

Notice of First Shareholders' Meeting

The first shareholders' meeting of (name of national bank/Federal savings association) will be held on *(date)* at *(time)* at *(location)*. Only those shareholders of record at the close of business on *(date)* will be entitled to vote.

For a national bank, cumulative voting is permitted in the election of directors. Each shareholder shall have the right to *(describe cumulative voting in the election of directors as permitted under 12 USC 61)*. (For a Federal savings association, cumulative voting in the election of directors is permitted if provided for in the association's charter.)

For all other purposes, each share is entitled to one vote.

Fixing Number of Directors

For a national bank, all shares of stock represented by proxies in the accompanying form will be voted in favor of fixing the number of directors to be elected at *(number)*, being the number of the following nominees. A majority vote of the shares represented at the meeting is required to fix such number.

Nominees for Election of Directors

<u>Name</u>	<u>Age</u>	<u>Principal Occupation or Employment (5 years)</u>	<u>Beneficial Ownership</u>
-------------	------------	---	---------------------------------

For a Federal savings association, the number of directors is set forth in the bylaws.

Ratification of Articles of Association (or Charter (and bylaws) for Federal savings associations) and Acts of Organizers

Proxies given to management will be voted in favor of ratifying the Articles of Association (or Charter), Organization Certificate, and other official actions of the organizers, organizing directors, and officers. Copies of the Articles of Association (or Charter), Organization Certificate, and minutes of meetings of the organizing board of directors will be open until the meeting for examination by shareholders of record during business hours at the office of the association *(street address)*. *(A brief description of any other transactions the shareholders ratified should be inserted.)*

Approval of Organization Expenses

Proxies given to management will be voted in favor of approval of organization expenses totaling *\$(amount)* to be paid out of the capital funds of the association. An itemized list of such expenses will be available and read at the meeting.

Other

The transaction of such other and further business as may properly come before the meeting.

Date _____

By Order of the Organizing
Board of Directors

Secretary