area Loans (#) in MA/AA*	Home Mortgage		Small Loans to Businesses		Small Loans to Farms		Community Development Loans**		Total Reported Loans		% of Rated Area Deposits in MA/AA***
		#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	
Full Review:												
Chicago MD	88.90	7,902	1,335,825	492	146,085	0	0	9	1,894	8,403	1,483,804	89.77
Limited Review:												
Lake-Kenosha IL-WI MD	9.55	849	108,986	46	15,033	0	0	0	0	895	124,019	9.78
Gary MD	1.55	138	12,211	3	1,406	0	0	0	0	141	13,617	0.45

* Loan Data as of December 31, 2011. Rated area refers to either state or multi-state MA rating area.

** The evaluation period for Community Development Loans is from January 01, 2007 to December 31, 2011.

*** Deposit Data as of June 30, 2011. Rated Area refers to either the state, multi-state MA, or institution, as appropriate.

Table 2. Geographic Distribution of Home Purchase Loans

Geographic Distribution: HOME PURCHASE Geography: Chicago-Naperville-Joliet MMSA Evaluation Period: JANUARY 1, 2007 TO DECEMBER 31, 2011															
Assessment Area:	Total Home Purchase Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total**	% Owner Occ Units***	% BANK Loans****	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	Over all	Low	Mod	Mid	Upp
Full Review:															
Chicago MD	2,107*	86.21	2.59	3.51	15.03	27.38	45.23	51.73	37.15	17.37	0.58	1.01	1.52	0.74	0.16
Limited Review:															
Lake-Kenosha IL-WI MD	271	11.09	1.51	2.95	20.24	49.08	40.98	39.85	37.26	8.12	0.72	0.82	2.39	0.58	0.18
Gary MD	66	2.70	2.03	1.52	18.70	43.94	45.55	48.48	33.71	6.06	0.12	0.00	0.21	0.22	0.00

*Total does not include one loan originated in a geography with a NA designation.

* Based on 2011 Peer Mortgage Data (USPR)

** 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 2000 Census information.

**** Data shown includes only One to Four-family and manufactured housing.

Table 3. Geographic Distribution of Home Improvement Loans

Geographic Distribution: HOME IMPROVEMENT Geography: Chicago-Naperville-Joliet MMSA Evaluation Period: JANUARY 1, 2007 TO DECEMBER 31, 2011															
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	Over all	Low	Mod	Mid	Upp
Full Review:															
Chicago MD	812	91.34	2.59	9.36	15.03	34.98	45.23	45.44	37.15	10.22	0.72	0.74	1.66	1.10	0.16
Limited Review:															
Lake-Kenosha IL-WI MD	64	7.20	1.51	3.13	20.24	48.44	40.98	42.19	37.26	6.25	0.78	0.00	1.56	0.88	0.35
Gary MD	13	1.46	2.03	0.00	18.70	53.85	45.55	38.46	33.71	7.69	0.13	0.00	1.12	0.00	0.00

* Based on 2011 Peer Mortgage Data (USPR)

** 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 2000 Census information.

**** Data shown includes only One to Four-family and manufactured housing.

Table 4. Geographic Distribution of Home Mortgage Refinance Loans

Geographic Distribution: HOME MORTGAGE REFINANCE Geography: Chicago-Naperville-Joliet MMSA Evaluation Period: JANUARY 1, 2007 TO DECEMBER 31, 2011															
Assessment Area:	Total Home Mortgage Refinance Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total**	% Owner Occ Units***	% BANK Loans****	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	Over all	Low	Mod	Mid	Upp
Full Review:															
Chicago MD	4,841	89.47	2.59	4.75	15.03	23.34	45.23	52.74	37.15	19.17	0.13	0.14	0.33	0.20	0.05
Limited Review:															
Lake-Kenosha IL-WI MD	511	9.44	1.51	2.94	20.24	44.03	40.98	45.40	37.26	7.63	0.13	0.72	0.47	0.12	0.07
Gary MD	59	1.09	2.03	0.00	18.70	30.51	45.55	49.15	33.71	20.34	0.02	0.00	0.22	0.04	0.00

* Based on 2011 Peer Mortgage Data (USPR)

** 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 2000 Census information.

**** Data shown includes only One to Four-family and manufactured housing.

Table 5. Geographic Distribution of Multifamily Loans

Geographic Distribution: MULTIFAMILY Geography: Chicago-Naperville-Joliet MMSA Evaluation Period: JANUARY 1, 2007 TO DECEMBER 31, 2011																
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	% MF Units***	% BANK Loans	Over all	Low	Mod	Mid
Full Review:																
Chicago MD	141	97.92	12.02	7.80	24.02	26.95	35.72	34.75	28.23	30.50	1.94	0.57	1.56	1.08	4.66	
Limited Review:																
Lake-Kenosha IL-WI MD	3	2.08	6.86	0.00	35.78	66.67	39.43	33.33	17.92	0.00	1.59	0.00	4.00	0.00	0.00	

* Based on 2011 Peer Mortgage Data (USPR)

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

*** Percentage of Multi-Family Units is the number of multifamily units in a particular geography divided by the number of multifamily housing units in the area based on 2000 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: Chicago-Naperville-Joliet MMSA Evaluation Period: JANUARY 1, 2007 TO DECEMBER 31, 2011															
Assessment Area:	Total Small Business Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total**	% of Businesses ***	% BANK Loans	% of Businesses ***	% BANK Loans	% of Businesses ***	% BANK Loans	% of Businesses ***	% BANK Loans	Over all	Low	Mod	Mid	Upp
Full Review:															
Chicago MD	492	90.94	3.47	3.66	13.54	13.21	38.42	40.45	44.36	42.68	0.04	0.07	0.06	0.04	0.03
Full Review:															
Lake-Kenosha IL-WI MD	46	8.50	1.86	8.70	15.86	15.22	36.63	36.96	45.66	39.13	0.03	0.00	0.05	0.05	0.01
Gary MD	3	0.56	3.08	0.00	13.14	0.00	44.24	33.33	39.54	66.67	0.01	0.00	0.00	0.03	0.00

* Based on 2011 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 (2011).

Table 8. Borrower Distribution of Home Purchase Loans

Borrower Distribution: HOME PURCHASE Geography: Chicago-Naperville-Joliet MMSA Evaluation Period: JANUARY 1, 2007 TO DECEMBER 31, 2011															
Assessment Area:	Total Home Purchase Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Market Share*				
	#	% of Total**	% Families***	% BANK Loans****	% Families 2	% BANK Loans**	% Families***	% BANK Loans****	% Families***	% BANK Loans**	Overall	Low	Mod	Mid	Upp
Full Review:															
Chicago MD	2,108	86.22	20.85	32.21	17.60	36.73	22.09	18.93	39.45	12.13	0.66	2.77	1.02	0.23	0.06
Limited Review:															
Lake-Kenosha IL-WI MD	271	11.08	18.97	54.07	18.40	33.33	22.80	7.41	39.82	5.19	0.83	2.73	0.86	0.45	0.10
Gary MD	66	2.70	20.22	39.39	17.66	46.97	22.92	7.58	39.19	6.06	0.15	0.87	0.16	0.00	0.00

* Based on 2011 Peer Mortgage Data (USPR)

** 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 2000 Census information.

**** As a percentage of loans with borrower income information available. No information was available for 0.4% of loans originated and purchased by bank.
2 Data shown includes only One to Four-family and manufactured housing.

Table 9. Borrower Distribution of Home Improvement Loans

Borrower Distribution: HOME IMPROVEMENT Geography: Chicago-Naperville-Joliet MMSA Evaluation Period: JANUARY 1, 2007 TO DECEMBER 31, 2011															
Assessment Area:	Total Home Improvement Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Market Share*				
	#	% of Total**	% Families***	% BANK Loans****	% Families ³	% BANK Loans****	% Families**	% BANK Loans****	% Families*	% BANK Loans****	Overall	Low	Mod	Mid	Upp
Full Review:															
Chicago MD	812	91.34	20.85	32.18	17.60	30.21	22.09	25.77	39.45	11.84	0.79	2.28	1.21	0.92	0.18
Limited Review:															
Lake-Kenosha IL-WI	64	7.20	18.97	29.69	18.40	35.94	22.80	25.00	39.82	9.38	0.84	2.56	0.00	1.11	0.35
Gary MD	13	1.46	20.22	23.08	17.66	30.77	22.92	38.46	39.19	7.69	0.14	0.00	0.63	0.00	0.00

* Based on 2011 Peer Mortgage Data (USPR)

** 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 2000 Census information.

**** As a percentage of loans with borrower income information available. No information was available for 0.0% of loans originated and purchased by bank.

³ Data shown includes only One to Four-family and manufactured housing.

Table 10. Borrower Distribution of Home Mortgage Refinance Loans

Borrower Distribution: HOME MORTGAGE REFINANCE Geography: Chicago-Naperville-Joliet MMSA Evaluation Period: JANUARY 1, 2007 TO DECEMBER 31, 2011															
Assessment Area:	Total Home Mortgage Refinance Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Market Share*				
	#	% of Total*	% Families***	% BANK Loans****	% Families ⁴	% BANK Loans****	% Families*	% BANK Loans****	% Families*	% BANK Loans***	Over all	Low	Mod	Mid	Upp
Full Review:															
Chicago MD	4,841	89.47	20.85	18.16	17.60	32.58	22.09	30.34	39.45	18.91	0.15	0.54	0.32	0.18	0.07
Limited Review:															
Lake-Kenosha IL-WI	511	9.44	18.97	38.98	18.40	31.30	22.80	21.65	39.82	8.07	0.14	0.79	0.12	0.14	0.06
Gary MD	59	1.09	20.22	33.90	17.66	23.73	22.92	28.81	39.19	13.56	0.03	0.00	0.00	0.07	0.02

* Based on 2011 Peer Mortgage Data (USPR)

** 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 2000 Census information.

**** As a percentage of loans with borrower income information available. No information was available for 0.6% of loans originated and purchased by bank.

