STATE OF MISSOURI
MISSOURI DEPARTMENT OF CORRECTIONS
CONTRACT AMENDMENT
RETURN AMENDMENT NO LATER THAN January 9, 2017 TO:

Steven W. Beeson, Procurement Officer I
steven.beeson@doc.mo.gov
(573) 526-6590 (Phone)
(573) 522-1562 (Fax)

FMU/PURCHASING SECTION
P.O. BOX 236
JEFFERSON CITY, MISSOURI 65102

DATE	VENDOR IDENTIFICATION	CONTRACT NUMBER	CONTRACT DESCRIPTION
October 24, 2016	**Attn: David Meyer, Senior Vice President** Central Bank 238 Madison Street Jefferson City, MO 65101	**Amendment #003** **OF14708166**	**Inmate Account Fund and Inmate Canteen Fund Banking Services**

CONTRACT OF14708166 IS HEREBY AMENDED AS FOLLOWS:

Pursuant to paragraphs 3.2.1 and 3.4.1 on page 10, the Missouri Department of Corrections desires to renew the above-referenced contract for the period of May 1, 2017 through April 30, 2018.

All terms, conditions and provisions of the previous contract period, including pricing, shall remain and apply hereto.

The contractor shall complete, sign, and return this document as acceptance on or before the date indicated above.

THIS AMENDMENT IS ACCEPTED BY THE MISSOURI DEPARTMENT OF CORRECTIONS AS FOLLOWS: In its entirety.

Cari Collins 10-27-16

Cari Collins, Director, Division of Human Services **Date**

STATE OF MISSOURI
MISSOURI DEPARTMENT OF CORRECTIONS
CONTRACT AMENDMENT

Diana Fredrick, CPPB
Diana.fredrick@doc.mo.gov
Ph: (573) 526-0591 - Fax: (573) 522-1562
FMU/PURCHASING SECTION
P.O. BOX 236
JEFFERSON CITY, MISSOURI 65102

DATE	VENDOR IDENTIFICATION	CONTRACT NUMBER	CONTRACT DESCRIPTION
10/29/15	Attn: David Meyer, Senior Vice President Central Bank 238 Madison Street Jefferson City, MO 65101	Amendment 002 OF14708166	Inmate Account Fund and Inmate Canteen Fund Banking Services

CONTRACT OF14708166 IS HEREBY AMENDED AS FOLLOWS:

Pursuant to paragraph 3.2.1 and 3.2.4 on page 10, the Missouri Department of Corrections hereby exercises its option to renew the above-referenced contract for the period of May 1, 2016 through April 30, 2017.

All terms, conditions and provisions of the previous contract period, including prices, shall remain and apply hereto.

Return of this amendment by the contractor is not required.

::::::::::::::::::::::::::::::

This amendment is accepted by the Missouri Department of Corrections as follows: **In its entirety.**

Cari Collins   11-02-15

Cari Collins, Director, Division of Human Services   **Date**

STATE OF MISSOURI
MISSOURI DEPARTMENT OF CORRECTIONS
CONTRACT AMENDMENT

RETURN AMENDMENT NO LATER THAN March 30, 2015 TO:
Pamela Hodges, Procurement Officer I
Pamela.Hodges@doc.mo.gov
(573) 522-2109 (Phone)
(573) 522-1562 (Fax)
FMU/PURCHASING SECTION
P.O. BOX 236
JEFFERSON CITY, MISSOURI 65102

DATE	VENDOR IDENTIFICATION	CONTRACT NUMBER	CONTRACT DESCRIPTION
March 13, 2015	Central Bank 238 Madison Street Jefferson City, MO 65101	Amendment #001 OF14708166	Inmate Account Fund and Inmate Canteen Fund Banking Services

CONTRACT OF14708166 IS HEREBY AMENDED AS FOLLOWS:

Pursuant to paragraph 3.2.1 on page 2, the Missouri Department of Corrections hereby exercises its option to renew the above-referenced contract for the period of May 1, 2015 through April 30, 2016.

All other terms, conditions and provisions of the previous contract period shall remain and apply hereto.

The contractor shall complete, sign, and return this document as acceptance on or before the date indicated above.

IN WITNESS THEREOF, THE PARTIES HERETO EXECUTE THIS AGREEMENT.

Company Name: Central Bank

Mailing Address: PO Box 779

City, State Zip: Jefferson City, MO 65102

Telephone: (573) 634-1153

E-Mail Address: David_Meyer@Centralbank.net

Authorized Signer's Printed Name and Title: David V. Meyer, Senior Vice President

Authorized Signature: David V. Meyer **Date:** 3/16/15

THIS AMENDMENT IS ACCEPTED BY THE MISSOURI DEPARTMENT OF CORRECTIONS AS FOLLOWS: In its entirety.

Cari Collins 3-23-15

Cari Collins, Director, Division of Human Services **Date**

INVITATION FOR BID	**IFB 14708166 Attachment 1**
Missouri Department of Corrections **Fiscal Management Unit** **Purchasing Section** **2729 Plaza Drive, P.O. Box 236** **Jefferson City, MO 65102**	**Inmate Account Fund and Inmate Canteen Fund Banking Services** **FOR** **Department of Corrections Various Institutions** **Contract Period: Date of Award through April 30, 2015** **Date of Issue: April 17, 2014** **Page 1 of 43**
Buyer of Record: **John Hall** **Procurement Officer II** **Telephone: (573) 526-6494** **John.Hall@doc.mo.gov**	**Bids Must Be Received No Later Than:** **2:00 p.m., April 24, 2014**

Bids must be delivered to the Missouri Department of Corrections, Purchasing Section, 2729 Plaza Drive, Jefferson City, MO 65109, or P.O. Box 236, Jefferson City, Missouri 65102. The bidder should clearly identify the IFB number on the lower right or left-handed corner of the container in which the bid is submitted to the Department. This number is essential for identification purposes.

We hereby agree to provide the services and/or items, at the price quoted, pursuant to the requirements of this document and further agree that when this document is countersigned by an authorized official of the Missouri Department of Corrections, a binding contract, as defined herein, shall exist. The authorized signer of this document certifies that the contractor (named below) and each of its principals are not suspended or debarred by the federal government.

Company Name: Central Bank

Mailing Address: 238 Madison Street

City, State, Zip: Jefferson City, MO 65101

Telephone: (573) 634-1153 Fax: (573)634-1161

Federal EIN #: 43-0975002 State Vendor #: 43097500200

Email: David_Meyer@centralbank.net

Authorized Signer's Printed Name and Title: David V Meyer, Senior Vice President

Authorized Signature: David V Meyer Bid Date: 4/24/14

NOTICE OF AWARD:

This bid is accepted by the Missouri Department of Corrections as follows:

Contract No. **OF14708166**

ACCEPTED IN ITS ENTIRETY

Cari Collins

Cari Collins, Director, Division of Human Services

6-25-14

Date

The original cover page, including amendments, should be signed and returned with the bid.

Central Bank

Member Central Bancompany

Strong roots. Endless possibilities.

MEMBER FDIC

Missouri Department of Corrections
Inmate Account Fund and Inmate Canteen Fund Banking Services
April 24, 2014

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   - 5.2 Experience of Personnel
6. Affidavit of Work Authorization – Exhibit C
7. Appendix
   - 7.1 Central Bank Call Report
   - 7.2 Central Bancompany Annual Report

INVITATION FOR BID	IFB 14708166
Missouri Department of Corrections Fiscal Management Unit Purchasing Section 2729 Plaza Drive, P.O. Box 236 Jefferson City, MO 65102	Inmate Account Fund and Inmate Canteen Fund Banking Services FOR Department of Corrections Various Institutions Contract Period: Date of Award through April 30, 2015 Date of Issue: April 4, 2014 Page 1 of 40
Buyer of Record: John Hall Procurement Officer II Telephone: (573) 526-6494 John.Hall@doc.mo.gov	Bids Must Be Received No Later Than: 2:00 p.m., April 24, 2014

Bids must be delivered to the Missouri Department of Corrections, Purchasing Section, 2729 Plaza Drive, Jefferson City, MO 65109, or P.O. Box 236, Jefferson City, Missouri 65102. The bidder should clearly identify the IFB number on the lower right or left-handed corner of the container in which the bid is submitted to the Department. This number is essential for identification purposes.

We hereby agree to provide the services and/or items, at the price quoted, pursuant to the requirements of this document and further agree that when this document is countersigned by an authorized official of the Missouri Department of Corrections, a binding contract, as defined herein, shall exist. The authorized signer of this document certifies that the contractor (named below) and each of its principals are not suspended or debarred by the federal government.

Company Name: Central Bank

Mailing Address: 238 Madison Street

City, State, Zip: Jefferson City, MO 65101

Telephone: (573) 634-1153 Fax: (573) 634-1161

Federal EIN #: 43-0975002 State Vendor #: 43097500200

Email: David_Meyer@centralbank.net

Authorized Signer's Printed Name and Title: David V Meyer, Senior Vice President

Authorized Signature: David V Meyer Bid Date: 4/24/14

NOTICE OF AWARD:

This bid is accepted by the Missouri Department of Corrections as follows:

Contract No.

Cari Collins, Director, Division of Human Services Date

The original cover page, including amendments, should be signed and returned with the bid.

Central Bank

April 24, 2014

John Hall
State of Missouri
Department of Corrections
Fiscal Management Unit – Purchasing Section
2729 Plaza Drive
Jefferson City, MO 65102

Dear Mr. Hall:

Central Bank is pleased to present our proposal for Inmate Account Fund and Inmate Canteen Fund banking services. Enclosed you will find a competitive bid with local experts and resources to service every banking need in the Invitation for Bid.

For most of Central Bank's 110 year history, we have been working with the State of Missouri. From our Government Division at the Main Bank to our customer service staff at Bank West, our team has a solid knowledge of how state government works and we've created convenient and efficient channels to access and process state government business.

