

**NOTICE OF INTENT TO ACQUIRE A BANK
OUTSIDE VIRGINIA PURSUANT TO § 6.2-715 OF THE CODE OF VIRGINIA**

INFORMATION AND INSTRUCTIONS

This notice is to be filed when either: (a) a Virginia bank holding company, or (b) an out-of-state bank holding company that controls a Virginia bank seeks to acquire a bank outside Virginia by any of the means allowed by § 6.2-700 of the Code of Virginia. The State Corporation Commission is directed to disapprove such a proposed acquisition if, within a 30-day period (which may be extended to 45 days), it determines that the acquisition could be detrimental to the safety or soundness of a Virginia bank. This form is designed to elicit the minimum information needed by the Commission to make such a determination. Additional information may be required in some cases, and the right to request such information is hereby reserved. This form is not intended to limit the presentation of the proposal, and the applicant may submit any additional information it considers pertinent. Additional information and documents must be submitted on 8½" x 11" paper.

The following documents must be submitted with the notice:

1. A check for \$7,000 payable to the Treasurer of Virginia
2. A copy of related applications and documents filed or to be filed with federal and other state agencies.
3. Proxy statement(s), if available.
4. The executed acquisition or merger agreement. If unavailable, provide a description of the proposed transaction.
5. Most recent reports filed with the Securities and Exchange Commission for the applicant and the institution to be acquired. Copies of annual financial statements (audited if available) for the last three years for both the applicant and its parent, if any, and the bank to be acquired and its parent, if any.

The Bureau will review the application and accompanying documents for completeness upon receipt. **Investigation of the application may be delayed if the application is incomplete.** 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. Upon request, the Bureau will consider for confidential treatment any 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 scc.virginia.gov/pages/Bureau-of-Financial-Institutions

Inquiries concerning the preparation and filing of this notice 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.