⁴ Data shown includes only One to Four-family and manufactured housing.

Table 11. Borrower Distribution of Small Loans to Businesses

Borrower Distribution: SMALL LOANS TO BUSINESSES Geography: Chicago-Naperville-Joliet MMSA Evaluation Period: JANUARY 1, 2007 TO DECEMBER 31, 2011									
Assessment Area:	Total Small Loans to Businesses		Businesses With Revenues of \$1 million or less		Loans by Original Amount Regardless of Business Size			Market Share*	
	#	% of Total**	% of Businesses***	% BANK Loans****	\$100,000 or less	>\$100,000 to \$250,000	>\$250,000 to \$1,000,000	All	Rev\$ 1 Million or Less
Full Review:									
Chicago MD	492	90.94	65.12	36.99	45.73	16.87	37.40	0.04	0.05
Full Review:									
Lake-Kenosha IL-WI	46	8.50	67.00	19.57	45.65	4.35	50.00	0.03	0.03
Gary MD	3	0.56	67.70	66.67	0.00	0.00	100.00	0.01	0.04

* Based on 2011 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 - 2011).

**** 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 36.96% of small loans to businesses originated and purchased by the bank.

Table 14. Qualified Investments

QUALIFIED INVESTMENTS Geography: Chicago-Naperville-Joliet MMSA Evaluation Period: JANUARY 1, 2007 TO DECEMBER 31, 2011									
Assessment Area:	Prior Period Investments*		Current Period Investments		Total Investments			Unfunded Commitments**	
	#	\$(000's)	#	\$(000's)	#	\$(000's)	% of Total	#	\$(000's)
Full Review:									
Chicago MD	45	9,376	215	6,359	260	15,735	82.41	0	0
Limited Review:									
Lake-Kenosha IL-WI	12	560	11	1,491	23	2,051	10.74	0	0
Gary MD	1	1,280	5	28	6	1,308	6.85	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 & BRANCH OPENINGS/CLOSINGS Geography: Chicago-Naperville-Joliet MMSA Evaluation Period: JAN 1, 2007- DEC 31, 2011																	
MA/Assessment Area:	Deposits % of Rated Area Deposits in AA	# of BANK Branches	% of Rated Area Branches in AA	Branches Location of Branches by Income of Geographies (%)				Branch Openings/Closings				Population % of Population in Each Geography					
				Low	Mod	Mid	Upp	# of Branch Openings	# of Branch Closings	Net change in Location of Branches (+ or -)							
										Low	Mod	Mid	Upp	Low	Mod	Mid	Upp
Full Review:																	
Chicago MSA	89.77	177*	87.62	1.70	11.30	47.46	38.98	5	12	-1	-1	-1	-4	8.00	23.35	39.50	29.15
Limited Review:																	
Lake-Kenosha IL-WI	9.78	21	10.40	0.00	38.10	33.33	28.57	0	1	0	0	-1	0	3.53	27.25	37.38	31.84
Gary MD	0.45	4	1.98	0.00	0.00	50.00	50.00	0	0	0	0	0	0	4.37	23.15	43.90	28.58

*One of the 177 branches was located in geography with a NA designation representing 0.56 percent of branches. Therefore, location of branches by income of geographies does not equate to 100 percent.

Table 1. Lending Volume

LENDING VOLUME Geography: ARIZONA Evaluation Period: OCTOBER 31, 2009 TO DECEMBER 31, 2011												
AA (2011):	% of Rated Area Loans (#) in MA/AA*	Home Mortgage		Small Loans to Businesses		Small Loans to Farms		Community Development Loans**		Total Reported Loans		% of Rated Area Deposits in MA/AA***
		#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	#	\$(000's)	
Full Review:												
Phoenix MSA	100.00	112	17,297	1	274	0	0	0	0	113	17,571	100.00

* Loan Data as of December 31, 2011. Rated area refers to either state or multi-state MA rating area.

** The evaluation period for Community Development Loans is from October 31, 2009 to December 31, 2011.

*** Deposit Data as of June 30, 2011. Rated Area refers to either the state, multi-state MA, or institution, as appropriate.

Table 2. Geographic Distribution of Home Purchase Loans

Geographic Distribution: HOME PURCHASE Geography: ARIZONA Evaluation Period: OCTOBER 31, 2009 TO DECEMBER 31, 2011															
Assessment Area:	Total Home Purchase Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total**	% Owner Occ Units***	% BANK Loans*** *	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	Over all	Low	Mod	Mid	Upp
Full Review:															
Phoenix MSA	49	100.00	1.53	4.08	21.47	32.65	40.34	38.78	36.66	24.49	0.00	0.00	0.01	0.00	0.00

* Based on 2011 Peer Mortgage Data (USPR)

** 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 2000 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: OCTOBER 31, 2009 TO DECEMBER 31, 2011															
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	Over all	Low	Mod	Mid	Upp
Full Review:															
Phoenix MSA	10	100.00	1.53	0.00	21.47	30.00	40.34	20.00	36.66	50.00	0.15	0.00	0.00	0.00	0.30

* Based on 2011 Peer Mortgage Data (USPR)

** 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 2000 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: OCTOBER 31, 2009 TO DECEMBER 31, 2011															
Assessment Area:	Total Home Mortgage Refinance Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total**	% Owner Occ Units***	% BANK Loans****	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	Over all	Low	Mod	Mid	Upp
Full Review:															
Phoenix MSA	52	100.00	1.53	0.00	21.47	5.77	40.34	44.23	36.66	50.00	0.01	0.00	0.00	0.01	0.01

* Based on 2011 Peer Mortgage Data (USPR)

** 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 2000 Census information.

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

Table 8. Borrower Distribution of Home Purchase Loans

Borrower Distribution: HOME PURCHASE Geography: ARIZONA Evaluation Period: OCTOBER 31, 2009 TO DECEMBER 31, 2011															
Assessment Area:	Total Home Purchase Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Market Share*				
	#	% of Total**	% Families***	% BANK Loans**	% Families 5	% BANK Loans***	% Families***	% BANK Loans**	% Families***	% BANK Loans****	Over all	Low	Mod	Mid	Upp
Full Review:															
Phoenix MSA	49	100.00	19.09	8.33	18.51	39.58	21.75	20.83	40.65	31.25	0.00	0.00	0.01	0.01	0.00

* Based on 2011 Peer Mortgage Data (USPR)

** 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 2000 Census information.

**** As a percentage of loans with borrower income information available. No information was available for 2.0% of loans originated and purchased by bank.

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

Table 9. Borrower Distribution of Home Improvement Loans

Borrower Distribution: HOME IMPROVEMENT Geography: ARIZONA Evaluation Period: OCTOBER 31, 2009 TO DECEMBER 31, 2011															
Assessment Area:	Total Home Improvement Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Market Share*				
	#	% of Total **	% Families ***	% BANK Loans****	% Families ⁶	% BANK Loans****	% Families* **	% BANK Loans****	% Families* **	% BANK Loans****	Overall	Low	Mod	Mid	Upp
Full Review:															
Phoenix MSA	10	100.00	19.09	30.00	18.51	20.00	21.75	30.00	40.65	20.00	0.16	0.00	0.00	0.69	0.00

* Based on 2011 Peer Mortgage Data (USPR)

** 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 2000 Census information.

**** As a percentage of loans with borrower income information available. No information was available for 0.0% of loans originated and purchased by bank.

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

Table 10. Borrower Distribution of Home Mortgage Refinance Loans

Borrower Distribution: HOME MORTGAGE REFINANCE Geography: ARIZONA Evaluation Period: OCTOBER 31, 2009 TO DECEMBER 31, 2011															
Assessment Area:	Total Home Mortgage Refinance Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Market Share*				
	#	% of Total **	% Families* **	% BANK Loans****	% Families7	% BANK Loans****	% Families* **	% BANK Loans****	% Families* **	% BANK Loans***	Over all	Low	Mod	Mid	Upp
Full Review:															
Phoenix MSA	52	100.00	19.09	11.54	18.51	23.08	21.75	21.15	40.65	44.23	0.01	0.03	0.02	0.00	0.01

* Based on 2011 Peer Mortgage Data (USPR)

** 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 2000 Census information.

**** As a percentage of loans with borrower income information available. No information was available for 0.0% of loans originated and purchased by bank.

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

Table 14. Qualified Investments

QUALIFIED INVESTMENTS Geography: ARIZONA Evaluation Period: OCTOBER 31, 2009 TO DECEMBER 31, 2011									
Assessment Area:	Prior Period Investments*		Current Period Investments		Total Investments			Unfunded Commitments**	
	#	\$(000's)	#	\$(000's)	#	\$(000's)	% of Total	#	\$(000's)
Full Review:									
Phoenix MSA	0	0	6	275	6	275	100.00	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: ARIZONA Evaluation Period: OCTOBER 31, 2009 TO DECEMBER 31, 2011																	
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 in Each Geography			
				Low	Mod	Mid	Upp			Low	Mod	Mid	Upp	Low	Mod	Mid	Upp
Full Review:																	
Phoenix MSA	100.00	7*	100.00	0.00	14.29	28.57	28.57	0	0	0	0	0	0	4.88	28.69	36.78	29.64

*Two of the seven branches are located in geographies with a NA designation representing 28.85 percent of branches. Therefore, location of branches by income of geographies does not equate to 100 percent.