Central Bank is a financially stable partner as recognized by *Forbes Magazine* as one of America's best banks during the past five years. This stability is backed by our professional employees who continually work to earn and keep your business. Under our current contract with the Department of Corrections, our team has worked with you to create efficiencies and address any issues. We're only a phone call away and we've shown our willingness to meet face-to-face to ensure we've met your expectations.

Below are some of the added features we currently provide that may not be specifically stated within the contract. We offer these services because we value our long-term partnership with the Department of Corrections.

- Image Cash Letter: We continue to work with your staff on this project to save you time in managing and posting deposits to your accounts. Our local Central Technology Services staff has played an integral role in troubleshooting issues for successful implementation.
- Reports: We're working internally to integrate return resolution and collection entry reports into your systems for ease of use.
- Counterfeit Checks: We provide copies of counterfeit checks on demand giving you added time to research underlying issues and address them promptly.
- Two Signatures Required: Most financial institutions do not provide this service, but Central Bank continues to meet this unique request from our customers.
- Savings Bond Processing: Central Bank processes savings bonds and issues cashier's checks at no additional charge. Our current retail charge for cashiers' checks is $5.00 per check.
- Mutilated Money: We process mutilated money promptly and efficiently.
- Petty Cash: The Department of Corrections staff often requests petty cash and our Bank West facility provides this service as needed.

Our commitment does not stop at contract award. We promise to continually deliver new and innovative ways to effectively monitor and manage state business. Our technology team is focused on security and fraud prevention measures, including Positive Pay and the latest secure file transfer options and processes. Additionally, our disaster recovery and business continuity plans are proven and tested.

Central Bank has the winning combination of experience, professionalism and technology for the Department of Corrections. We are proud of our work together and are eager to be awarded this contract.

The undersigned has the authority to bind Central Bank in this proposal and the subsequent contract. We appreciate the opportunity to respond and remain confident the attached proposal meets the Department's requirements. Central Bank employees are poised to answer questions or provide additional information at your request.

Sincerely,

David Meyer

David Meyer
Senior Vice President

EXHIBIT A, Pricing Page

Banking Services - The bidder shall provide a firm, fixed prices for the original contract period each potential renewal period for providing the services in accordance with the provisions and requirements of this IFB. **All costs associated with providing the services shall be included in the stated prices.**

LINE ITEM	DESCRIPTION	Original contract Period	First Renewal Option	Second Renewal Option	Third Renewal Option	Fourth Renewal Option
001	Firm, Fixed Percent Interest Rate	2.62 % Daily rate	2.62 % Daily rate	2.62 % Daily rate	2.62 % Daily rate	2.62 % Daily rate
002	Firm, Fixed Monthly Service Cost	$ $0.00 Per month	$ $0.00 Per month	$ $0.00 Per month	$ $0.00 Per month	$ $0.00 Per month
003	Fraud Prevention	$ $0.00 Per check	$ $0.00 Per check	$ $0.00 Per check	$ $0.00 Per check	$ $0.00 Per check

Employee Bidding/Conflict of Interest:

Bidders who are elected or appointed officials or employees of the State of Missouri or any political subdivision thereof, serving in an executive or administrative capacity, must comply with sections 105.450 to 105.458, RSMo, regarding conflict of interest. If the bidder or any owner of the bidder's organization is currently an elected or appointed official or an employee of the State of Missouri or any political subdivision thereof, please provide the following information.

Name and title of elected or appointed official or employee of the State of Missouri or any political subdivision thereof: N/A

If employee of the State of Missouri or political subdivision thereof, provide name of Department or political subdivision where employed: N/A

Percentage of ownership interest in bidder's organization held by elected or appointed official or employee of the State of Missouri or political subdivision thereof: N/A %

By signing, the bidder hereby declares understanding, agreement and certification of compliance to provide the items at the prices quoted, in accordance with all requirements and specification contained herein and the Terms and Conditions. The bidder further agrees that the language of this IFB shall govern in the event of a conflict with his/her bid.

Company Name: Central Bank

Authorized Signature: David V Meyer Printed Name: David V. Meyer

Date: 4/24/14 Email: David_Meyer@centralbank.net

Method of Performance

2. CONTRACTUAL REQUIREMENTS

2.1 General Requirements:

2.1.1 The contractor shall provide banking services for the Department of Corrections, (hereinafter referred to as the Department), in accordance with the provisions and requirements specified herein. The contractor shall maintain one (1) account for the Inmate Account Fund, one (1) account for the Inmate Canteen Fund, and one (1) account for the Release Card Fund.

Central Bank has read and understands this requirement.

2.1.2 The contractor shall understand and agree that all services shall be performed to the sole satisfaction of the Department as the final judge of the quality of the contractor's performance under the contract, and that any dispute arising from conflicts between Department policy and procedures and the contractor's operation shall be resolved by the Offender Finance Officer, Division of Human Services, Missouri Department of Corrections.

Central Bank has read and understands this requirement.

2.1.3 The Department makes no guarantee as to the minimum or maximum amount of funds deposited nor transactions throughout the term of the contract.

Central Bank has read and understands this requirement.

2.1.4 The contractor shall identify a contact person responsible for coordinating all aspects of the contract with the Department's Offender Finance Officer.

The Department's Offender Finance Officer's main contract contact is David Meyer, Senior Vice President of the Government Division.

2.1.5 Unless otherwise specified herein, the contractor shall furnish all material, labor, facilities, equipment, and supplies necessary to perform the services required herein.

Central Bank has read and understands this requirement.

2.2 Specific Requirements:

2.2.1 Upon contract award, the Department's Offender Finance Officer shall identify a designee to be the direct contact on contractual matters and any other individuals having authority to contact the contractor. The contractor shall supply signature cards for required Department staff signatures. Vendors authorized by the Offender Finance Officer may debit the release card fund.

Central Bank has read and understands this requirement.

2.2.2 The contractor shall fully implement and begin full performance of the contract on May, 5, 2014.

As the current contractor, there will be minimal implementation for continuation of services for this contract. Implementation items that Central Bank will work with the Department to consider:

- ✓ Updates to account signatures
- ✓ Review authorized individuals setup for phone transfers, online access, automated clearing house (ACH) access, statement access, online reports and positive pay access
- ✓ Conduct necessary training on any product offered within this proposal
- ✓ The implementation will be completed by May 5^{th}, 2014.

a. The Department reserves the right to withhold transferring funds to the contractor until all accounts and systems requested are fully implemented, as determined by the Department's Offender Finance Officer.

As the current contractor, the transferring of funds will not apply.

2.2.3 The contractor shall comply with the Fair Labor Standard Act, Equal Opportunity Employment Act, and any other federal and state laws, rules, regulations and executive orders to the extent that these may be applicable and further agrees to insert the foregoing provision in all subcontracts awarded.

Central Bank has read and understands this requirement.

2.2.4 The contractor shall not use the name, logo or other identifying marks of the State of Missouri or the Department on any materials produced or issued, without the prior written approval of the Department.

Central Bank has read and understands this requirement.

2.2.5 The contractor shall not open or maintain accounts in the name of the Department except those specifically named and authorized herein. The contractor shall notify the Department's Offender Finance Officer of any attempts to open account(s) other than specified herein.

Central Bank has read and understands this requirement.

2.2.6 The contractor shall provide services Monday through Friday, with the exception of state and federal holidays. A list of state holidays may be found on the State of Missouri website http://content.oa.mo.gov/commissioners-office/state-holidays.

Central Bank has read and understands this requirement.

2.2.7 The contractor shall provide same day availability of all funds deposited, regardless of their composition.

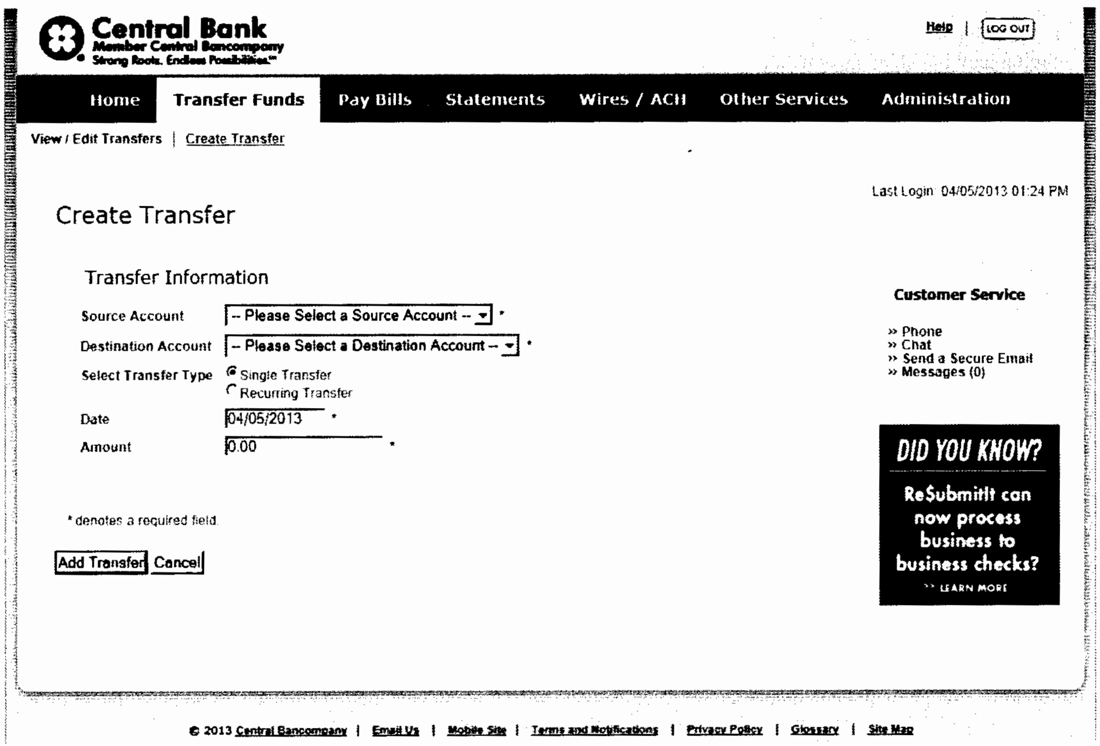
Central Bank has read and understands this requirement.

