

**APPLICATION OF A BANK HOLDING COMPANY
TO ACQUIRE A FEDERAL SAVINGS INSTITUTION
PURSUANT TO § 6.2-1146 OF THE CODE OF VIRGINIA**

INFORMATION AND INSTRUCTIONS

This application must be filed pursuant to § 6.2-1146 of the Code of Virginia. Generally, it must be filed by any Virginia bank holding company seeking to acquire a federal savings institution. Additional information and/or documents must be submitted on 8 ½" x 11" paper.

The following documents must be submitted with the application:

1. A copy of related applications or documents to be filed with federal agencies.
2. A copy of the acquisition agreement.
3. A properly executed, current (less than 90 days old) Personal Financial Report and Biographical Information form for each **proposed new director** and **officer** of the federal savings institution or federal savings institution holding company to be acquired, if applicable, on form CCB-1123 (Rev. 10-01-10). *The report must be executed with original signature(s).* If an interagency Biographical and Financial Report must be completed as part of a federal agency filing, a copy of such report with original signature may be submitted in place of CCB-1123 (Rev. 10-01-10). If the interagency form is used, Certification form CCB-1147 must be attached. **Directors and senior officers who have previously filed Personal Financial Reports with this Bureau are not required to file a report with this application.** Personal Financial Report and Biographical Information forms are confidential.
4. An Employment and Business Affiliation Disclosure Form, CCB-1150 (Rev. 10-01-10), for each director and officer. [This is required only if Personal Financial Report and Disclosure Statement form CCB-1123 (Rev. 10-01-10) is submitted.]
5. Financial statements for the last three years of the applicant and of the institution or company to be acquired. Furnish audited statements, if available.
6. A statement giving details of the nature and scope of the proposed acquisition.

The Bureau will review the application and accompanying materials for completeness upon receipt. **Applications that are not substantially complete will be returned.** Thus, full and complete answers should be given at the outset of the application process.

As a general rule, documents filed with the Bureau of Financial Institutions become part of the public record. Except as permitted or required by law, the following shall be kept confidential: Personal Financial Report and Disclosure Statements, other documents which disclose personal account information, and information which could endanger the safety and soundness of a depository institution. Upon request, the Bureau will consider for confidential treatment any other documents or portions of the application that the applicant considers of a proprietary and personal nature. The request for confidential treatment must discuss the justification for the requested treatment, specifically demonstrating the harm (for example, loss of competitive position or invasion of privacy) that may result from public release of the information. Information for which confidential treatment is requested should be: (1) specifically identified in the public portion of the application (by reference to the confidential section); and (2) specifically separated and labeled "Confidential". The Bureau will advise the applicant if the request for confidentiality cannot be honored.

To view the entire Confidentiality Policy Statement of the Bureau of Financial Institutions or to download this application form or a related form, visit the Bureau's website at www.scc.virginia.gov/bfi.

Inquiries concerning the preparation and filing of this application should be directed to the Bureau of Financial Institutions, 1300 East Main Street, Suite 800, Post Office Box 640, Richmond, Virginia 23218-0640. Telephone: (804) 371-9690; FAX: (804) 371-9416.

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**Bureau of Financial Institutions
State Corporation Commission
1300 East Main Street, Suite 800
Post Office Box 640
Richmond, Virginia 23218-0640**

The undersigned,

_____ (Name of Applicant)

_____ (Address)

hereby applies to the State Corporation Commission pursuant to § 6.2-1146 of the Code of Virginia for permission to acquire, directly or indirectly, ownership, control, or power to vote at least _____ shares (_____ %) of the voting stock of:

_____ (Corporate Title of Company)

_____ (Street Address)

_____ (City, State, and Zip Code)

The applicant currently holds _____ shares (_____ %) of the voting stock of the company, the shares of which are proposed to be acquired.

All inquiries concerning this application may be directed to _____ (Name)

_____ (Mailing Address)

_____ (Telephone Number and E-mail)

CERTIFICATION

The undersigned certifies that he/she has executed the foregoing application under § 6.2-1146 of the Code of Virginia; that he/she has been duly authorized to file such application; and that to the best of his/her knowledge, information and belief, such application contains no misstatement of fact nor omits a material fact called for.

_____ Name (Type or Print)

_____ Signature

_____ Title