Table 1. Lending Volume

LENDING VOLUME Geography: COLORADO Evaluation Period: JANUARY 1, 2007 TO DECEMBER 31, 2011												
AA (2011):	% of Rated Area Loans (#) in MA/AA*	Home Mortgage		Small Loans to Businesses		Small Loans to Farms		Community Development Loans**		Total Reported Loans		% of Rated Area Deposits in MA/AA***
		#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	#	\$(000's)	
Full Review:												
Denver MSA	70.28	853	147,434	29	10,394	0	0	6	41,132	888	198,960	77.83
Limited Review:												
Boulder MSA	0.80	10	6,832	0	0	0	0	1	4,935	11	11,767	3.00
Colorado Springs MSA	28.92	363	56,243	0	0	0	0	0	0	363	56,243	19.17

* Loan Data as of December 31, 2011. Rated area refers to either state or multi-state MA rating area.

** The evaluation period for Community Development Loans is from January 01, 2008 to December 31, 2011.

*** Deposit Data as of June 30, 2011. Rated Area refers to either the state, multi-state MA, or institution, as appropriate.

Table 2. Geographic Distribution of Home Purchase Loans

Geographic Distribution: HOME PURCHASE Geography: COLORADO Evaluation Period: JANUARY 1, 2007 TO DECEMBER 31, 2011															
Assessment Area:	Total Home Purchase Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total**	% Owner Occ Units***	% BANK Loans*** *	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	Over all	Low	Mod	Mid	Upp
Full Review:															
Denver MSA	297*	74.62	1.94	2.69	22.29	20.88	42.16	36.03	33.62	40.40	0.08	0.00	0.05	0.06	0.13
Limited Review:															
Boulder MSA	3	0.75	0.00	0.00	14.86	0.00	52.68	66.67	32.46	33.33	0.08	0.00	0.00	0.16	0.00
Colorado Springs MSA	98	24.62	0.12	1.02	19.55	12.24	49.48	39.80	30.85	46.94	0.11	5.00	0.10	0.07	0.15

*Total does not include two loans originated in a geography with a NA designation.

* Based on 2011 Peer Mortgage Data (USPR)

** 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 2000 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, 2007 TO DECEMBER 31, 2011															
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	Over all	Low	Mod	Mid	Upp
Full Review:															
Denver MSA	53*	54.08	1.94	1.89	22.29	28.30	42.16	41.51	33.62	28.30	0.31	0.00	0.55	0.11	0.42
Limited Review:															
Boulder MSA	0	0.00	0.00	0.00	14.86	0.00	52.68	0.00	32.46	0.00	0.00	0.00	0.00	0.00	0.00
Colorado Springs MSA	45	45.92	0.12	0.00	19.55	13.33	49.48	51.11	30.85	35.56	0.93	0.00	0.94	0.72	1.30

*Total does not include one loan originated in a geography with a NA designation.

* Based on 2011 Peer Mortgage Data (USPR)

** 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 2000 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, 2007 TO DECEMBER 31, 2011															
Assessment Area:	Total Home Mortgage Refinance Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total*	% Owner Occ Units***	% BANK Loans****	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	Over all	Low	Mod	Mid	Upp
Full Review:															
Denver MSA	489*	68.39	1.94	2.45	22.29	19.43	42.16	44.79	33.62	33.33	0.07	0.07	0.07	0.07	0.08
Limited Review:															
Boulder MSA	6	0.84	0.00	0.00	14.86	0.00	52.68	16.67	32.46	83.33	0.10	0.00	0.00	0.00	0.24
Colorado Springs MSA	220	30.77	0.12	0.00	19.55	17.73	49.48	50.91	30.85	31.36	0.09	0.00	0.15	0.08	0.07

*Total does not include four loans originated in a geography with a NA designation.

* Based on 2011 Peer Mortgage Data (USPR)

** 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 2000 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, 2007 TO DECEMBER 31, 2011																	
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	% MF Units***	% BANK Loans	Over all	Low	Mod	Mid	Upp
Full Review:																	
Denver MSA	7	87.50	8.56	0.00	40.77	28.57	41.87	57.14	8.80	14.29	1.36	0.00	1.38	1.52	3.13		
Limited Review:																	
Boulder MSA	1	12.50	0.00	0.00	7.69	0.00	73.76	100.00	18.55	0.00	0.00	0.00	0.00	0.00	0.00	0.00	
Colorado Springs MSA	0	0.00	0.76	0.00	43.58	0.00	44.09	0.00	11.57	0.00	0.00	0.00	0.00	0.00	0.00	0.00	

* Based on 2011 Peer Mortgage Data (USPR)

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

*** Percentage of Multi-Family Units is the number of multifamily units in a particular geography divided by the number of multifamily housing units in the area based on 2000 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, 2007 TO DECEMBER 31, 2011															
Assessment Area:	Total Small Business Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total*	% of Businessses***	% BANK Loans	% of Businessses***	% BANK Loans	% of Businessses***	% BANK Loans	% of Businessses***	% BANK Loans	Overall	Low	Mod	Mid	Upp
Full Review:															
Denver MSA	29	100.00	3.31	0.00	20.97	27.59	36.81	37.93	37.91	34.48	0.00	0.00	0.00	0.00	0.00
Limited Review:															
Boulder MSA	0	0.00	0.00	0.00	15.10	0.00	47.87	0.00	36.96	0.00	0.00	0.00	0.00	0.00	0.00
Colorado Springs MSA	0	0.00	3.72	0.00	20.30	0.00	41.82	0.00	34.16	0.00	0.00	0.00	0.00	0.00	0.00

* Based on 2011 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 (2011).

Table 8. Borrower Distribution of Home Purchase Loans

Borrower Distribution: HOME PURCHASE Geography: COLORADO Evaluation Period: JANUARY 1, 2007 TO DECEMBER 31, 2011															
Assessment Area:	Total Home Purchase Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Market Share*				
	#	% of Total **	% Families* **	% BANK Loans* ***	% Families 8	% BANK Loans* ***	% Families ***	% BANK Loans**	% Families ***	% BANK Loans****	Over all	Low	Mod	Mid	Upp
Full Review:															
Denver MSA	299	74.75	18.26	17.06	18.82	26.09	23.74	17.39	39.18	39.46	0.09	0.05	0.06	0.06	0.16
Limited Review:															
Boulder MSA	3	0.75	15.41	33.33	18.37	0.00	25.24	33.33	40.99	33.33	0.09	0.00	0.00	0.00	0.22
Colorado Springs MSA	98	24.50	17.17	12.24	18.97	13.27	24.84	24.49	39.03	50.00	0.13	0.07	0.03	0.09	0.29

* Based on 2011 Peer Mortgage Data (USPR)

** 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 2000 Census information.

**** As a percentage of loans with borrower income information available. No information was available for 0.0% of loans originated and purchased by bank.

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

Table 9. Borrower Distribution of Home Improvement Loans

Borrower Distribution: HOME IMPROVEMENT Geography: COLORADO Evaluation Period: JANUARY 1, 2007 TO DECEMBER 31, 2011															
Assessment Area:	Total Home Improvement Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Market Share*				
	#	% of Total**	% Families* **	% BANK Loans**	% Families ⁹	% BANK Loans****	% Families** *	% BANK Loans****	% Families** *	% BANK Loans****	Overall	Low	Mod	Mid	Upp
Full Review:															
Denver MSA	54	54.55	18.26	22.64	18.82	22.64	23.74	28.30	39.18	26.42	0.34	0.84	0.00	0.18	0.47
Limited Review:															
Boulder MSA	0	0.00	15.41	0.00	18.37	0.00	25.24	0.00	40.99	0.00	0.00	0.00	0.00	0.00	0.00
Colorado Springs MSA	45	45.45	17.17	20.45	18.97	27.27	24.84	31.82	39.03	20.45	0.83	0.00	0.63	0.49	1.35

* Based on 2011 Peer Mortgage Data (USPR)

** 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 2000 Census information.

**** As a percentage of loans with borrower income information available. No information was available for 2.0% of loans originated and purchased by bank.

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

Table 10. Borrower Distribution of Home Mortgage Refinance Loans

Borrower Distribution: HOME MORTGAGE REFINANCE Geography: COLORADO Evaluation Period: JANUARY 1, 2007 TO DECEMBER 31, 2011															
Assessment Area:	Total Home Mortgage Refinance Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Market Share*				
	#	% of Total **	% Families* **	% BANK Loans****	% Families 10	% BANK Loans****	% Families* **	% BANK Loans****	% Families* **	% BANK Loans***	Over all	Low	Mod	Mid	Upp
Full Review:															
Denver MSA	493	68.57	18.26	17.04	18.82	29.61	23.74	25.35	39.18	27.99	0.09	0.10	0.11	0.09	0.09
Limited Review:															
Boulder MSA	6	0.83	15.41	16.67	18.37	16.67	25.24	50.00	40.99	16.67	0.12	0.00	0.20	0.14	0.09
Colorado Springs MSA	220	30.60	17.17	17.27	18.97	25.45	24.84	26.36	39.03	30.91	0.13	0.09	0.21	0.14	0.10

* Based on 2011 Peer Mortgage Data (USPR)

** 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 2000 Census information.

**** As a percentage of loans with borrower income information available. No information was available for 0.0% of loans originated and purchased by bank.

