

OFFICE OF THRIFT SUPERVISION

***NOTICE FILING
PURSUANT TO 12 C.F.R. SECTION 563.22(c) FOR INSTITUTIONS THAT QUALIFY
FOR EXPEDITED TREATMENT***

PAPERWORK REDUCTION ACT STATEMENT

The Office of Thrift Supervision (OTS) will use this information to determine and evaluate an institution's proposed transaction to purchase a branch office and/or transfer of savings accounts in light of the appropriate regulatory criteria.

Collection of the information is mandatory [12 C.F.R. §§ 546.2, 552.13, and 563.22].

Public reporting for this collection of information is estimated to average 24 hours per response, including the time for reviewing instructions, searching existing data sources, gathering and maintaining the data needed, and completing and reviewing the collection of information. If a valid OMB Control Number does not appear on this form, you are not required to complete this form. Send comments regarding this burden estimate or any other aspect of this collection of information, including suggestions for reducing this burden, to the Office of Thrift Supervision, Office of Examination Policy, 1700 G Street, N.W., Washington, D.C. 20552; and to the Office of Management and Budget, Paperwork Reduction Project (1550-0025), Washington, D.C. 20503.

Docket Number: _____

OFFICE OF THRIFT SUPERVISION

**NOTICE FILING
PURSUANT TO 12 C.F.R. SECTION 563.22(c)**

TO: Office of Thrift Supervision

Date of Notice: _____

We, the undersigned executive officer and secretary, pursuant to the resolution of a majority of the members of the board of directors, of:

Savings Association Name(s)

Street Address(es) of Savings Association (include City(s), State(s), and Zip Code(s))

(hereinafter the association(s)) is providing notice the Office of Thrift Supervision (OTS) that it intends to enter into a transaction as provided under 12 C.F.R. § 563.22(h)(2)(i) and includes: (1) bulk purchase of the assets of a that does not require OTS approval under the Bank Merger Act and 12 C.F.R. § 563.22(a); (2) bulk sales of less than all or substantially all of the assets of a savings association; (3) transactions in which a savings association transfers less than all or substantially all of its deposit liabilities to a bank or other depository institution; (4) bulk assumptions or transfer of non-deposit liabilities and (5) combinations involving savings associations and depository institutions other than insured depository institutions.

The proposed transaction is a (check one or more)

- Bulk purchase of assets by a savings association that does not require OTS approval under the Bank Merger Act and 12 C.F.R. § 563.22(a).
- Bulk sale of less than all or substantially all the assets of a savings association.
- Transfer of less than all or substantially all of a savings association's deposit liabilities to a bank or other (non-savings association) depository institution.
- Bulk assumptions or transfer of non-deposit liabilities.
- Combination involving a savings association and a depository institution other than an FDIC-insured depositor institution (name the resulting institution): _____
- Other (Describe) _____

WE, THE UNDERSIGNED, DO HEREBY CERTIFY:

1. That, to the best of our belief, the association qualifies for expedited treatment, pursuant to 12 C.F.R. § 516.5;
2. That the institution will abide by all applicable rules, regulations and guidance issued by the OTS;
3. That we are aware that the OTS may request additional information or may impose conditions on the proposed transaction and may determine that the transaction does not comply with the approved standards of 12 C.F.R. § 563.22(d);
4. That, if applicable, the institution has or will submit an application to the FDIC and that the institution will provide the OTS with the date of the FDIC's approval and the date of consummation of the transaction; and
5. That the association pursuant to 12 C.F.R. § 563.22(h)(2)(i), institutions entering into any transaction subject to 12 C.F.R. § 563.22(c) and meeting the conditions for "expedited treatment" under 12 C.F.R. § 516.5 must provide, at a minimum, the following information in order to fulfill its requirement of notifying the OTS of the proposed transaction.
 - a) Name, address and docket number of seller.
 - b) Name and address(es) of purchaser.
 - c) Address(es) of branch office(s) being sold, if applicable.
 - d) List type and amount of assets being purchased/sold, if applicable.
 - e) Amount of deposit liabilities being transferred, if applicable.
 - f) Copies of the resolution adopted by the savings association(s) board(s) of directors approving the transaction.
 - g) A statement regarding whether approval of members or stockholders is required under state law and submission of certification of such approval action. Also, a statement as to whether stockholders of Federal associations are required to approve the transaction under 12 C.F.R. § 552.13(h).
 - h) A copy of the filing requesting approval from another Federal regulator or a complete description of the transaction.

All notices under this provision will be deemed approved automatically 30 days after receipt, unless the OTS determines that an application is required or that the Notice will be denied. The OTS may impose appropriate conditions in connection with the acceptance of a notice under 12 C.F.R. § 563.22(h)(2)(i).

Executive Officer

Secretary

Date of Receipt by OTS