2.2.8 The contractor shall provide the ability for the Department to transfer funds between the accounts online and over the phone.

In keeping with Central Bank's focus on state-of-the-art technology and goal to design systems with secure and user-friendly access, Central Bank offers a suite of banking services customized to fit the needs of our customers.

In today's business world, online banking is essential. With BusinessLink, you can manage your day-to-day banking from your computer – day or night. A host of banking services is available by connecting to the bank anytime, anywhere. Transactions, including the transfers described below, are executed and confirmed quickly in a real-time environment. Banking can be done from home, the office or while on the road.

Scheduling transfers can be to or from accounts and can be for immediate, future-dated or recurring dates. Creating an account transfer is outlined below.



If necessary, a transfer can be called into our Central Bank Government Division for immediate processing. The Central Bank Government Division will request at contract award a list of authorized phone transfer personnel.

2.2.9 The contractor shall set up passbook savings accounts for offenders at the request of the Department. Currently, there is not a need for this account on any offender.

Central Bank has read and understands this requirement.

2.2.10 The contractor shall set up passbook savings accounts for offenders who have exceeded the federal limit on savings bonds. Currently, there is not a need for this account on any offender.

Central Bank has read and understands this requirement.

2.2.11 The contractor must provide services for the cashing of U.S. Savings Bonds from the Department's Savings Bond program.

Central Bank currently redeems U.S. Savings Bonds at the Central Bank West location through the courier service and locked bags. Central Bank will continue to include this service within this contract.

2.2.12 The contractor shall provide fraud protection services.

a. The Department will provide the contractor with a daily file of checks issued.
b. The contractor shall compare all checks presented with the daily file of checks issued, verifying at the minimum, the check number and amount.
c. The contractor shall not pay checks that are not on the daily file of checks issued, voided, stop- paid, stale-dated, or for the wrong amount, unless otherwise verified by the Department. Images of checks presented that are not included in the daily file issued shall be provided to the Department within 48 hours.
d. The contractor shall provide web access for the Department to inquire, place stop-payments, or to manually add checks.

Central Bank provides this service currently for the Department and agrees to continue providing Payee Positive Pay in the future.

Check fraud is a problem that costs American businesses and banks billions of dollars annually. In response to this issue, Central Bank offers customers an application designed to combat check fraud...Positive Pay.

Positive Pay is an automated check-matching service that simplifies account reconciliation and identifies any check that was not legitimately issued or has an altered dollar amount or payee. This sophisticated fraud management service forms an alliance between the bank and the customer in the war against check fraud.

The features are:

- ✓ Reduces or **eliminates the potential for fraudulent or altered checks**
- ✓ Provides **multiple layers of security**
- ✓ **Prevents encoding errors** by only paying the checks for the written amount...in turn, eliminating reconciliation problems associated with encoding errors
- ✓ Ensures **stale-dated, voided or stop-pay checks are not paid**
- ✓ **Online access** to inquire on the status of checks, place stop payments, print an image of a cleared check and add checks to the issued file

- ✓ Optional service available to **match the payee** on the presented check to the payee on the issued file

Image Integrity software within our Positive Pay application is used to interrogate the images of items processed. This software safeguards against improper rejects, incorrectly reported items and misapplied transactions due to encoding errors by reading the MICR line on the image and comparing that to the MICR fields in the file to identify items with errors.

Central Bank offers two Positive Pay options and today we provide the Department Payee Positive Pay.

- ✓ **Traditional Positive Pay** – account number, check number and amount are compared to the issued file for determining check validity.
- ✓ **Payee Positive Pay** – in addition to account number, check number and amount, the payee is also compared to the issued file for determining check validity. This service is provided today.

For items drawn on traditional Positive Pay accounts, the account number, amount, and serial numbers are compared to the issued file from the customer to safeguard against the issues described. Any rejects from that system process are visually inspected by Central Bank's item processing operators to ensure the item is a true reject. Items passing this interrogation level are then seamlessly passed on to our payee positive pay module for further interrogation.

The process is very simple:

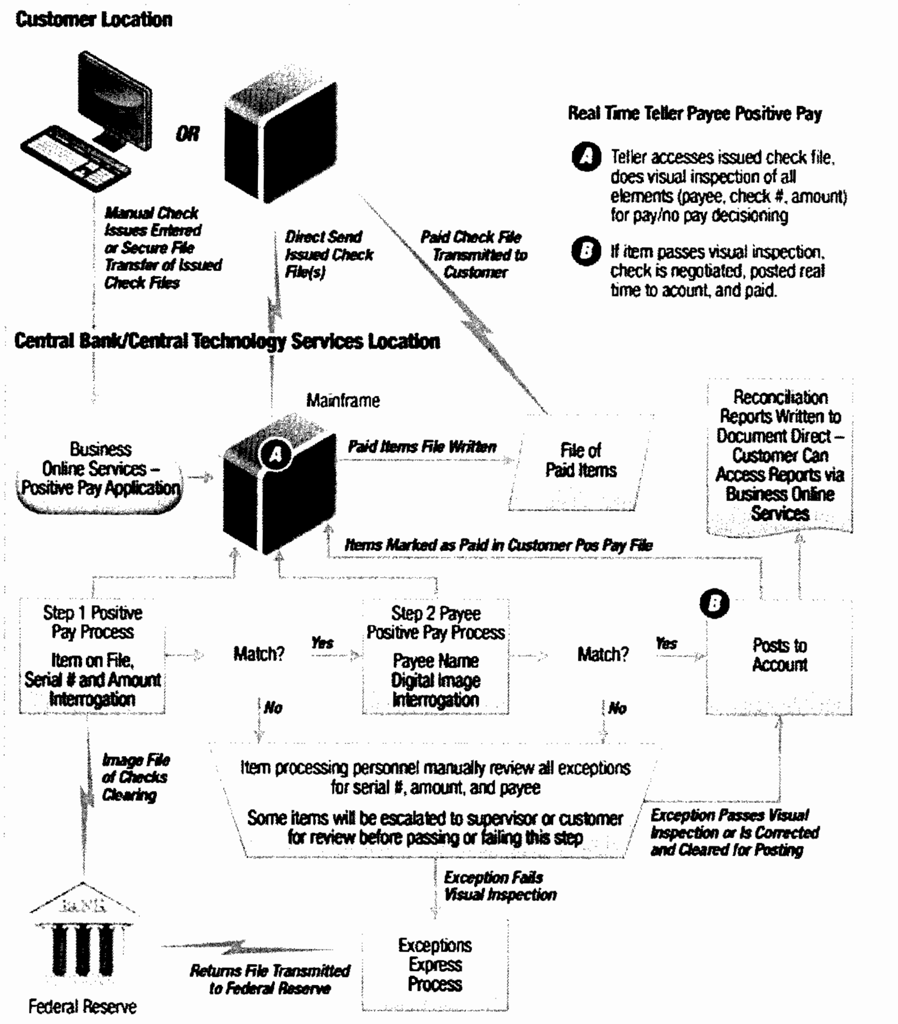
1. Companies prepare and transmit a computer file of all checks written or issued every day that includes check data, amount, serial (check) number and payee name.

2. The bank matches the information on the issued file provided by the company to the checks being presented for payment.

3. Any discrepancies between the check issue information and the presented check triggers a flag indicating the check may be fraudulent or may have been altered.

4. Upon review by item processing staff, the validity of the check is determined. Should we find that the check is not valid, the check will not be paid and will be returned with the specific reason code to the bank of first deposit.

The diagram below illustrates the flow of positive pay.



The flow above includes the optional Payee Positive Pay service now available as an additional tool to guard against fraud. Fiserv's FraudGuard® Positive PayPLUS, an industry-leading solution for the payee name verification solution used by 19 of the top 30 banks, was chosen by CTS as the most effective safeguard against payee issues. The payee on the image is read through algorithms and compared to the issued file from the customer. Advanced "intelligent" interrogation technology along with document handling built within this application yields higher levels of accuracy in identifying suspect items resulting in fewer "false positives". FraudGuard® Positive PayPLUS uses rules-based recognition, word recognition versus character-by-character recognition, and advanced similarity and profile weighting algorithms to determine a confidence level used by the operator for the item decision process.

Today, Central Bank provides the Department web access to inquire, place stop payments and manually add checks to the Bank's Positive Pay System. The following screens illustrate the ease of maneuverability within the system:

PERFORM CHECK SEARCHES & RETRIEVE CHECK IMAGES…

CHECK SEARCH TIPS:
1. Choose account from drop down box
2. Select Status Type from drop down box
3. Select search criteria
4. Click on "View"

Positive Pay

Check Search

1.	**Account Number:**	GENERAL ACCOUNT 1234567		
2.	**Status Type:**			
3.	**Check Number:**	From:	To:	
	Date Issued (mm/dd/yyyy):	From:	To:	
	Date Paid (mm/dd/yyyy):	From:	To:	
	Amount:	Between:	And:	
	Payee:			

STATUS TYPE OPTIONS:
- ISSUED/OUTSTANDING
- PAID
- STOP PAYMENT
- STALE DATED
- VOID
- DELETE

4. View Add Logout

Back to Online Services

- Enter the data to search.
- The search results will return only those checks which contain the exact data entered above.
- The more data entered, the more precise the search results will be.
- After entering the data, click the **View** button.
- To add a check, click the **Add** button.

Note: Please do not use the browser's **Back** and **Forward** buttons.
Use the provided buttons (e.g. **View**, **Home**, **Add**) for navigation.

Positive Pay
Search Results

To update the status of a check that has not been paid, select the new status and then click the **Update Status** button.