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

Table 11. Borrower Distribution of Small Loans to Businesses

Borrower Distribution: SMALL LOANS TO BUSINESSES Geography: COLORADO Evaluation Period: JANUARY 1, 2007 TO DECEMBER 31, 2011									
Assessment Area:	Total Small Loans to Businesses		Businesses With Revenues of \$1 million or less		Loans by Original Amount Regardless of Business Size			Market Share*	
	#	% of Total**	% of Businesses***	% BANK Loans****	\$100,000 or less	>\$100,000 to \$250,000	>\$250,000 to \$1,000,000	All	Rev\$ 1 Million or Less
Full Review:									
Denver MSA	29	100.00	68.49	24.14	48.28	6.90	44.83	0.00	0.00
Limited Review:									
Boulder MSA	0	0.00	70.74	0.00	0.00	0.00	0.00	0.00	0.00
Colorado Springs MSA	0	0.00	70.60	0.00	0.00	0.00	0.00	0.00	0.00

* Based on 2011 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 - 2011).

**** 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 34.48% of small loans to businesses originated and purchased by the bank.

Table 14. Qualified Investments

QUALIFIED INVESTMENTS Geography: COLORADO Evaluation Period: JANUARY 1, 2008 TO DECEMBER 31, 2011									
Assessment Area:	Prior Period Investments*		Current Period Investments		Total Investments			Unfunded Commitments**	
	#	\$(000's)	#	\$(000's)	#	\$(000's)	% of Total	#	\$(000's)
Full Review:									
Denver MSA	14	941	70	2,100	84	3,041	75.46	0	0
Limited Review:									
Boulder MSA	0	0	6	140	6	140	3.47	0	0
Colorado Springs MSA	9	314	6	512	15	826	20.50	0	0
Statewide/Regional	0	0	6	26	6	26	0.57	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: JANUARY 1, 2007 TO DECEMBER 31, 2011																	
MA/Assessment Area:	Deposits % of Rated Area Deposits in AA	Branches						Branch Openings/Closings						Population			
		# 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 in Each Geography			
				Low	Mod	Mid	Upp			Low	Mod	Mid	Upp	Low	Mod	Mid	Upp
Full Review:																	
Denver MSA	77.83	27*	75.00	0.00	33.33	40.74	22.22	1	12	0	- 3	- 5	- 3	4.67	28.17	39.55	27.49
Limited Review:																	
Boulder MSA	3.00	1	2.78	0.00	0.00	100.0	0.00	0	0	0	0	0	0	0.00	17.97	51.36	30.64
Colorado Springs MSA	19.17	8	22.22	0.00	25.00	37.50	37.50	1	0	0	0	1	0	0.34	26.24	47.96	25.46

*One of the 27 branches are located in geographies with a NA designation representing 3.70 percent of branches. Therefore, location of branches by income of geographies does not equate to 100 percent.

Table 1. Lending Volume

LENDING VOLUME Geography: ILLINOIS Evaluation Period: JANUARY 1, 2007 TO DECEMBER 31, 2011												
AA (2011):	% of Rated Area Loans (#) in MA/AA*	Home Mortgage		Small Loans to Businesses		Small Loans to Farms		Community Development Loans**		Total Reported Loans		% of Rated Area Deposits in MA/AA***
		#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	
Full Review:												
Kankakee MSA	68.42	13	1,062	0	0	0	0	0	0	13	1,062	19.19
Limited Review:												
Champaign MSA	31.58	6	423	0	0	0	0	0	0	6	423	80.81

* Loan Data as of December 31, 2011. Rated area refers to either state or multi-state MA rating area.

** The evaluation period for Community Development Loans is from January 01, 2008 to December 31, 2011.

*** Deposit Data as of June 30, 2011. Rated Area refers to either the state, multi-state MA, or institution, as appropriate.

Table 2. Geographic Distribution of Home Purchase Loans

Geographic Distribution: HOME PURCHASE Geography: ILLINOIS Evaluation Period: JANUARY 1, 2007 TO DECEMBER 31, 2011															
Assessment Area:	Total Home Purchase Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total**	% Owner Occ Units***	% BANK Loans*** *	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	Over all	Low	Mod	Mid	Upp
Full Review:															
Kankakee MSA	6	54.55	2.03	0.00	10.81	0.00	70.78	100.00	16.37	0.00	0.29	0.00	0.00	0.36	0.00
Limited Review:															
Champaign MSA	5	45.45	1.39	0.00	23.60	60.00	34.61	20.00	40.41	20.00	0.00	0.00	0.00	0.00	0.00

* Based on 2011 Peer Mortgage Data (USPR)

** 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 2000 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: ILLINOIS Evaluation Period: JANUARY 1, 2007 TO DECEMBER 31, 2011															
Assessment Area:	Total Home Mortgage Refinance Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total*	% Owner Occ Units***	% BANK Loans****	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	Over all	Low	Mod	Mid	Upp
Full Review:															
Kankakee MSA	7	87.50	2.03	0.00	10.81	0.00	70.78	100.00	16.37	0.00	0.00	0.00	0.00	0.00	0.00
Limited Review:															
Champaign MSA	1	12.50	1.39	0.00	23.60	0.00	34.61	100.00	40.41	0.00	0.00	0.00	0.00	0.00	0.00

* Based on 2011 Peer Mortgage Data (USPR)

** 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 2000 Census information.

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

Table 8. Borrower Distribution of Home Purchase Loans

Borrower Distribution: HOME PURCHASE Geography: ILLINOIS Evaluation Period: JANUARY 1, 2007 TO DECEMBER 31, 2011															
Assessment Area:	Total Home Purchase Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Market Share*				
	#	% of Total*	% Families***	% BANK Loans***	% Families 11	% BANK Loans***	% Families***	% BANK Loans**	% Families**	% BANK Loans****	Over all	Low	Mod	Mid	Upp
Full Review:															
Kankakee MSA	6	54.55	19.81	50.00	18.84	33.33	22.76	16.67	38.59	0.00	0.33	1.41	0.61	0.00	0.00
Limited Review:															
Champaign MSA	5	45.45	19.84	40.00	17.80	40.00	22.95	20.00	39.40	0.00	0.00	0.00	0.00	0.00	0.00

* Based on 2011 Peer Mortgage Data (USPR)

** 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 2000 Census information.

**** As a percentage of loans with borrower income information available. No information was available for 0.3% of loans originated and purchased by bank.

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

Table 10. Borrower Distribution of Home Mortgage Refinance Loans

Borrower Distribution: HOME MORTGAGE REFINANCE Geography: ILLINOIS Evaluation Period: JANUARY 1, 2007 TO DECEMBER 31, 2011															
Assessment Area:	Total Home Mortgage Refinance Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Market Share*				
	#	% of Total*	% Families***	% BANK Loans****	% Families 12	% BANK Loans****	% Families**	% BANK Loans****	% Families**	% BANK Loans***	Over all	Low	Mod	Mid	Upp
Full Review:															
Kankakee MSA	7	87.50	19.81	14.29	18.84	14.29	22.76	42.86	38.59	28.57	0.00	0.00	0.00	0.00	0.00
Limited Review:															
Champaign MSA	1	12.50	19.84	0.00	17.80	100.00	22.95	0.00	39.40	0.00	0.00	0.00	0.00	0.00	0.00

* Based on 2011 Peer Mortgage Data (USPR)

** 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 2000 Census information.

**** As a percentage of loans with borrower income information available. No information was available for 0.3% of loans originated and purchased by bank.
12 Data shown includes only One to Four-family and manufactured housing. (Property type of 1 or 2)

Table 14. Qualified Investments

QUALIFIED INVESTMENTS Geography: ILLINOIS Evaluation Period: JANUARY 1, 2008 TO DECEMBER 31, 2011									
Assessment Area:	Prior Period Investments*		Current Period Investments		Total Investments			Unfunded Commitments**	
	#	\$(000's)	#	\$(000's)	#	\$(000's)	% of Total	#	\$(000's)
Full Review:									
Kankakee MSA	0	0	4	152	4	152	59.14	0	0
Limited Review:									
Champaign MSA	0	0	3	105	3	105	40.86	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: ILLINOIS Evaluation Period: JANUARY 1, 2007 TO DECEMBER 31, 2011																		
MA/Assessment Area:	Deposits % of Rated Area Deposits in AA	Branches						Branch Openings/Closings						Population				
		# 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 in Each Geography				
				Low	Mod	Mid	Upp			Low	Mod	Mid	Upp	Low	Mod	Mid	Upp	
Full Review:																		
Kankakee MSA	19.19	1	50.00	0.00	0.00	100.0	0.00	0	0	0	0	0	0	0	3.19	17.54	65.14	14.13
Limited Review:																		
Champaign MSA	80.81	1	50.00	0.00	100.0	0.00	0.00	0	0	0	0	0	0	0	8.53	34.31	29.99	27.04

Table 1. Lending Volume

LENDING VOLUME Geography: INDIANA Evaluation Period: JANUARY 1, 2007 TO DECEMBER 31, 2011												
AA (2011):	% of Rated Area Loans (#) in MA/AA*	Home Mortgage		Small Loans to Businesses		Small Loans to Farms		Community Development Loans**		Total Reported Loans		% of Rated Area Deposits in MA/AA***
		#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	#	\$(000's)	
Full Review:												
Michigan City MSA	100.00	3	148	1	904	0	0	0	0	4	1,052	100.00

* Loan Data as of December 31, 2011. Rated area refers to either state or multi-state MA rating area.

** The evaluation period for Community Development Loans is from January 01, 2008 to December 31, 2011.

*** Deposit Data as of June 30, 2011. Rated Area refers to either the state, multi-state MA, or institution, as appropriate.

