

TRUST COMPANY CHARTER APPLICATION

INFORMATION AND INSTRUCTIONS

This application form has been designed to elicit the **minimum information required** by The Texas Department of Banking (the “Department”) for the purpose of determining whether a particular application should be granted. If the space provided is insufficient, a separate page should be attached. Additional information and documents must be submitted on **8½” x 11” paper**.

1. The original and two (2) copies of the application form and all attachments should be delivered to the Department. Both the original and duplicate copy of the Articles of Association must bear the original signatures of the proposed organizers/Board of Directors. Forms included in this packet may be duplicated as needed.

Any application submitted pursuant to 182.001 et seq. of the Texas Finance Code (the “Code”) must be signed and notarized. The application must be accompanied by the filing fee prescribed in 7 TAC §21.2. A Business Plan which conforms to Supervisory Memorandum 1009 must accompany the application if there is to be a material change in the existing Business Plan of the bank. Every application for Trust Company Charter must include:

- A. The completed application form along with the completed Information Technology Request List.
- B. Executed Authority to Release Information Forms for any proposed directors, executive officers or principal shareholders.
- C. Completed and signed Biographical Reports.*
- D. Completed and signed Financial Information Forms.*
- E. Evidence that fingerprints have been submitted to Fingerprint Application Services of Texas (FAST). Alternatively, submit fingerprint cards directly to the Department of Banking. *See Fingerprint Instructions on the Department’s website.*
- F. Completed Confirmation Inquiry Forms if the person completing the form will use funds under their direct or indirect control to acquire stock. This form is not required if available funds can be evidenced through copies of bank or brokerage statements.

* The Department will accept the completed Interagency Biographical and Financial Report in lieu of the State forms, provided that the forms are accompanied by the executed and notarized signature pages on the State forms.

Once the application and accompanying documents are received by the Department, they will be reviewed. The applicant will be notified if additional information is required to complete the review of the proposed transaction. Only when it is determined that sufficient information has been filed to adequately review the proposed transaction, will the application be officially accepted for filing. Therefore, full and complete answers will facilitate prompt processing of the application.

2. **FILING FEE.** A check in the amount of \$5,000, payable to the Banking Commissioner of Texas, is required as a filing fee pursuant to 7 TAC §21.2(b)(1). It is not refundable. Additional costs associated with the application will include fees connected with the charter investigation (\$5,000).
3. Each proposed stockholder must execute the “Verified Statement of Subscriber” form furnished. All requested information must be supplied.
4. Capital stock subscriptions are generally to be paid after the application has been approved. Contact your securities

attorney for guidance.

5. Attach the proposed Articles of Association for the proposed trust company, see 1, above.
6. **PUBLIC NOTICE.** The applicant must publish notice of the application pursuant to Section 182.004 of the Code. Public notice of this application must be published in a newspaper of general circulation in accordance with 7 TAC §21.5. Evidence of publication should be furnished as soon as it becomes available.
7. If the proposed directors, principal shareholders or executive officers are currently serving in a similar capacity in a Texas Trust Company or a Texas State Bank, contact the Corporate Activities Division for information on filing the Biographical and Financial Reports.
8. **PUBLIC DISCLOSURE OF INFORMATION.** All information submitted to the Department is presumed to be public information, unless it is deemed confidential under the Texas Open Records Act. Any document in the application for which you request confidential treatment must be segregated and reference the Texas Open Records Act exception supporting the request. Final determination as to the confidentiality of any information will rest with the Banking Commissioner.
9. Inquiries concerning the preparation and filing of this or any other Corporate application with the Department should be directed to the Corporate Activities Division of The Texas Department of Banking, 2601 North Lamar Boulevard, Austin, Texas 78705-4294 (512/475-1300).

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CONTACT PERSON: State the name, address and phone number of the person who will represent the applicant:

1. State the name and location of the proposed trust company:

Name			
Street Address			
City	County	State	Zip Code

2. Provide full details of the capital structure of the proposed trust company including number and types of authorized shares, par value, total capital stock account, surplus, and any other components of capital. Also, state the initial amount of any reserves to be established. Section 182.008 of the Texas Finance Code requires a minimum of \$1,000,000 in restricted capital.
3. State the names and addresses of the organizer(s) and first Board of Directors of the proposed trust company.
4. State the position and names of the officers of the proposed trust company.
4. Detail all organizational expenses.

* If the proposed trust company will not conduct business with the public and plans to request exemption, review 7 TAC §21.24. All exemption requests must be detailed and submitted with the application. A fee of \$1,000 is also assessed for exemption requests.

We, the Board of Directors of the proposed trust company, do solemnly swear that the statement and representations made herein are true and correct to the best of our knowledge and belief, that the personal data and financial statement submitted with this application is true and correct and that this application is made in good faith, with the purpose and intent that the affairs and business of the proposed trust company shall be honestly conducted upon good and sound business principles.

_____	_____
_____	_____
_____	_____
_____	_____
_____	_____
_____	_____

THE STATE OF TEXAS
COUNTY OF _____

BEFORE ME, the undersigned authority, on this day personally appeared

known to me to be the persons described in and who executed the foregoing instrument and severally acknowledged to me that they executed the same for the purposes and consideration therein expressed.

IN TESTIMONY, I have hereunto set my hand and affixed my seal of office, this _____ day of _____, _____.

(Notary Public)

(Name Typed or Printed)

My commission expires: _____

TRUST COMPANY EXHIBITS

Please attach the following requested Exhibits and additional information to this application.

1. Attach Exhibit A, Information Technology Request List.
2. Attach Exhibit B, brief resumes of past business and trust or related experience of the principal shareholders, directors and executive officers of the proposed trust company.
3. Attach Exhibit C, a summary of the facts in support of the applicant's contention that the conditions for incorporation set forth in Section 182.003(b) of the Texas Finance Code.
4. Attach Exhibit D, the proposed Articles of Association (original and duplicate original with the ORIGINAL signatures on each) and one copy of the proposed Bylaws.
5. Attach Exhibit E, the proposed Business Plan. If the trust company plans to accept trust fund deposits pursuant to Sections 182.001(e) and 184.301, such plans must be fully described in the Business Plan. Review 7 TAC §21.31 and §21.32 if the acceptance of deposits is contemplated.
6. Attach the Verified Statement of Subscribers form for each shareholder.
7. Attach current Biographical Information and Financial Statements for the principal shareholders, the members of the Board or executive officers of the proposed trust company (see attached forms). The Interagency Biographical and Financial Report may be substituted provided that the signature pages 451.699-9-03/7 and 451.699-9-02/3 are included, signed and notarized. If a joint financial statement is being submitted, both parties should sign the form and complete the certification.
8. Attach pro forma financial statements for the trust company on opening day and year-end for the first three (3) years of operation. Complete all forms found at <http://www.dob.texas.gov/forms/forms.htm>.
9. Attach Authority to Release Information forms completed by **each** director, executive officer and principal shareholder.
10. Attach a copy of any related application submitted to a governmental authority, if applicable.
11. Completed Confirmation Inquiry forms are required if the person completing the form will use funds under their direct or indirect control to acquire stock. (See Note 1. E. on page 1.)