Account: GENERAL ACCOUNT 1234567
Total Checks on Page: 10 Total Amount on Page: $7,660.92

[New Search] [Modify Search] [Update Status] [Logout]

Image Size
○ Small ◉ Medium ○ Large ○ Full

#	Status	Date Issued	Check Number	Amount	Date Paid	Payee	Check Image
1	PAID	03/19/2013	12345	4999.92	04/05/2013	Paul Payee	

Click on Check Image icon To view check

ADD A MANUAL CHECK TO THE ISSUED FILE…

MANUAL CHECK ADDITION:
1. Choose account from drop down box
2. Click on the "Add" button

Positive Pay
Check Search

1. **Account Number:** GENERAL ACCOUNT 1234567

Status Type:

Check Number: From: To:

Date Issued (mm/dd/yyyy): From: To:

Date Paid (mm/dd/yyyy): From: To:

Amount: Between: And:

Payee:

2.

[View] [Add] [Logout]

Back to Online Services

- Enter the data to search.
- The search results will return only those checks which contain the exact data entered above.
- The more data entered, the more precise the search results will be.
- After entering the data, click the **View** button.
- To add a check, click the **Add** button.

Note: Please do not use the browser's **Back** and **Forward** buttons.
Use the provided buttons (e.g. **View**, **Home**, **Add**) for navigation.

MANUAL CHECK ADDITION:
1. Enter the specific check issue information in appropriate field
2. Click on the "Save" or "Save and Return" button to add check

Positive Pay
Add Check

Account Number: GENERAL ACCOUNT 1234567

Check Number:

Date Issued (mm/dd/yyyy)

Check Amount:

Payee:

1.

Enter the check information and then click the Save button.

[Save] [Save & Return] [Return Without Saving] [Logout]

2.

MANUAL CHECK ADDITION CONFIRMATION

Positive Pay
Check Search

- **Added check number 12345 to account GENERAL ACCOUNT 1234567**

PLACE STOP PAYMENTS…

STOP PAYMENT STEPS:
1. Choose account from drop down box
2. Enter specific check number or range of checks to be stopped
3. Click on "View"

Positive Pay

Check Search

1.	**Account Number:**	GENERAL ACCOUNT 1234567		
	Status Type:	ISSUED/OUTSTANDING		
2.	**Check Number:**	From: 12345		To: 12345
	Date Issued (mm/dd/yyyy):	From:		To:
	Date Paid (mm/dd/yyyy):	From:		To:
	Amount:	Between:		And:
	Payee:			

3. **View** **Add** **Logout**

Back to Online Services

- Enter the data to search.
- The search results will return only those checks which contain the exact data entered above.
- The more data entered, the more precise the search results will be.
- After entering the data, click the **View** button.
- To add a check, click the **Add** button.

Note: Please do not use the browser's **Back** and **Forward** buttons.
Use the provided buttons (e.g. **View**, **Home**, **Add**) for navigation.

TO PLACE STOP ON CHECK:
1. Click on drop down box in Status column
2. Select "STOP PAYMENT"
3. Click on "Update Status"

Positive Pay
Search Results

To update the status of a check that has not been paid, select the new status and then click the **Update Status** button.

Account: GENERAL ACCOUNT 1234567

Total Checks on Page 1 Total Amount on Page $1,190 85

[New Search] [Modify Search] [Update Status] [Logout]

Image Size

Small Medium Large Full

#	Status	Date Issued	Check Number	Amount	Date Paid	Payee	Check Image
1	STOP PAYMENT	03/12/2013	12345	1190.85		PAYEE NAME	

ISSUED/OUTSTANDING
STOP PAYMENT
STALE DATED
VOID
DELETE

[Modify Search] [Update Status] [Logout]

Positive Pay
Check Search

- **Updates successful**

AND, UPDATE THE STATUS OF A CHECK (change from issued to void, etc.).

2.3 Location Requirements:

2.3.1 The contractor shall provide a physical location within the city limits of Jefferson City to provide services required herein.

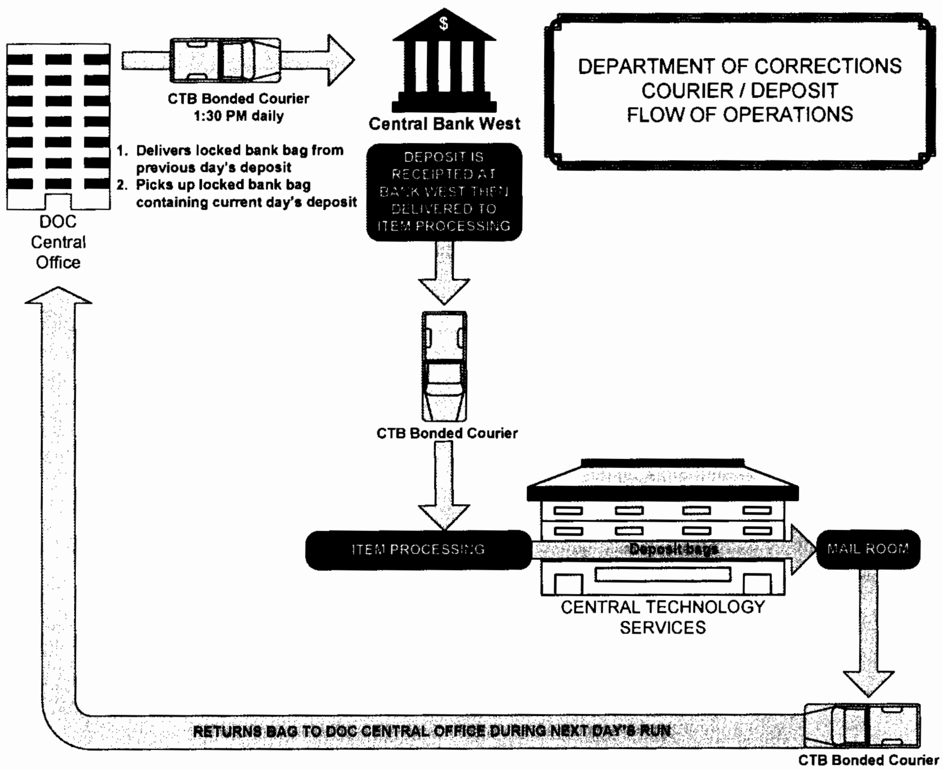
Central Bank has five locations located within city limits of Jefferson City. Our Bank West location has been servicing this contract for many years and will continue to do so if re-awarded to Central Bank. Other locations include inside Wal-Mart on Stadium, Main Bank, located on Madison Street, Motor Bank, located on Miller Street and inside Wal-Mart East.

2.3.2 The contractor shall provide daily courier service to and from the Department's central office located at 2729 Plaza Drive, Jefferson City, Missouri. Courier service will typically be needed one time a day, Monday through Friday, 10:00 am – 2:00 pm, except for state and federal holidays specified elsewhere herein, for the daily deposit. However, additional courier services may be required on occasion for other banking needs. In addition, the contractor must guarantee the safety of funds in transit in a manner acceptable to the Department, such as by posting a bond or using a bonded courier.

DAILY COURIER SERVICE…Central Bank provides daily courier service for the daily deposit prepared at the Department's central office.

- To begin the process, Central Bank provided the department with two locking bank bags.
- Department personnel process the day's deposit and place into one of the locking bank bags.

- Central Bank's bonded courier picks up the deposit daily at approximately 1:30 p.m.
- The bag is then delivered to our Bank West facility and the Department's deposit is receipted on that day's business.
- The next morning, Central Bank's bonded courier returns the Department's central office at the same time they pick up the locking bank bag containing that day's deposit.



2.4 Equipment, Software, and Computer Requirements:

2.4.1 The contractor shall develop an interface, and be able to accept the Department's electronic files via FTP (File Transfer Protocol). The contractor must obtain approval from the Department for all file formats. All electronic files containing sensitive information must be encrypted as directed by the Department and the Missouri Office of Administration, Information Technology Services Division Applications Manager.

Central Bank offers three options of secure file transfer for both inbound and outbound data transmittal services. Central Bank customers can transmit data via the following electronic methods:

✓ **File Transfer Protocol (FTP) with PGP** – Using the customer's PGP encryption software, file transfers are set up using FTP over the internet. This is the preferred method of Secure File Transfer.

- ✓ **HTTPS Secure File Transfer** – This file transfer process over the Internet can be set up using SSL 238-bit encryption.

- ✓ **Securemail** – Using the securemail process within Business Online Services, files can be transmitted securely using SSL 128-bit encryption.

The benefits of using Secure File Transfer:

- ✓ **Automate and streamline applications** such as accounting software requiring file transfer
- ✓ **Securely transfer sensitive data**
- ✓ Guarantee that **data transmissions will remain secure** traveling across open networks
- ✓ Ensure **speed, accuracy and overall data transport security**
- ✓ **238-bit SSL security** with all manipulations of data during the transfer process
- ✓ **Meet HIPAA and other standards** when transferring data
- ✓ Completely **automate** (or with a few clicks) send files to the bank in an encrypted format

2.5 Deposit Services Requirements:

2.5.1 The contractor shall have the ability to accommodate all deposit instruments, including coins, cash, money orders and electronic fund transfers. A deposit will be made daily except on weekends, and state and federal holidays.

a. The contractor shall accept and deposit mutilated money.

Central Bank has read and understands this requirement. As the current contractor we are familiar with the various deposit instruments being processed today.

2.5.2 The Department scans and captures images an average of 600 money orders and checks per day. The Department will maintain the original documents up to forty-five (45) calendar days. The Department uses a third party vendor to deposit the money order and check images. The files will be uploaded to the Department's FTP site daily at 4:30 p.m. CST. The contractor shall download the files before 9:00 a.m. CST of the following business day. After the contractor has downloaded the files, the contractor shall send the Department an email detailing the number of records received and the total dollar amount of the deposit.