Table 14. Qualified Investments

QUALIFIED INVESTMENTS Geography: INDIANA Evaluation Period: JANUARY 1, 2008 TO DECEMBER 31, 2011									
Assessment Area:	Prior Period Investments*		Current Period Investments		Total Investments			Unfunded Commitments**	
	#	\$(000's)	#	\$(000's)	#	\$(000's)	% of Total	#	\$(000's)
Full Review:									
Michigan City MSA	1	312	1	2	2	314	100.00	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: INDIANA Evaluation Period: JANUARY 1, 2007 TO DECEMBER 31, 2011																	
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 in Each Geography			
				Low	Mod	Mid	Upp			Low	Mod	Mid	Upp	Low	Mod	Mid	Upp
Full Review:																	
Michigan City MSA	100.00	1	100.00	0.00	0.00	100.0	0.00	0	0	0	0	0	0	0.00	19.42	66.44	14.14

Table 1. Lending Volume

LENDING VOLUME Geography: MICHIGAN Evaluation Period: JANUARY 1, 2007 TO DECEMBER 31, 2011												
AA (2011):	% of Rated Area Loans (#) in MA/AA*	Home Mortgage		Small Loans to Businesses		Small Loans to Farms		Community Development Loans**		Total Reported Loans		% of Rated Area Deposits in MA/AA***
		#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	#	\$(000's)	
Full Review:												
Warren- Troy-Farmington Hills MD	61.49	1,371	193,732	508	140,501	0	0	0	0	1,879	334,233	49.03
Limited Review:												
Ann Arbor MSA	18.49	426	93,765	139	31,659	0	0	0	0	565	125,424	40.37
Detroit -Dearborn MD	20.03	462	70,300	150	38,085	0	0	0	0	612	108,385	10.60

* Loan Data as of December 31, 2011. Rated area refers to either state or multi-state MA rating area.

** The evaluation period for Community Development Loans is from January 01, 2008 to December 31, 2011.

*** Deposit Data as of June 30, 2011. Rated Area refers to either the state, multi-state MA, or institution, as appropriate.

Table 2. Geographic Distribution of Home Purchase Loans

Geographic Distribution: HOME PURCHASE Geography: MICHIGAN Evaluation Period: JANUARY 1, 2007 TO DECEMBER 31, 2011															
Assessment Area:	Total Home Purchase Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total**	% Owner Occ Units***	% BANK Loans*** *	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	Over all	Low	Mod	Mid	Upp
Full Review:															
Warren- Troy-Farmington Hills MD	383	61.28	1.01	0.52	18.42	16.45	53.08	59.27	27.49	23.76	0.10	0.00	0.23	0.10	0.07
Limited Review:															
Ann Arbor MSA	104	16.64	2.07	8.65	13.42	7.69	55.60	66.35	28.90	17.31	0.07	0.00	0.00	0.11	0.00
Detroit -Dearborn MD	138	22.08	3.81	0.00	22.11	7.25	38.26	41.30	35.82	51.45	0.05	0.00	0.00	0.08	0.04

* Based on 2011 Peer Mortgage Data (USPR)

** 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 2000 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: MICHIGAN Evaluation Period: JANUARY 1, 2007 TO DECEMBER 31, 2011															
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	Over all	Low	Mod	Mid	Upp
Full Review:															
Warren- Troy-Farmington Hills MD	131	50.78	1.01	2.29	18.42	26.72	53.08	55.73	27.49	15.27	0.32	0.00	0.38	0.25	0.42
Limited Review:															
Ann Arbor MSA	51	19.77	2.07	0.00	13.42	15.69	55.60	50.98	28.90	33.33	0.35	0.00	0.00	0.60	0.00
Detroit Dearborn MD	76	29.46	3.81	2.63	22.11	34.21	38.26	38.16	35.82	25.00	0.00	0.00	0.00	0.00	0.00

* Based on 2011 Peer Mortgage Data (USPR)

** 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 2000 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: MICHIGAN Evaluation Period: JANUARY 1, 2007 TO DECEMBER 31, 2011															
Assessment Area:	Total Home Mortgage Refinance Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total*	% Owner Occ Units***	% BANK Loans****	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	Over all	Low	Mod	Mid	Upp
Full Review:															
Warren- Troy-Farmington Hills MD	850	63.20	1.01	1.06	18.42	17.76	53.08	60.35	27.49	20.82	0.12	1.09	0.31	0.13	0.07
Limited Review:															
Ann Arbor MSA	258	19.18	2.07	2.33	13.42	12.02	55.60	62.02	28.90	23.64	0.10	0.00	0.53	0.12	0.05
Detroit -Dearborn MD	237	17.62	3.81	0.42	22.11	10.55	38.26	40.93	35.82	48.10	0.10	0.00	0.30	0.25	0.06

* Based on 2011 Peer Mortgage Data (USPR)

** 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 2000 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: MICHIGAN Evaluation Period: JANUARY 1, 2007 TO DECEMBER 31, 2011																
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	% MF Units***	% BANK Loans	Over all	Low	Mod	Mid
Full Review:																
Warren- Troy-Farmington Hills MD	7	22.58	5.81	0.00	26.37	14.29	55.91	85.71	11.91	0.00	3.92	0.00	6.67	3.70	0.00	
Limited Review:																
Ann Arbor MSA	13	41.94	22.08	30.77	30.13	30.77	39.91	38.46	7.88	0.00	3.33	0.00	0.00	5.56	0.00	
Detroit- Dearborn MD	11	35.48	13.15	0.00	27.75	9.09	35.30	36.36	23.80	54.55	8.70	0.00	0.00	0.00	33.33	

* Based on 2011 Peer Mortgage Data (USPR)

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

*** Percentage of Multi-Family Units is the number of multifamily units in a particular geography divided by the number of multifamily housing units in the area based on 2000 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: MICHIGAN Evaluation Period: JANUARY 1, 2007 TO DECEMBER 31, 2011															
Assessment Area:	Total Small Business Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total*	% of Businessses***	% BANK Loans	% of Businessses***	% BANK Loans	% of Businessses***	% BANK Loans	% of Businessses***	% BANK Loans	Overall	Low	Mod	Mid	Upp
Full Review:															
Warren- Troy-Farmington Hills MD	508	63.74	2.16	6.89	16.54	17.91	50.67	47.83	30.50	27.36	0.10	0.87	0.07	0.11	0.05
Limited Review:															
Ann Arbor MSA	139	17.44	9.43	7.91	11.99	33.09	52.34	43.17	26.24	15.83	0.20	0.44	0.68	0.17	0.00
Detroit- Dearborn MD	150	18.82	5.34	1.33	21.67	12.00	35.29	38.67	37.30	48.00	0.07	0.00	0.17	0.08	0.05

* Based on 2011 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 (2011).

Table 8. Borrower Distribution of Home Purchase Loans

Borrower Distribution: HOME PURCHASE Geography: TCF MICHIGAN Evaluation Period: JANUARY 1, 2007 TO DECEMBER 31, 2011															
Assessment Area:	Total Home Purchase Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Market Share*				
	#	% of Total*	% Families***	% BANK Loans***	% Families 13	% BANK Loans***	% Families***	% BANK Loans**	% Families**	% BANK Loans****	Over all	Low	Mod	Mid	Upp
Full Review:															
Warren- Troy-Farmington Hills MD	383	61.28	18.23	16.01	18.57	26.51	23.86	25.20	39.34	32.28	0.11	0.14	0.12	0.11	0.08
Limited Review:															
Ann Arbor MSA	104	16.64	19.62	20.41	18.04	33.67	22.71	19.39	39.63	26.53	0.08	0.00	0.10	0.11	0.08
Detroit -Dearborn MD	138	22.08	23.09	10.22	16.60	17.52	19.31	23.36	41.01	48.91	0.06	0.00	0.00	0.08	0.10

* Based on 2011 Peer Mortgage Data (USPR)

** 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 2000 Census information.

**** As a percentage of loans with borrower income information available. No information was available for 1.4% of loans originated and purchased by bank.

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

Table 9. Borrower Distribution of Home Improvement Loans

Borrower Distribution: HOME IMPROVEMENT Geography: MICHIGAN Evaluation Period: JANUARY 1, 2007 TO DECEMBER 31, 2011															
Assessment Area:	Total Home Improvement Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Market Share*				
	#	% of Total**	% Families* **	% BANK Loans**	% Families 14	% BANK Loans****	% Families** *	% BANK Loans****	% Families** *	% BANK Loans****	Overall	Low	Mod	Mid	Upp
Full Review:															
Warren- Troy-Farmington Hills MD	131	50.78	18.23	25.95	18.57	32.82	23.86	20.61	39.34	20.61	0.34	0.39	0.26	0.57	0.20
Limited Review:															
Ann Arbor MSA	51	19.77	19.62	26.53	18.04	26.53	22.71	34.69	39.63	12.24	0.00	0.00	0.00	0.00	0.00
Detroit- Dearborn MD	76	29.46	23.09	9.21	16.60	26.32	19.31	30.26	41.01	34.21	0.00	0.00	0.00	0.00	0.00

* Based on 2011 Peer Mortgage Data (USPR)

** 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 2000 Census information.

**** As a percentage of loans with borrower income information available. No information was available for 0.8% of loans originated and purchased by bank.

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

Table 10. Borrower Distribution of Home Mortgage Refinance Loans

Borrower Distribution: HOME MORTGAGE REFINANCE Geography: MICHIGAN Evaluation Period: JANUARY 1, 2007 TO DECEMBER 31, 2011															
Assessment Area:	Total Home Mortgage Refinance Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Market Share*				
	#	% of Total*	% Families***	% BANK Loans****	% Families 15	% BANK Loans****	% Families**	% BANK Loans****	% Families**	% BANK Loans***	Over all	Low	Mod	Mid	Upp
Full Review:															
Warren- Troy-Farmington Hills MD	850	63.20	18.23	18.30	18.57	31.29	23.86	27.51	39.34	22.90	0.14	0.31	0.36	0.14	0.06
Limited Review:															
Ann Arbor MSA	258	19.18	19.62	17.25	18.04	32.16	22.71	27.84	39.63	22.75	0.12	0.60	0.26	0.16	0.00
Detroit- Dearborn MD	237	17.62	23.09	8.02	16.60	21.52	19.31	24.89	41.01	45.57	0.14	0.67	0.49	0.34	0.03

* Based on 2011 Peer Mortgage Data (USPR)

** 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 2000 Census information.

**** As a percentage of loans with borrower income information available. No information was available for 0.4% of loans originated and purchased by bank.

