## State of South Carolina Board of Financial Institutions Office of the Commissioner of Banking

### APPLICATION OF CONVERSION TO SOUTH CAROLINA-CHARTERED INSTITUTION

## FINANCIAL INSTITUTION INFORMATION:

| Name of Institu                                    | tion                                   |                               |                             |                        |
|--|--|-------------------------------|-----------------------------|------------------------|
| Headquarters A                                     | ddress                                 |                               |                             |                        |
| City   |  | State                         | Zip Code                    |                        |
| Current Type o<br>National Bank<br>State Savings a |  | ngs Bank State Savings Bank F | Federal Savings and Loan As | sociation              |
|  | ring Agency omptroller of the Currency |                               |                             |                        |
| Current Federa<br>Member Bank                      | l Reserve Status<br>Nonmember I        | Bank                          |                             |                        |
| Does the institut                                  | tion currently have authority<br>No    | to conduct trust activities?  |                             |                        |
| IOLDING CO   | OMPANY INFORMATI                       | ON                            |                             |                        |
| Name of Holdin                                     | g Company                              |                               |                             |                        |
| Headquarters A                                     | ddress                                 |                               |                             |                        |
| City   |  | State                         | Zip Code                    |                        |
| CURRENT CA   | APITAL STRUCTURE                       | I                             | l                           |                        |
| Financial Date                                     | Amount of Capital Stock                | Number of Authorized Shares   | Number of Shares<br>Issued  | Par Value per<br>Share |

# **CONVERSION INFORMATION**

| <b>Proposed Name of Institution</b>                                    | on  |            |                            |          |                         |
|--|---|------------|----------------------------|----------|-------------------------|
| Proposed Headquarters Ad   | dress   |            |                            |          |                         |
| City   |   | State      |                            | Zip Co   | ode                     |
| Proposed Type of Charter<br>State Bank                                 | State Savings Bank  | State S    | Savings and Loan Associati | ion      |                         |
| Proposed Federal Reserve S<br>Member Bank                              | Status<br>Nonmember Bank  |            | Proposed Date of Conv      | ersion   |                         |
| PROPOSED CAPITAL   | STRUCTURE   |            |                            |          |                         |
| Amount of Capital Stock  | Number of Authorized Sha  | ires N     | Number of Shares Issued    |          | Par Value per Share     |
|  |   | L_         |                            |          | •                       |
| <b>Does the institution wish to</b> Yes No                             | conduct trust activities after                                  | conversio  | on?                        |          |                         |
|  | nrrently have trust powers an<br>ed in the Applications Manua   |            |                            |          |                         |
|  | nas trust powers and does not<br>of successors to any fiduciary |            |                            |          |                         |
| Does the institution plan to presently conduct? Yes No                 | conduct any activities upon t                                   | he effecti | ve date of the conversion  | that the | institution does not    |
| If yes, please describe:   |   |            |                            |          |                         |
|  |   |            |                            |          |                         |
|  |   |            |                            |          |                         |
| Will the institution engage i<br>brokerage services, finance<br>Yes No | n any non-traditional activiti<br>subsidiary, etc.)?            | ies upon c | conversion (e.g. insurance | produc   | t sales, annuity sales, |
| If yes, please describe:   |   |            |                            |          |                         |
|  |   |            |                            |          |                         |
|  |   |            |                            |          |                         |
|  |   |            |                            |          |                         |
|  |   |            |                            |          |                         |

| Has the institution identified any activities or assets which do not conform to the requirements of the resulting institution?   |
|--|
| Yes No   |
| If yes, please attach a description of the method and schedule for terminating non-conforming activities and/or assets.  |
| Has the institution identified any requirements applicable to the resulting institution which the converting institution does not presently satisfy?   |
| Yes No   |
| If yes, please attach a description of the method for meeting the applicable requirements.   |
| Does the institution have any non-regular transactions with any of its executive officers, principal shareholders, directors, or their related interests? Non-regular transactions consist of all transactions except loans, deposits, bonuses, salaries, and director fees. |
| Yes No   |
| If yes, please attach a description of the transaction(s) that includes the date and nature of the transaction(s).   |
| Does the institution have any written or oral contract or agreement that obligates the institution to pay more than ten percent of its current equity capital over the life of the contract or agreement?  Yes  No   |
| If yes, please attach a brief description of the terms and conditions of the contract or agreement, the name of the party contracted with, and the date of the contract or agreement.  |
| Has any director, officer, or employee been convicted of, or is presently under indictment for, any criminal offense involving dishonestly or breach of trust?  Yes  No  |
| If yes, please attach a listing that includes the individual's name and title along with a brief description of the offense(s).  |
| Is the institution a defendant in any lawsuit?   |
| Yes No   |
| If yes, please attach a brief summary that includes the name of the plaintiff(s), amount sued for and nature of, or basis for, litigation and the expected result, including any possible loss.  |
|  |
|  |
| MANAGEMENT   |

Current directors of the institution are as follows:

| Name | Name |
|------|------|
|      |      |
|      |      |
|      |      |
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|      |      |
|      |      |
|      |      |
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|      |      |

Current executive officers of the institution are as follows:

Officer's Signature

| <u>ame</u>   |   | <u>Title</u>   |  |
|--|---|--|--|
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|  |   |  |  |
| ill there be any changes to the directora  | te and/or execution   | ve officers upon co  | nversion?   Yes   No   |
| yes, provide an explanation of any char  | nges in the direct  | orate or executive o   | fficers upon conversion.   |
| ne following items should be submitte  | ed as part of this  | application:   |  |
| <ul><li> Current bylaws;</li><li> Proposed bylaws;</li><li> Certified copy of a resolution or</li></ul>  | f the Board of D  | irectors approving   |  |
| <ul> <li>orders or actions are pending;</li> <li>Statement concerning any prop</li> <li>A listing of all subsidiaries of the subsidiary.</li> <li>A listing of the street addresses</li> <li>Financial statements as of the letter of the concern and pro-forma balance</li> <li>Copies of any Federal applicati</li> <li>Application fee in the amount respectively.</li> </ul>                                 | tion is not subjection is not subject changes in the converting institution ast day of the mesheet and capions filed; and | ct to a consent or of<br>the institution's b<br>stitution that inclu<br>n's branches.<br>onth preceding ad-<br>tal ratios;                       | other formal enforcement order and no<br>usiness plan or operations;<br>des the name, address, and purpose of<br>option of the Conversion Plan;        |
| <ul> <li>Statement certifying the institutorders or actions are pending;</li> <li>Statement concerning any properation.</li> <li>A listing of all subsidiaries of the subsidiary.</li> <li>A listing of the street addresses.</li> <li>Financial statements as of the listing of any Federal application.</li> <li>Copies of any Federal application.</li> <li>Application fee in the amount results.</li> </ul> | tion is not subjection is not subject changes in the converting institution ast day of the mesheet and capions filed; and | ct to a consent or of<br>the institution's b<br>stitution that inclu<br>n's branches.<br>onth preceding ad-<br>tal ratios;<br>current fee schedu | other formal enforcement order and no<br>usiness plan or operations;<br>des the name, address, and purpose of<br>option of the Conversion Plan;<br>de. |
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Date