Central Bank has over 40 customers utilizing image cash letter that total approximately 4.7 million items annually. With our solution we can accept the Federal Reserve X9.37 file format which continues to be the most popular file layout used by vendors. Our image quality assurance (IQA) and image quality usability (IQU) are very subjective. Our IQA software has the capability to interrogate for the following quality points:

- ✓ Partial Image
- ✓ Excessive Image
- ✓ Skew

- ✓ Piggyback Item
- ✓ Image Too Light or Too Dark
- ✓ Image Contains Streaks and/or Bands
- ✓ Below Minimum Image Size
- ✓ Exceeds Maximum Image Size

Our IQU software has the capability to interrogate for the following usability points:

- ✓ Source Document Bad
- ✓ Date
- ✓ Payee
- ✓ Courtesy Amount
- ✓ Legal Amount
- ✓ Signature
- ✓ Payor Name and Address
- ✓ MICR Line
- ✓ Memo Line
- ✓ Payor Bank Name and Address
- ✓ Payee Endorsement
- ✓ Bank of First Deposit Endorsement
- ✓ Transit Endorsement

a. Should the contractor require changes to the file format received from third party vendor, the contactor shall be responsible for any charges/fees associated with such.

Central Bank has read and understands this requirement.

2.6 Transfer and Disbursement Requirements:

2.6.1 Upon award of contract, the Department will provide the contractor with an image of check signatures. Two or more signatures are required for checks. The Department will identify a specific person(s), and provide their signature, for the transfer of funds. Outbound Electronic Fund Transfers will require two (2) original signatures (see EFT Requirements).

Central Bank has read and understands this requirement.

a. The Department will purchase and provide check stock and deposit tickets separately.

Central Bank has read and understands this requirement.

2.7 EFT Requirements:

2.7.1 The contractor shall have the ability to accept Electronic Fund Transfers (EFTs) into the accounts from designated third party providers. At no time shall an EFT from the account be completed without original signatures of the Offender Finance Officer and Assistant Offender Finance Officer.

Central Bank has the ability to accept EFTs into the accounts by designated third party providers. In addition to accepting those EFTs Central Bank also has the ability to place debit filters on all accounts to ensure only those approved to send EFTs in and out of the accounts are approved to do so by the Department of Offender Finance Officer.

2.8 Interest Requirements:

2.8.1 The Inmate Canteen Fund shall accrue interest.

Central Bank has read and understands this requirement.

2.8.2 Interest earned on the Inmate Canteen Fund shall be at a fixed rate, applied to the account daily and credited to the account on the last day of the month.

Central Bank has read and understands this requirement. Our interest rate is outlined in Exhibit A.

In addition to our fixed rate outlined in Exhibit A, there will be **no monthly service charge fee** assessed to the Department for the services outlined in this IFB including the Fraud Prevention Services.

In addition to the services described in our response to this IFB, Central Bank will continue to provide the services included in Attachment 5.

2.9 Security Requirements:

2.9.1 The contractor shall guarantee the complete security of all funds.

Central Bank has a full staff dedicated to the review of security and collateral on a daily basis. As the current contractor we know your deposit levels and your staff. Since awarded this contract the Department has always remained 100% insured or collaterized.

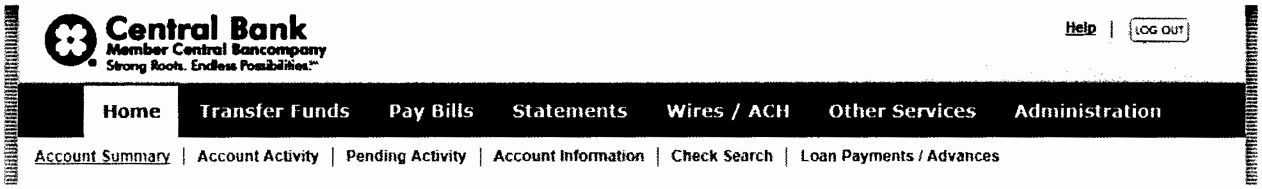
2.9.2 The contractor must provide proof of guarantee of insurability of account balances. The contractor shall guarantee 100% of all deposited funds to the satisfaction of the Department. Contractor shall be FDIC insured and adhere to federal banking laws. The contractor shall provide collateral to secure 100% of the total daily ending ledger balance. A listing of acceptable collateral is specified in 30.270, RSMo.

Central Bank has read and understands this requirement.

2.10 Online Access Requirements:

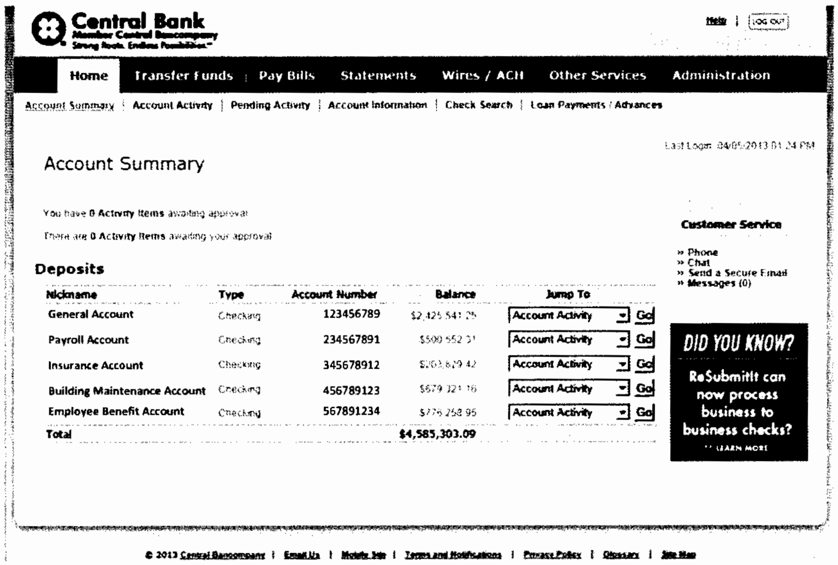
2.10.1 The contractor shall provide the Department's Offender Finance Services staff with online access to the Inmate Account Fund, Inmate Canteen Fund, and Release Card Fund with a secure log in, in order to review all daily deposits and activities associated with these accounts. The contractor shall provide the Department with a secure online access with user names and passwords.

As previously stated, BusinessLink manages your day-to-day banking day or night. To view your accounts, the daily deposits and activity you simply follow the steps listed below:

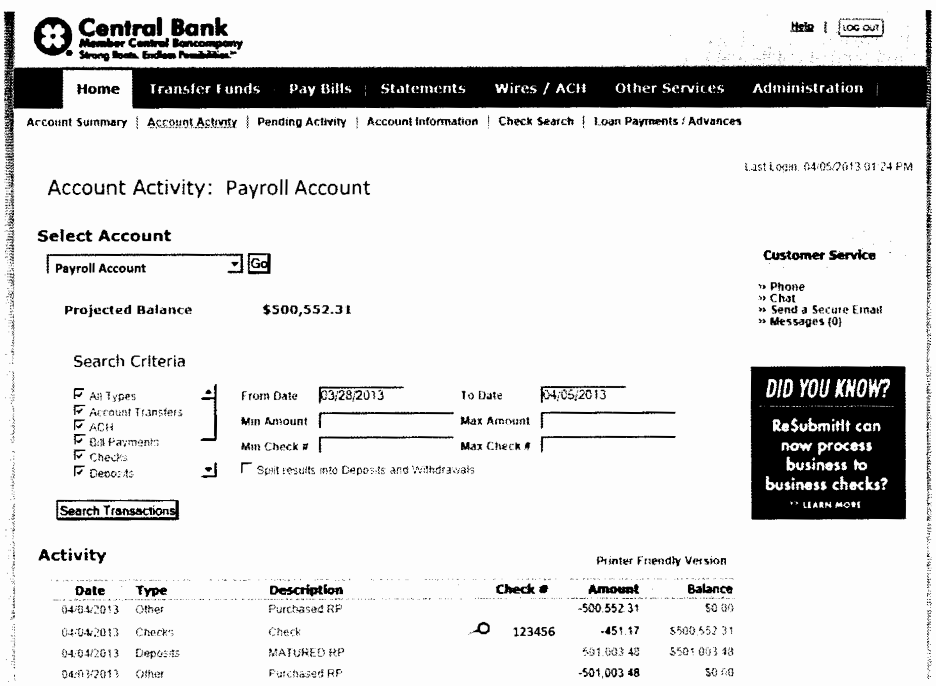


Our intelligent online toolbox gives you the power to electronically:

✓ Oversee all of your **financial accounts and cash flow activities** in one view

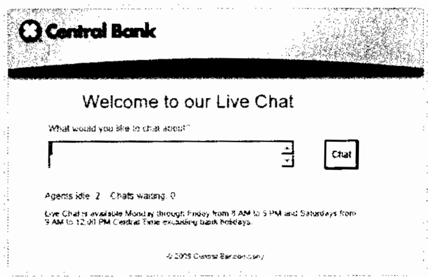


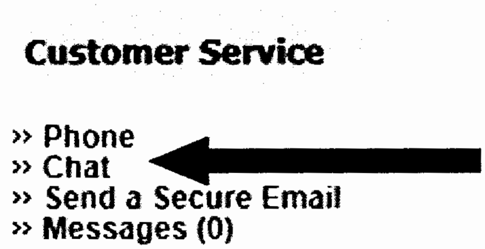
✓ View **real-time account activity and balances**



Added Feature

Plus…an added feature to Business Online Services is Central Bank's live chat service. Simply select the "Chat" link and the Live Chat box opens. Type your question in the box provided, select the "Chat" button, and a representative will be available to respond to your question. It's secure, simple and quick!





2.10.2 Online access shall only be available to persons designated and approved by the Department's Offender Finance Officer.

Central Bank's systems are equipped with the most up-to-date security there is.

Authentication Process

Two key security features of Central Bank's Business Online Services unique portal access are its single sign-on and multi-factor authentication.

KEY FEATURE – Single Sign-on…Central Bank's single sign-on feature allows a company-authorized user to sign on only once to access any combination of systems within Business Online Services. Users will only be able to access those systems they have been authorized and securely set up to use.

KEY FEATURE – Multi-factor authentication…With technology comes the potential for fraud. Multi-factor authentication is one way to assist in the prevention of online fraud and identity theft.