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

Table 11. Borrower Distribution of Small Loans to Businesses

Borrower Distribution: SMALL LOANS TO BUSINESSES Geography: MICHIGAN Evaluation Period: JANUARY 1, 2007 TO DECEMBER 31, 2011									
Assessment Area:	Total Small Loans to Businesses		Businesses With Revenues of \$1 million or less		Loans by Original Amount Regardless of Business Size			Market Share*	
	#	% of Total**	% of Businesses***	% BANK Loans****	\$100,000 or less	>\$100,000 to \$250,000	>\$250,000 to \$1,000,000	All	Rev\$ 1 Million or Less
Full Review:									
Warren- Troy-Farmington Hills MD	508	63.74	69.53	22.24	42.13	20.67	37.20	0.10	0.05
Limited Review:									
Ann Arbor MSA	139	17.44	68.40	23.74	52.52	15.83	31.65	0.20	0.13
Detroit- Dearborn MD	150	18.82	67.41	23.33	48.67	16.00	35.33	0.07	0.04

* Based on 2011 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 - 2011).

**** 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 41.28% of small loans to businesses originated and purchased by the bank.

Table 14. Qualified Investments

QUALIFIED INVESTMENTS Geography: MICHIGAN Evaluation Period: JANUARY 1, 2007 TO DECEMBER 31, 2011									
Assessment Area:	Prior Period Investments*		Current Period Investments		Total Investments			Unfunded Commitments**	
	#	\$(000's)	#	\$(000's)	#	\$(000's)	% of Total	#	\$(000's)
Full Review:									
Warren- Troy- Farmington Hills MD	19	1,910	100	3,890	119	5,800	51.45	0	0
Limited Review:									
Ann Arbor MSA	16	1,715	149	2,757	165	4,472	39.67	0	0
Detroit- Dearborn MD	7	242	48	758	55	1,000	8.87	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: MICHIGAN Evaluation Period: JAN 1, 2007 TO DEC 31, 2011																	
MA/Assessment Area:	Deposits % of Rated Area Deposits in AA	Branches						Branch Openings/Closings						Population			
		# 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 in Each Geography			
				Low	Mod	Mid	Upp			Low	Mod	Mid	Upp	Low	Mod	Mid	Upp
Full Review:																	
Warren- Troy-Farmington Hills MD	49.03	31	58.49	0.00	22.58	58.06	19.36	0	1	0	-1	0	0	2.12	19.87	51.98	26.02
Limited Review:																	
Ann Arbor MSA	40.37	10	18.87	30.00	0.00	50.00	20.00	0	1	-1	0	0	0	11.48	18.11	48.69	21.72
Detroit -Dearborn MD	10.60	12	22.64	0.00	0.00	66.67	33.33	0	0	0	0	0	0	7.80	30.49	33.77	27.85

Table 1. Lending Volume

LENDING VOLUME Geography: MINNESOTA Evaluation Period: JANUARY 1, 2007 TO DECEMBER 31, 2011												
AA (2011):	% of Rated Area Loans (#) in MA/AA*	Home Mortgage		Small Loans to Businesses		Small Loans to Farms		Community Development Loans**		Total Reported Loans		% of Rated Area Deposits in MA/AA***
		#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	#	\$(000's)	
Full Review:												
Minneapolis MSA	95.34	8,556	1,163,518	882	114,632	0	0	13	13,491	9,451	1,291,641	96.30
Limited Review:												
Duluth MSA	0.12	11	2,231	1	1,000	0	0	0	0	12	3,231	0.37
Mankato MSA	2.84	277	21,944	4	128	0	0	0	0	281	22,072	1.51
St Cloud MSA	1.70	163	20,657	5	119	0	0	0	0	168	20,776	1.82

* Loan Data as of December 31, 2011. Rated area refers to either state or multi-state MA rating area.

** The evaluation period for Community Development Loans is from January 01, 2008 to December 31, 2011.

*** Deposit Data as of June 30, 2011. Rated Area refers to either the state, multi-state MA, or institution, as appropriate.

Table 2. Geographic Distribution of Home Purchase Loans

Geographic Distribution: HOME PURCHASE Geography: MINNESOTA Evaluation Period: JANUARY 1, 2007 TO DECEMBER 31, 2011															
Assessment Area:	Total Home Purchase Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total**	% Owner Occ Units***	% BANK Loans*** *	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	Over all	Low	Mod	Mid	Upp
Full Review:															
Minneapolis MSA	695	90.26	1.57	3.60	13.46	14.82	54.61	58.85	30.37	22.73	0.25	0.58	0.31	0.25	0.20
Limited Review:															
Duluth MSA	3	0.39	3.19	0.00	19.77	66.67	38.59	0.00	38.44	33.33	0.00	0.00	0.00	0.00	0.00
Mankato MSA	60	7.79	0.00	0.00	9.52	8.33	89.24	90.00	1.24	1.67	0.90	0.00	1.42	0.85	0.00
St Cloud MSA	12	1.56	0.00	0.00	7.89	16.67	73.68	41.67	18.43	41.67	0.09	0.00	0.00	0.13	0.00

* Based on 2011 Peer Mortgage Data (USPR)

** 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 2000 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: MINNESOTA Evaluation Period: JANUARY 1, 2007 TO DECEMBER 31, 2011															
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	Over all	Low	Mod	Mid	Upp
Full Review:															
Minneapolis MSA	2,290	95.06	1.57	2.58	13.46	17.64	54.61	59.00	30.37	20.79	2.55	1.67	2.00	2.78	2.43
Limited Review:															
Duluth MSA	1	0.04	3.19	0.00	19.77	0.00	38.59	0.00	38.44	100.00	0.00	0.00	0.00	0.00	0.00
Mankato MSA	87	3.61	0.00	0.00	9.52	12.64	89.24	87.36	1.24	0.00	3.33	0.00	0.00	3.85	0.00
St Cloud MSA	31	1.29	0.00	0.00	7.89	12.90	73.68	80.65	18.43	6.45	0.00	0.00	0.00	0.00	0.00

* Based on 2011 Peer Mortgage Data (USPR)

** 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 2000 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: MINNESOTA Evaluation Period: JANUARY 1, 2007 TO DECEMBER 31, 2011															
Assessment Area:	Total Home Mortgage Refinance Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total*	% Owner Occ Units***	% BANK Loans****	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	Over all	Low	Mod	Mid	Upp
Full Review:															
Minneapolis MSA	5,527	95.61	1.57	0.89	13.46	11.53	54.61	59.95	30.37	27.63	1.20	0.84	1.48	1.39	0.92
Limited Review:															
Duluth MSA	6	0.10	3.19	0.00	19.77	0.00	38.59	50.00	38.44	50.00	0.00	0.00	0.00	0.00	0.00
Mankato MSA	130	2.25	0.00	0.00	9.52	8.46	89.24	90.00	1.24	1.54	0.95	0.00	0.52	0.98	1.39
St Cloud MSA	118	2.04	0.00	0.00	7.89	7.63	73.68	67.80	18.43	24.58	0.31	0.00	0.64	0.27	0.37

* Based on 2011 Peer Mortgage Data (USPR)

** 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 2000 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: MINNESOTA Evaluation Period: JANUARY 1, 2007 TO DECEMBER 31, 2011																
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	% MF Units***	% BANK Loans	Over all	Low	Mod	Mid
Full Review:																
Minneapolis MSA	44	93.62	10.01	11.36	29.51	25.00	46.36	40.91	14.12	22.73	3.21	1.79	3.36	4.26	1.72	
Limited Review:																
Duluth MSA	1	2.13	46.29	0.00	28.57	0.00	12.63	100.00	12.51	0.00	6.25	0.00	0.00	50.00	0.00	
Mankato MSA	0	0.00	0.00	0.00	22.96	0.00	75.13	0.00	1.90	0.00	0.00	0.00	0.00	0.00	0.00	
St Cloud MSA	2	4.26	1.91	0.00	17.24	50.00	66.46	0.00	14.39	50.00	2.94	0.00	0.00	0.00	8.33	

* Based on 2011 Peer Mortgage Data (USPR)

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

*** Percentage of Multi-Family Units is the number of multifamily units in a particular geography divided by the number of multifamily housing units in the area based on 2000 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: MINNESOTA Evaluation Period: JANUARY 1, 2007 TO DECEMBER 31, 2011															
Assessment Area:	Total Small Business Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total*	% of Businessses***	% BANK Loans	% of Businessses***	% BANK Loans	% of Businessses***	% BANK Loans	% of Businessses***	% BANK Loans	Overall	Low	Mod	Mid	Upp
Full Review:															
Minneapolis MSA	882	98.88	3.38	3.74	13.82	11.68	52.21	57.48	30.46	27.10	0.06	0.20	0.09	0.05	0.04
Limited Review:															
Duluth MSA	1	0.11	30.20	100.00	20.29	0.00	23.37	0.00	26.14	0.00	0.00	0.00	0.00	0.00	0.00
Mankato MSA	4	0.45	0.00	0.00	11.99	0.00	86.67	100.00	1.34	0.00	0.00	0.00	0.00	0.00	0.00
St Cloud MSA	5	0.56	2.63	0.00	8.90	0.00	69.74	0.00	18.73	100.00	0.00	0.00	0.00	0.00	0.00

* Based on 2011 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 (2011).