We accomplish this by:

- ✓ Setting a unique User ID for each individual authorized to access Business Online Services
- ✓ Requiring users to enter a unique password
- ✓ Requiring users to use one of the following methods for verification: secret word, one-time PIN, hard token, soft token or mobile token

Multi-factor authentication helps to assure businesses that the potential for unauthorized access is drastically reduced or eliminated. Central Bank has been complimented by various federal and state examiners for leading the industry in its awareness of security and implementing multi-factor authentication.

Secret Word Verification…In guidance issued to the Federal Financial Institutions Examination Council (FFIEC) in 2006, all financial institutions were mandated to implement multi-layer security for online banking applications. The guidance stated that single-factor authentication, such as User ID and Password, was no longer sufficient for high-risk banking transactions.

Once you have chosen a secret word, the next time you log into Business Online Services, you can register a computer as the device that will regularly be used. Once the computer is registered, your secret word will be displayed during the logon process. If the word listed is your word, then you know it's a valid website. Customers can feel safe entering their password and proceeding with their banking needs.

Token access...For years, Central Bank has employed the use of hard tokens for secure online transactions. The use of a token for secure file transfers and for initiating ACH (direct deposit) transactions or wire transfers provides extra security to ensure that only authorized users are accessing your accounts. The time-based one-time password (OTP) is a dynamic authentication code that is the most effective defense against complex cyber-attacks.
Central Bank now offers three options for token access – hard, soft or mobile. These options each give our customers the same high level of security in three unique devices.

Hard Token Verification... For secure file transfer and initiating ACH (direct deposit) transactions or wire transfers, the use of a token device provides extra security to ensure that only authorized users are accessing accounts to perform transactions. Central Bank's technology partner, Central Technology Services (CTS), employs a security server in conjunction with a user-friendly Vasco Digipass GO 1 token device as shown below.

When accessing certain systems, the unique User ID in combination with the user password and the PIN displayed on the token device at the time of login, grant the user secure access. The security server authenticates the users allowing them to access the appropriate system server.

Soft Token Verification...This verification can be loaded on a user's computer. The user is assigned a PIN code for login. Once the code is entered and the user is validated, a six-digit password will be generated. Once the 6-digit password is entered, the security system server will authenticate the user as a valid user allowing access to the appropriate system server.

Mobile Token Verification... An additional verification method is for mobile users. SmartPhone (Android, Blackberry, or iPhone) users can download a free application to their smartphone. The user will receive an email containing a serial number, an activation code and a PIN number. The serial number and activation code are only required for the download process. After the application has been successfully downloaded and added to the smartphone only the PIN is required. Once the user enters the PIN, the Vasco Digipass mobile phone application generates a six-digit password.

Safe and Secure...We use the latest Secure Sockets Layer (SSL) technology with EV SSL Certificates. Firewalls are extremely effective in denying access to recognized security threats. Before a user can access BusinessLink, he/she must pass through the firewall by means of one of the verifications explained above which examines each entry or exit. An additional step beyond the firewall is an Intrusion Detection System (IDS). Our IDS system monitors for intrusions and unusual activities, and identifies internal and external threats. The system examines data traffic on a continuous basis and alerts security analysts of possible attacks or malicious activity. This uncompromising security system provides secure access from any location and ultimate security in the Web banking world.

PhoneFactor

Central Bank is proud to offer PhoneFactor, an out-of-band transaction verification tool for ACH and wire transfers. It provides another level of security to our BusinessLink users. Man-in-the-middle attacks originate from malicious code running on a user's computer. These attacks are designed to hijack a user's authentication credentials without detection by the online banking application or the end user. Once the account is compromised, fraudulent transfers are made to "mule" accounts.

The only way to completely protect against these attacks is to verify the transactions through a secondary, or out-of-band, channel. This is accomplished via an automated phone call to the credentialed user each time an ACH or wire is initiated. Specific details of the transaction are given during the call after the user enters their verification PIN. Then the user can verify or deny the transaction. Again, because this verification is done via the telephone network, it is not vulnerable to the same security threats running on a computer.

STEP 1

A credentialed user initiates an ACH or wire transfer via BusinessLink

STEP 2

Within seconds, PhoneFactor calls the user on their designated phone line (office, home or mobile!) and is prompted to enter their verification PIN.

STEP 3

Details of the transaction are played. For Example: "This is your BusinessLink transaction verification. Please enter your BusinessLink call back PIN and press # to continue. A non-repetitive wire transfer payment is being processed from (account number) 0055 in the amount of $10,000."

STEP 4

To approve the transaction, the user simply presses "1," or, to deny the transaction, the user presses "2."

2.11 Records and Reporting Requirements:

2.11.1 The contractor shall provide the Department with monthly bank statements for each separate account and include a list of all checks in numerical order, individual and total receipts, and withdrawals.

Central Bank has read and understands this requirement.

2.11.2 The contractor shall provide the Department with transaction data and bank statements on a CD/DVD or electronically.

Each month Central Bank sends a CD to the Department of all transaction data and bank statements and will continue to do so in response to this requirement. A recent enhancement that Central Bank has made to this process is an electronic file of all data, images and statements sent via a SFTP. Either one of these are available to the Department.

a. The contractor shall provide an electronic export of the cleared check text file. See Attachment 4 for format required for the cleared check text file. If requested by the Department, the contractor shall load the cleared check text file to the Department's FTP.

Central Bank currently sends a cleared check text file to the Department that meets the required format in Attachment 4.

2.11.3 The contractor shall image all deposit tickets and checks and shall make such available online for eighteen (18) months.

Central Bank's online system stores all information for 18 months. This includes all transaction history, including images of checks and deposit slips. In addition, the online system also stores the bank statements (if electronic is chosen) and ACH history for 18 months.

2.11.3 The contractor shall provide the Department with a monthly report for the Inmate Canteen Fund of the daily interest calculation.

Central Bank has read and understands this requirement.

2.11.4 The contractor shall make available all records to the Department's Offender Finance Officer or designee for inspection at any time during the contractor's working hours.

Central Bank has read and understands this requirement.

2.11.3 All reports, systems, on-line features, procedures, etc. provided by the contractor as required herein shall be subject to final approval by the Department of Corrections Offender Finance Officer or designee. The contractor shall incorporate all changes requested by the Offender Finance Officer or designee at no additional charge if the changes are required to meet the contract specifications.

Central Bank has read and understands this requirement.

2.12 Meeting Requirements:

2.12.1 The contractor shall meet with the Department on an as needed basis after the contractor has fully implemented services. If acceptable to the Department, such meetings may be conducted via telephone call.

Central Bank has read and understands this requirement.

2.12.2 At the request of the Department, the contractor shall attend periodic Department staff meetings in Jefferson City. Expenses incurred by the contractor's personnel to attend such meetings shall be the responsibility of the contractor.

Central Bank has read and understands this requirement.

Financial Soundness

Central Bank is one of the safest and strongest banks, not just in Missouri, but in the entire country. Our financial soundness is of the upmost importance.

Based on the December 31, 2013 Uniform Bank Performance report (UBPR), Central Bank is a well-capitalized financial institution. The UBPR report reviews the operations of banks and that of a comparable group of peer banks based on total asset size. The report is used as a management tool by the Federal Financial Institutions Examination Council (FFIEC). The ratings that determine a well-capitalized institution must be a par or greater... As you can see below Central Bank leads in both categories.

Bank Capital Categories	Well-Capitalized Ratios	Central Bank's Ratios	Peer Group Ratios	Percentage Ranking
Tier one Risk Based Capital to Risk-Weight Assets	6.00	16.45	13.78	83%
Total to Risk-Weight Assets	10.00	19.05	14.97	88%

Under banking regulations and definitions, Central Bank maintains the Risk Board Capital ratios that define a well-capitalized organization as the highest category of capital strength.

In addition, as shown in the table below, Central Bank ranks favorably by having a past-due loans to total loans ratio below our peer group; and our allowances to cover those past-due loans are significantly higher than our peer group.

Category	Central Bank's Ratios	Peer Group Ratios	Percentage Ranking
Past Due Loans to Gross Loans	.01	.08	52%
Loan Allowances to Total Loans	1.95	1.57	75%

Central bank is a member of the Federal Deposit Insurance Corporation. Evidence of this membership is shown below.

FDIC Federal Deposit Insurance Corporation
Each depositor insured to at least $250,000 per insured bank

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The Central Trust Bank (FDIC #: 12633)

Status: Active • Insured Since January 1, 1934
The Central Trust Bank is an active bank
Data as of: April 9, 2014

Print this page | Download

Overview | Locations | History | Identifications | Financials

Central Bancompany
Bank Holding Company

The Central Trust Bank
Banking Institution

13 Locations
Branches (Offices)

The Central Trust Bank has 13 domestic locations in 1 states, 0 locations in territories, and 0 foreign locations

Established:	February 3, 1902	**FDIC Certificate #:**	12633
Insured:	January 1, 1934	**Bank Charter Class:**	Member of the Federal Reserve System
Headquarters:	238 Madison Street Jefferson City, MO 65101 Cole County	**Regulated By:**	Federal Reserve Board
Consumer Assistance:	http://www.FederalReserveConsumerHelp.gov		
Corporate Website:	http://www.centralbank.net		

Contact the FDIC about The Central Trust Bank

Home | Contact Us | Search | Help | SiteMap | Forms | En Español
Website Policies | Privacy Policy | Plain Writing Act of 2010 | USA.gov | FDIC Office of Inspector General
Freedom of Information Act (FOIA) Service Center | FDIC Open Government Webpage | No FEAR Act Data

EXHIBIT B

CURRENT/PRIOR EXPERIENCE VERIFICATION

The bidder should copy and complete this form documenting the bidder and subcontractor's current/prior experience considered relevant to the services required herein. In addition, the bidder is advised that if the contact person listed for verification of services is unable to be reached during the evaluation, the listed experience may not be considered.