Table 8. Borrower Distribution of Home Purchase Loans

Borrower Distribution: HOME PURCHASE Geography: MINNESOTA Evaluation Period: JANUARY 1, 2007 TO DECEMBER 31, 2011															
Assessment Area:	Total Home Purchase Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Market Share*				
	#	% of Total*	% Families***	% BANK Loans***	% Families 16	% BANK Loans***	% Families***	% BANK Loans**	% Families**	% BANK Loans****	Over all	Low	Mod	Mid	Upp
Full Review:															
Minneapolis MSA	695	90.26	16.85	24.71	18.67	29.62	26.12	26.30	38.37	19.36	0.30	0.31	0.25	0.38	0.26
Limited Review:															
Duluth MSA	3	0.39	19.95	0.00	18.88	0.00	22.34	33.33	38.82	66.67	0.00	0.00	0.00	0.00	0.00
Mankato MSA	60	7.79	13.51	35.00	15.70	45.00	25.03	15.00	45.76	5.00	1.03	2.48	0.39	0.89	0.87
St Cloud MSA	12	1.56	16.15	33.33	19.14	33.33	27.52	25.00	37.19	8.33	0.11	0.25	0.00	0.00	0.22

* Based on 2011 Peer Mortgage Data (USPR)

** 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 2000 Census information.

**** As a percentage of loans with borrower income information available. No information was available for 0.4% of loans originated and purchased by bank.

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

Table 9. Borrower Distribution of Home Improvement Loans

Borrower Distribution: HOME IMPROVEMENT Geography: MINNESOTA Evaluation Period: JANUARY 1, 2007 TO DECEMBER 31, 2011															
Assessment Area:	Total Home Improvement Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Market Share*				
	#	% of Total**	% Families* **	% BANK Loans**	% Families 17	% BANK Loans****	% Families** *	% BANK Loans****	% Families** *	% BANK Loans****	Overall	Low	Mod	Mid	Upp
Full Review:															
Minneapolis MSA	2,290	95.06	16.85	30.70	18.67	36.07	26.12	20.39	38.37	12.84	2.74	4.94	3.43	2.77	1.49
Limited Review:															
Duluth MSA	1	0.04	19.95	0.00	18.88	100.00	22.34	0.00	38.82	0.00	0.00	0.00	0.00	0.00	0.00
Mankato MSA	87	3.61	13.51	33.33	15.70	36.78	25.03	16.09	45.76	13.79	3.60	6.67	0.00	0.00	9.38
St Cloud MSA	31	1.29	16.15	32.26	19.14	32.26	27.52	19.35	37.19	16.13	0.00	0.00	0.00	0.00	0.00

* Based on 2011 Peer Mortgage Data (USPR)

** 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 2000 Census information.

**** As a percentage of loans with borrower income information available. No information was available for 0.0% of loans originated and purchased by bank.

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

Table 10. Borrower Distribution of Home Mortgage Refinance Loans

Borrower Distribution: HOME MORTGAGE REFINANCE Geography: MINNESOTA Evaluation Period: JANUARY 1, 2007 TO DECEMBER 31, 2011															
Assessment Area:	Total Home Mortgage Refinance Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Market Share*				
	#	% of Total*	% Families***	% BANK Loans****	% Families 18	% BANK Loans****	% Families**	% BANK Loans****	% Families**	% BANK Loans***	Over all	Low	Mod	Mid	Upp
Full Review:															
Minneapolis MSA	5,527	95.61	16.85	18.96	18.67	34.02	26.12	27.02	38.37	20.00	1.43	2.36	2.32	1.53	0.86
Limited Review:															
Duluth MSA	6	0.10	19.95	33.33	18.88	0.00	22.34	16.67	38.82	50.00	0.00	0.00	0.00	0.00	0.00
Mankato MSA	130	2.25	13.51	21.54	15.70	30.00	25.03	28.46	45.76	20.00	1.09	1.27	1.10	1.65	0.65
St Cloud MSA	118	2.04	16.15	17.80	19.14	31.36	27.52	29.66	37.19	21.19	0.36	0.57	0.41	0.29	0.33

* Based on 2011 Peer Mortgage Data (USPR)

** 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 2000 Census information.

**** As a percentage of loans with borrower income information available. No information was available for 0.1% of loans originated and purchased by bank.

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

Table 11. Borrower Distribution of Small Loans to Businesses

Borrower Distribution: SMALL LOANS TO BUSINESSES Geography: MINNESOTA Evaluation Period: JANUARY 1, 2007 TO DECEMBER 31, 2011									
Assessment Area:	Total Small Loans to Businesses		Businesses With Revenues of \$1 million or less		Loans by Original Amount Regardless of Business Size			Market Share*	
	#	% of Total**	% of Businesses***	% BANK Loans****	\$100,000 or less	>\$100,000 to \$250,000	>\$250,000 to \$1,000,000	All	Rev\$ 1 Million or Less
Full Review:									
Minneapolis MSA	882	98.88	68.43	23.24	78.91	5.33	15.76	0.06	0.02
Limited Review:									
Duluth MSA	1	0.11	66.09	0.00	0.00	0.00	100.00	0.00	0.00
Mankato MSA	4	0.45	69.12	0.00	100.00	0.00	0.00	0.00	0.00
St Cloud MSA	5	0.56	71.23	20.00	100.00	0.00	0.00	0.00	0.00

* Based on 2011 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 - 2011).

**** 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 58.97% of small loans to businesses originated and purchased by the bank.

Table 14. Qualified Investments

QUALIFIED INVESTMENTS Geography: MINNESOTA Evaluation Period: JANUARY 1, 2007 TO DECEMBER 31, 2011									
Assessment Area:	Prior Period Investments*		Current Period Investments		Total Investments			Unfunded Commitments**	
	#	\$(000's)	#	\$(000's)	#	\$(000's)	% of Total	#	\$(000's)
Full Review:									
Minneapolis MSA	28	9,299	578	17,279	606	26,578	95.71	0	0
Limited Review:									
Duluth MSA	1	4	1	162	2	166	0.60	0	0
Mankato MSA	2	517	11	17	13	534	1.92	0	0
St Cloud MSA	4	211	7	278	11	489	1.76	0	0
Statewide	0	0	5	2	5	2	0.01	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/CLOSING Geography: MINNESOTA Evaluation Period: JANUARY 1, 2007 TO DECEMBER 31, 2011																	
MA/Assessment Area:	Deposits % of Rated Area Deposits in AA	Branches						Branch Openings/Closings						Population			
		# 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 in Each Geography			
				Low	Mod	Mid	Upp			Low	Mod	Mid	Upp	Low	Mod	Mid	Upp
Full Review:																	
Minneapolis MSA	96.30	101	92.66	3.96	19.80	53.47	22.77	3	2	1	-1	0	0	4.74	17.25	50.91	27.02
Limited Review:																	
Duluth MSA	0.37	1	0.92	0.00	0.00	100.0	0.00	0	0	0	0	0	0	10.47	24.48	33.46	31.59
Mankato MSA	1.51	3	2.75	0.00	0.00	100.0	0.00	0	1	0	0	-1	0	0.00	12.40	84.80	2.79
St Cloud MSA	1.82	4	3.67	0.00	75.00	0.00	25.00	0	0	0	0	0	0	0.66	9.93	71.05	18.36

Table 1. Lending Volume

LENDING VOLUME Geography: SOUTH DAKOTA Evaluation Period: APRIL 6, 2009 TO DECEMBER 31, 2011												
AA (2011):	% of Rated Area Loans (#) in MA/AA*	Home Mortgage		Small Loans to Businesses		Small Loans to Farms		Community Development Loans**		Total Reported Loans		% of Rated Area Deposits in MA/AA***
		#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	#	\$(000's)	
Full Review:												
Sioux Falls MSA	100.00	4	239	0	0	0	0	0	0	4	239	100.00

* Loan Data as of December 31, 2011. Rated area refers to either state or multi-state MA rating area.

** The evaluation period for Community Development Loans is from April 6, 2009 to December 31, 2011.

*** Deposit Data as of December 31, 2011. Rated Area refers to either the state, multi-state MA, or institution, as appropriate.

Table 14. Qualified Investments

QUALIFIED INVESTMENTS Geography: SOUTH DAKOTA Evaluation Period: APRIL 6, 2009 TO DECEMBER 31, 2011									
Assessment Area:	Prior Period Investments*		Current Period Investments		Total Investments			Unfunded Commitments**	
	#	\$(000's)	#	\$(000's)	#	\$(000's)	% of Total	#	\$(000's)
Full Review:									
Sioux Falls MSA	0	0	1	10	1	10	100.00	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: SOUTH DAKOTA Evaluation Period: APRIL 6, 2009 TO DEC 31, 2011																	
MA/Assessment Area:	Deposits % of Rated Area Deposits in AA	Branches						Branch Openings/Closings						Population			
		# 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 in Each Geography			
				Low	Mod	Mid	Upp			Low	Mod	Mid	Upp	Low	Mod	Mid	Upp
Full Review:																	
Sioux Falls MSA	100.00	1	100.00	0.00	100.00	0.00	0.00	1	0	0	1	0	0	0.00	14.37	70.12	15.50

Table 1. Lending Volume

LENDING VOLUME Geography: WISCONSIN Evaluation Period: JANUARY 1, 2007 TO DECEMBER 31, 2011												
AA (2011):	% of Rated Area Loans (#) in MA/AA*	Home Mortgage		Small Loans to Businesses		Small Loans to Farms		Community Development Loans**		Total Reported Loans		% of Rated Area Deposits in MA/AA***
		#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	#	\$(000's)	
Full Review:												
Milwaukee MSA	79.94	1,361	203,622	341	122,711	0	0	3	5,150	1,705	331,483	83.86
Limited Review:												
Racine MSA	20.06	421	37,159	6	1,704	0	0	0	0	427	38,863	16.14

* Loan Data as of December 31, 2011. Rated area refers to either state or multi-state MA rating area.

** The evaluation period for Community Development Loans is from January 01, 2008 to December 31, 2011.

*** Deposit Data as of June 30, 2011. Rated Area refers to either the state, multi-state MA, or institution, as appropriate.

Table 2. Geographic Distribution of Home Purchase Loans

Geographic Distribution: HOME PURCHASE Geography: WISCONSIN Evaluation Period: JANUARY 1, 2007 TO DECEMBER 31, 2011															
Assessment Area:	Total Home Purchase Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total**	% Owner Occ Units***	% BANK Loans**	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	Over all	Low	Mod	Mid	Upp
Full Review:															
Milwaukee MSA	123	66.49	5.30	7.32	14.35	30.89	44.23	37.40	36.12	24.39	0.11	0.00	0.23	0.15	0.04
Limited Review:															
Racine MSA	62	33.51	3.43	19.35	6.59	6.45	71.55	59.68	18.42	14.52	0.27	0.00	1.06	0.29	0.00

* Based on 2011 Peer Mortgage Data (USPR)

** 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 2000 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: WISCONSIN Evaluation Period: JANUARY 1, 2007 TO DECEMBER 31, 2011															
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	Over all	Low	Mod	Mid	Upp
Full Review:															
Milwaukee MSA	599	88.87	5.30	4.84	14.35	19.20	44.23	50.25	36.12	25.71	2.82	3.51	6.45	2.98	1.68
Limited Review:															
Racine MSA	75	11.13	3.43	10.67	6.59	5.33	71.55	70.67	18.42	13.33	1.69	0.00	0.00	1.77	1.92

* Based on 2011 Peer Mortgage Data (USPR)

** 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 2000 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: WISCONSIN Evaluation Period: JANUARY 1, 2007 TO DECEMBER 31, 2011															
Assessment Area:	Total Home Mortgage Refinance Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total*	% Owner Occ Units***	% BANK Loans***	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	Over all	Low	Mod	Mid	Upp
Full Review:															
Milwaukee MSA	558	66.67	5.30	6.81	14.35	25.09	44.23	44.80	36.12	23.30	0.09	0.72	0.42	0.09	0.05
Limited Review:															
Racine MSA	279	33.33	3.43	5.73	6.59	8.96	71.55	74.91	18.42	10.39	0.19	0.00	0.00	0.25	0.07

* Based on 2011 Peer Mortgage Data (USPR)

** 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 2000 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: WISCONSIN Evaluation Period: JANUARY 1, 2007 TO DECEMBER 31, 2011															
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	Over all	Low	Mod	Mid	Upp
Full Review:															
Milwaukee MSA	81	94.19	13.79	17.28	21.29	35.80	45.36	33.33	19.56	13.58	12.62	14.55	17.44	8.70	11.11
Limited Review:															
Racine MSA	5	5.81	3.26	0.00	24.26	0.00	57.04	100.00	15.44	0.00	5.26	0.00	0.00	7.14	0.00

* Based on 2011 Peer Mortgage Data (USPR)

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

*** Percentage of Multi-Family Units is the number of multifamily units in a particular geography divided by the number of multifamily housing units in the area based on 2000 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: WISCONSIN Evaluation Period: JANUARY 1, 2007 TO DECEMBER 31, 2011															
Assessment Area:	Total Small Business Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total*	% of Business***	% BANK Loans	% of Business***	% BANK Loans	% of Business***	% BANK Loans	% of Business***	% BANK Loans	Overall	Low	Mod	Mid	Upp
Full Review:															
Milwaukee MSA	341	98.27	8.59	5.87	15.78	20.53	39.62	34.31	35.36	39.30	0.23	0.17	0.56	0.17	0.22
Limited Review:															
Racine MSA	6	1.73	5.48	0.00	9.76	33.33	68.49	50.00	16.26	16.67	0.00	0.00	0.00	0.00	0.00

* Based on 2011 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 (2011).

Table 8. Borrower Distribution of Home Purchase Loans

Borrower Distribution: HOME PURCHASE Geography: WISCONSIN Evaluation Period: JANUARY 1, 2007 TO DECEMBER 31, 2011															
Assessment Area:	Total Home Purchase Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Market Share*				
	#	% of Total*	% Families***	% BANK Loans***	% Families 19	% BANK Loans***	% Families***	% BANK Loans**	% Families**	% BANK Loans****	Over all	Low	Mod	Mid	Upp
Full Review:															
Milwaukee MSA	123	66.49	21.53	17.09	18.43	26.50	23.15	25.64	36.90	30.77	0.10	0.30	0.07	0.11	0.05
Limited Review:															
Racine MSA	62	33.51	17.83	18.33	18.46	31.67	25.73	33.33	37.98	16.67	0.31	0.00	0.22	0.47	0.40

* Based on 2011 Peer Mortgage Data (USPR)

** 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 2000 Census information.

**** As a percentage of loans with borrower income information available. No information was available for 4.3% of loans originated and purchased by bank.

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

Table 9. Borrower Distribution of Home Improvement Loans

Borrower Distribution: HOME IMPROVEMENT Geography: WISCONSIN Evaluation Period: JANUARY 1, 2007 TO DECEMBER 31, 2011															
Assessment Area:	Total Home Improvement Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Market Share*				
	#	% of Total*	% Families***	% BANK Loans***	% Families 20	% BANK Loans****	% Families**	% BANK Loans****	% Families**	% BANK Loans****	Overall	Low	Mod	Mid	Upp
Full Review:															
Milwaukee MSA	599	88.87	21.53	15.69	18.43	27.55	23.15	32.22	36.90	24.54	2.99	4.71	3.58	2.85	2.33
Limited Review:															
Racine MSA	75	11.13	17.83	18.67	18.46	36.00	25.73	26.67	37.98	18.67	1.75	0.00	2.38	2.17	1.47

* Based on 2011 Peer Mortgage Data (USPR)

** 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 2000 Census information.

**** As a percentage of loans with borrower income information available. No information was available for 0.0% of loans originated and purchased by bank.

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

Table 10. Borrower Distribution of Home Mortgage Refinance Loans

Borrower Distribution: HOME MORTGAGE REFINANCE Geography: WISCONSIN Evaluation Period: JANUARY 1, 2007 TO DECEMBER 31, 2011															
Assessment Area:	Total Home Mortgage Refinance Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Market Share*				
	#	% of Total*	% Families***	% BANK Loans***	% Families 21	% BANK Loans****	% Families**	% BANK Loans****	% Families*	% BANK Loans***	Over all	Low	Mod	Mid	Upp
Full Review:															
Milwaukee MSA	558	66.67	21.53	20.77	18.43	31.51	23.15	28.05	36.90	19.67	0.11	0.16	0.24	0.13	0.05
Limited Review:															
Racine MSA	279	33.33	17.83	23.30	18.46	26.88	25.73	31.18	37.98	18.64	0.22	0.57	0.22	0.32	0.10

* Based on 2011 Peer Mortgage Data (USPR)

** 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 2000 Census information.

**** As a percentage of loans with borrower income information available. No information was available for 1.1% of loans originated and purchased by bank.

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

Table 11. Borrower Distribution of Small Loans to Businesses

Borrower Distribution: SMALL LOANS TO BUSINESSES Geography: WISCONSIN Evaluation Period: JANUARY 1, 2007 TO DECEMBER 31, 2011									
Assessment Area:	Total Small Loans to Businesses		Businesses With Revenues of \$1 million or less		Loans by Original Amount Regardless of Business Size			Market Share*	
	#	% of Total**	% of Businesses***	% BANK Loans****	\$100,000 or less	>\$100,000 to \$250,000	>\$250,000 to \$1,000,000	All	Rev\$ 1 Million or Less
Full Review:									
Milwaukee MSA	341	98.27	65.68	25.22	24.93	22.29	52.79	0.23	0.09
Limited Review:									
Racine MSA	6	1.73	68.22	33.33	66.67	0.00	33.33	0.00	0.00

* Based on 2011 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 - 2011).

**** 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 6.05% of small loans to businesses originated and purchased by the bank.

Table 14. Qualified Investments

QUALIFIED INVESTMENTS Geography: WISCONSIN Evaluation Period: JANUARY 1, 2008 TO DECEMBER 31, 2011									
Assessment Area:	Prior Period Investments*		Current Period Investments		Total Investments			Unfunded Commitments**	
	#	\$(000's)	#	\$(000's)	#	\$(000's)	% of Total	#	\$(000's)
Full Review:									
Milwaukee MSA	13	848	52	11,506	65	12,354	96.45	0	0
Limited Review:									
Racine MSA	5	145	3	310	8	455	19.01	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: WISCONSIN Evaluation Period: JANUARY 1, 2007 TO DECEMBER 31, 2011																	
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 in Each Geography			
				Low	Mod	Mid	Upp			Low	Mod	Mid	Upp	Low	Mod	Mid	Upp
Full Review:																	
Milwaukee MSA	83.86	18	81.82	5.56	27.78	50.00	16.67	0	3*	0	0	- 1	- 1	13.70	18.89	39.15	28.05
Limited Review:																	
Racine MSA	16.14	4	18.18	0.00	25.00	75.00	0.00	0	1	0	0	- 1	0	7.23	9.47	66.60	16.70

*Closed one branch in a geography with an NA designation.