Bidder Name or Subcontractor Name: Central Bank

Reference Information (Current/Prior Services Performed For):

Name and Address of Reference Company:	Missouri Department of Corrections
Name, Title, Telephone Number, and Email Address of Reference Contact Person:	Susan Wood; 573-751-3188; susan.wood@doc.mo.gov
Dates of Service:	2003 - Present
If contract has terminated, specify reason:	n/a
Annual Dollar Value of Services	Approximately $2,000 (only charged for Fraud Prevention)
Description of the Services	Central Bank has been providing banking services for the Department of Corrections (DOC) for over 11 years now and continue to work together on providing efficiencies to the department. Just recently Central Bank and DOC have worked jointly to test and implement image cash letter and are working together in programming ACH reports all to create additional efficiencies for the department. Central Bank is very committed to the department and will continue to work together as banking continues to evolve.

EXHIBIT B

CURRENT/PRIOR EXPERIENCE VERIFICATION

The bidder should copy and complete this form documenting the bidder and subcontractor's current/prior experience considered relevant to the services required herein. In addition, the bidder is advised that if the contact person listed for verification of services is unable to be reached during the evaluation, the listed experience may not be considered.

Bidder Name or Subcontractor Name: Central Bank

Reference Information (Current/Prior Services Performed For):

Name and Address of Reference Company:	Missouri State Treasurer; Truman Bldg. Rm 780
Name, Title, Telephone Number, and Email Address of Reference Contact Person:	Nicole Hackmann; 573-751-9002; Nicole.Hackmann@treasurer.mo.gov
Dates of Service:	1932-1985; 1989 - Present
If contract has terminated, specify reason:	n/a
Annual Dollar Value of Services	Compensating Balance Agreement
Description of the Services	Central Bank is the current contractor for the Missouri State Depository, Disbursement and Electronic Banking contracts. We provide sophisticated financial services to adequately manage these significant financial relationships. Our services include online banking access, which includes customized online reports, transaction history, inquiry ability and electronic statements. We also provide the State Treasurer's Office with remote deposit functionality. State departments have implemented a remote deposit solution and image cash letters which have provided much efficiency to the State of Missouri.

EXHIBIT B

CURRENT/PRIOR EXPERIENCE VERIFICATION

The bidder should copy and complete this form documenting the bidder and subcontractor's current/prior experience considered relevant to the services required herein. In addition, the bidder is advised that if the contact person listed for verification of services is unable to be reached during the evaluation, the listed experience may not be considered.

Bidder Name or Subcontractor Name: Central Bank

Reference Information (Current/Prior Services Performed For):	
Name and Address of Reference Company:	Missouri Department of Revenue; 301 W High Street
Name, Title, Telephone Number, and Email Address of Reference Contact Person:	Rebecca Imhoff; 573-751-7429; Becky.Imhoff@dor.mo.gov
Dates of Service:	1986 - Present
If contract has terminated, specify reason:	n/a
Annual Dollar Value of Services	Service Charges earned based on balances maintained
Description of the Services	The Missouri Department of Revenue (DOR) has a long-standing partnership, since 1986, with Central Bank for banking services. Central Bank processes the receipt, disbursement and transfer of funds, provides investment services, and operates collection account and collateral security systems, and other related banking services as needed. Central Bank was re-awarded the banking services contract in 2013 by providing superior customer services and innovative technology to accurately execute DOR transactions, all at a very competitive price.

EXPERIENCE AND RELIABILITY

Central Bank

Central Bank has proudly served Missouri communities since 1902. Located across four Central Missouri counties, we provide customers with a full range of financial services and solutions. Decisions are made locally to meet each customer's specific needs; and our financial strength, having over $196 million in capital, provides assurance to our partners that we have significant backing with long-term strength. Central Bank is prepared to implement this complex contract with unsurpassed professionalism and hard work.

Vision:

Central Bank is committed to being the leading financial service provider in Mid-Missouri by providing our customers with quality financial solutions and exceptional customer service.

Core Values:

- Honesty – Doing what we say we're going to do. As Mark Twain said, "If you tell the truth, you don't have to remember anything."
- Sincerity – Valuing each person, their ideas and differences. Communicating in an open and honest manner in an effort to meet each customer's individual long-term banking needs.
- Enthusiasm – Striving for excellence in all we do while truly enjoying the opportunity to serve our customers.
- Persistence – Making certain we work across business lines, utilize all available resources, and continue to develop new products and services to provide our customers with the finest banking experience.
- Success – Helping our customers achieve their goals will assure the achievement of our goals.

Mission:

Our mission is to enhance shareholder value by focusing on the customer. We will empower well-trained, knowledgeable employees to deliver the best financial solutions and exceed customer service expectations. We will employ a disciplined, forward-thinking strategy to ensure efficient and cost-effective operations.

History:

For over a century, Central Bank has been a cornerstone of our Missouri communities, as both a corporate and civic partner. Our history and success is intertwined with the history and success of Missouri.

Founding Fathers

Central Bank's legacy began on January 9, 1902, with the formation of the Central Missouri Trust Company. Lon Stephens, a Cooper County banker who came to Jefferson City as Missouri's State Treasurer in 1893, was elected Governor of the state in 1896 and served in that position until January 1901. He was one of the leaders in the creation of the Central Missouri Trust Company and was chosen as its first President.

Central Missouri Trust Company

The second President of the Trust was Lester Parker, a businessman who moved from Chicago to Jefferson City during the 1890s to operate a factory inside the walls of the Missouri State Penitentiary. Parker served as President until Sam Baker Cook replaced him in 1905.

Cook moved to Jefferson City in 1900, after being elected Missouri's Secretary of State. Upon leaving state office in 1905, he assumed the presidency of the Central Missouri Trust Company, beginning a legacy of service to Central Bank and the community that continues today.

Saving the State Capital

Cook's greatest contribution to Jefferson City was leading the fight to ensure it remained the state capital. Controversy over Missouri's permanent seat of government surfaced repeatedly throughout the nineteenth century and reemerged in the early twentieth century, after the capitol building was struck by lightning and destroyed by fire on February 5, 1911.

With Cook at the helm, Jefferson City leaders fought to secure the city's future by preserving it as the state capital. On August 1, 1911, Missourians voted to issue $3.5 million in bonds to build a new capitol in Jefferson City. Late that night, when victory appeared certain, a crowd of Jefferson City revelers aroused Cook from his sleep and persuaded him to march at the head of an impromptu victory parade.

Surviving the Great Depression

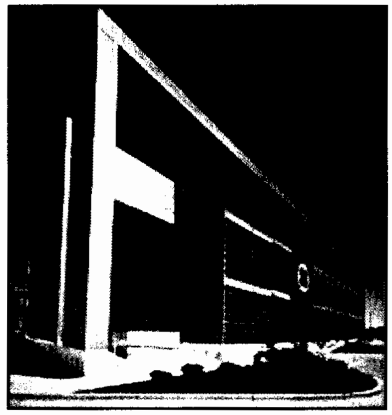
Howard Cook took over the bank in the heart of the Great Depression, a period when the country's economic problems caused many banks to go out of business and threatened the core of Jefferson City's economy – state government. By mid-September 1933, the Depression had taken its toll on state income. With a roughly $4 million shortfall in revenue, the state had only $15,000 in its general revenue fund, clearly not enough to meet the monthly state payroll of $300,000. In addition, state officials were notified that Missouri needed to come up with $250,000 to make the state eligible to receive federal relief funds. Under Cook's leadership, the state of Missouri survived a financial crisis. On September 15, 1933, Cook agreed to make available to the state up to $1 million, so state employees could be paid and Missouri could secure federal relief funds.

> ***Cook agreed to make available to the state up to $1 million, so state employees could be paid and Missouri could secure federal relief funds.***

The bank was prepared to pay its depositors in full at all times, operating continuously through the Depression without corporate changes or reorganization. Jefferson City began the Depression with six banks, and Central Missouri Trust Company was one of only two that survived.

Business Boom

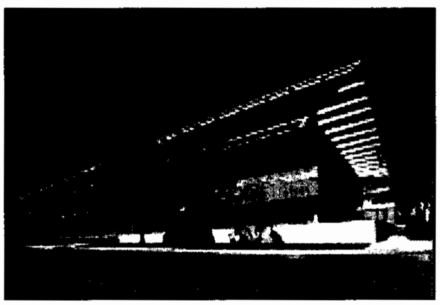
Central Bank kept growing and became part of a larger and growing corporation. In 1970, Central Bancompany, Inc. was formed, with Cook and his brother, Jefferson City attorney Howard Winston Cook, serving as registered agents. Central Bancompany currently operates 13 banks throughout Missouri, Illinois, Kansas and Oklahoma with $9.7 billion in assets and total capital in excess of $1.3 billion.



Central Technology Services

This Century and Beyond

As the twenty-first century progresses, Central Bank officials have the same vision for the future that guided their predecessors over a century ago.



Central Bank Financial Center

We continue to grow. Central Technology Services (CTS), our technology subsidiary, continues to expand and enhance our technology and backroom functions for our affiliate banks.

Central Bank's Financial Center is in Jefferson City's central business district and easily accessible to our customers. This building houses lending, trust and financial services.

Central Bank Snapshot	
Number of full and part-time employees	342
Number of full-service facilities	12
Number of ATMs	22
Current asset size	$2.3 billion
Current capital (with no debt)	$196 million

Community Service

Many of the bank's officers and employees provide a high level of financial and technical expertise to various community organizations by serving as officers or board members. Central Bank encourages its employees to serve in their communities by providing time and resources for volunteer services. Below are several examples of our commitment to community service:

- River City Habitat for Humanity – Board President; Site Development Committee Member, Board of Directors; Volunteer

- Capital City Court Appointed Special Advocate CASA - Board Member; Treasurer
- Salvation Army; Board of Directors – Chairperson; Volunteer
- Old Town Revitalization Co - Board of Directors
- Missouri River Regional Library - Board of Directors
- Connecting our Regional Economy C.O.R.E - Board Member; Treasurer
- Jefferson City Area Chamber of Commerce - Members
- Enterprise Development Corporation (SBA 504) - Committee Member; Board Member
- Central Missouri Community Health Center – Secretary; Board of Directors
- Special Learning Center – Committee Members
- Boys and Girls Club – Committee Member; Chaired Annual Fundraiser and Emceed Second Fundraiser; Volunteer; Board Member; Event Organizer
- United Way of Central Missouri – Committee Members; Team Members; Volunteers; Allocation Co-Chair; Board Members; Allocation Chairperson
- Central Missouri Food Bank – Volunteer
- Jefferson City YMCA – Committee Member; Board of Directors
- Big Brothers Big Sisters – Board Member
- California Progress – Board Member
- Moniteau County Back-to-School Fair – Treasurer
- Callaway County Betterment Foundation – Chairperson
- Fulton Area Development Corporation – Treasurer
- Discover Jefferson City – Board Member
- Zonta – Board Member
- hYPe – Board Member; Member
- Special Olympics Missouri – Tournament Chair; Co-Chair
- Dreams to Reality – Committee Member; Board Member
- YMCA of Callaway County – Committee Member
- Downtown Jefferson City – Board Member
- West Side Business Association – Treasurer
- Callaway County United Way – Board of Directors; Treasurer
- Samaritan Center – Volunteers
- The Jefferson City Day Care Center – Treasurer; Volunteer
- Jefferson City Convention and Visitors Bureau – Board Member
- Moniteau County Regional Economic Development Council – Board Member
- California Area Chamber of Commerce – Board Member

Central Bank encourages its employees to serve in their communities by providing time and resources for volunteer services.

None of this is possible without an early and ongoing commitment to our community. As the twenty-first century progresses, Central Bank will continue to offer more than banking services – we will take a central role in our community.

Central Bank's Government Division

Central Bank's Government Division provides specialized banking services and products to meet the needs of its government and association customers. Our innovative financial services, including cash flow management, online banking, investment management, lockbox services and financing options, provide maximum benefit for our customers.

Pictured from left: Emily Kampeter, Dave Meyer, Pam Nuernberger and Kari Less

Commitment

Central Bank's commitment to the Government Division is evidenced by its unparalleled government expertise, customer service orientation, customized pricing, rates and product line. The Government Division embraces one of Central Bank's 14 legendary service standards — Know No Boundaries. Great pride is taken in finding and developing solutions and products to meet government and association needs.

Experience

Central Bank's Government Officers are seasoned project management professionals who have over 55 years combined experience in meeting the needs of government and association customers. All of the officers have direct experience in customer service, government and banking, along with community involvement experience.

> ***The Government Division embraces one of Central Bank's 14 legendary service standards of Central Bank — Know No Boundaries.***

Flexibility

Central Bank starts by listening to the customer's needs. If existing products or services do not meet government or association requirements, the Government Division works collaboratively with other bank departments and our own technology company, Central Technology Services, to find a solution. You will find that one of Central Bank's greatest assets is our flexibility. Because all decisions are made locally, Central Bank can get things done efficiently and effectively. One phone call to a Government Officer will set in motion the appropriate steps to resolve any issue or concern that arises.

Central Bancompany

In 1970, Central Bancompany, Inc. was formed with Sam B. Cook and his brother, Jefferson City attorney Howard Winston Cook, serving as registered agents. Central Trust Bank was the first bank to become a part of the Bancompany in December 1971. Today, Central Bancompany consists of 13 holding company banks and three other subsidiaries. These include:

Bank or Subsidiary	Location	Date Acquired/Formed
Central Trust Bank	Jefferson City, Missouri	December 30, 1971
Jefferson Bank of Missouri	Jefferson City, Missouri	October 19, 1972
First National Bank of St Louis	Clayton, Missouri	November 22, 1972
Boone County National Bank	Columbia, Missouri	1974
First National Bank of Audrain County	Mexico, Missouri	October 1, 1977
City Bank and Trust	Moberly, Missouri	January 7, 1980
Empire Bank	Springfield, Missouri	August 11, 1980
Central Bank of Lake of the Ozarks	Lake Ozark, Missouri	December 16, 1985
Ozark Mountain Bank	Branson, Missouri	December 8, 1988
Third National Bank of Sedalia	Sedalia, Missouri	February 12, 1992
First Central Bank	Warrensburg, Missouri	July 2, 1997
Central Technology Services (formerly Central Data Company formed in 1967)	Jefferson City, Missouri	November 24, 1998
Central Mortgage Company	Jefferson City, Missouri	January 10, 2000
ONB Bank	Tulsa, Oklahoma	May 7, 2004
Central Trust and Investment Company (formerly Guaranty Trust acquired in 1973)	Jefferson City, Missouri	2007
Metcalf Bank (formerly First National Bank of Lee's Summit acquired in 1993)	Lee's Summit, Missouri	2007

In its brief history, Central Bancompany has become one of the largest bank holding companies in Missouri with total assets of $9.7 billion and total capital in excess of $1.3 billion. It also has the strongest capital ratio of any multi-bank holding company in the Eighth Federal Reserve District.

Central Bancompany and its subsidiary banks are audited annually by KPMG LLP (formerly known as Peat, Marwick, Main and Company), certified public accountants. The parent company is regulated and examined by the Federal Reserve Bank of St. Louis. In addition, the subsidiary banks are also regulated as follows:

- Central Bank, Jefferson Bank of Missouri, Empire Bank, Central Bank of Lake of the Ozarks, First Central Bank, ONB Bank of Tulsa, Metcalf Bank, City Bank and Trust Company and Ozark Mountain Bank are state-chartered, Federal Reserve member institution banks, jointly regulated by the State of Missouri and the Federal Reserve Bank.

- Central Trust and Investment Company is a state-chartered "pure" trust company that does not accept deposits and is jointly regulated by the State Division of Finance and the Federal Reserve Bank of St. Louis.

- Boone County National Bank, First National Bank of Audrain County, First National Bank of St. Louis County, and Third National Bank of Sedalia are federally-chartered and are regulated by the Office of the Comptroller of the Currency.

Executive Officers	
Sam B. Cook	Senior Chairman of the Board
S. Bryan Cook	President and Chief Executive Officer
Robert M. Robuck	Chairman of the Board
Roy Sundermeyer	Senior Executive Vice President
Kenneth W. Littlefield	President of Central Trust Bank and Chairman of Administration
Donald R. Perdue	Senior Executive Vice President, Investments
Ronald K. Medin	Senior Vice President, Corporate Secretary and General Counsel

Bancompany Directors	
Sam B. Cook	Chairman of the Board
S. Bryan Cook	President and Chief Operating Officer
Robert M. Robuck	Vice Chairman of the Board
David C. Harrison	Attorney, Hartsburg, MO
Thomas A. Vetter	Attorney, Jefferson City, MO
E. Stanley Kroenke	The Kroenke Group, Columbia, MO
Robert R. Hermann, Jr.	Hermann Companies, Inc. St. Louis, MO
Charles E. Kruse	Missouri Farm Bureau, Jefferson City, MO
Richard H. McClure	President, UniGroup, Inc. St. Louis, MO
Michael K. Farmer	Owner, Farmer Companies
Charles W. Digges V	The Insurance Group, Columbia MO
Edward "Chip" Robertson, Jr.	Bartimus, Frickleton Robertson & Gorny, PC

Forbes 2014 BEST BANKS IN AMERICA

For the fifth year in a row, the prestigious business publication, *Forbes Magazine,* has recognized Central Bancompany as one of America's Best Banks in its annual review of the nation's 100 largest financial institutions. Central Bancompany, a Missouri-based bank holding company, ranked 18th on the *Forbes* 2014 survey.

To rank the nation's banks, Forbes used data collected by *SNL Financial.* The Charlottesville, Va., company gauges each bank based on eight criteria: return on average equity; net interest margin; non-performing loans; non-performing assets; reserves; a leverage ratio and two capital ratios.

In the following pages, you will find charts illustrating Central Bancompany's ranking in the many ranking categories printed in the American Banker® daily publication or available with an online subscription at www.americanbanker.com.

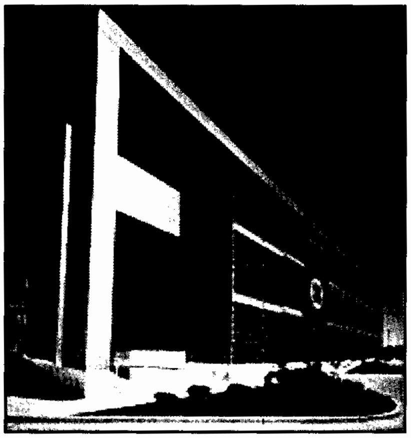
Category	Our Rank
Bank Holding Companies ranked by Commercial Real Estate Loans	64
Bank Holding Companies with the Largest Small-Business Loan Balances	60
Bank Holding Companies with the Most Employees	84
Bank Holding Companies with the Largest US Business Loan Portfolios	83
Banks & Thrifts with the Most Assets	97
Banks & Thrifts with the Most Deposits	94
Banks & Thrifts with the Largest C&I Loan Portfolios	120
Banks & Thrifts with the Largest Portfolios of First Mortgages	113
Most Efficient Bank Holding Companies	138

Central Technology Services

- In 1967, Central Data Company opened with two employees and a $300,000 computer.
- In the early 1990s, Central Bank moved the Data Processing and Operations center, expanding to a 43,000-square-foot facility.
- In 1998, Data Processing and Operations was consolidated into a separate affiliate,

Central Technology Services.

- In 2000, Central Technology Services opened a second office in Springfield, Missouri, to provide services to Central Bancompany banks in southwest Missouri.



Central Technology Services

Over 40 years later, Central Technology Services has expanded to a 93,000-square-foot state-of-the-art facility employing 215 mid-Missourians and operating 24 hours per day to meet the needs of Central Bancompany's customers. Central Technology Services also employs associates in Branson, Springfield, St. Louis, Columbia and Tulsa, Oklahoma.

With extraordinary vision, the company's management has strategically continued to be at the forefront of data processing and information retrieval. Today, the company provides operations and data processing services to Central Bancompany affiliates and other clients throughout the Midwest.

Services include:

- Custom application design, development and support
- Networking and data communications
- A centralized service technical support desk for a wide variety of desktop software and hardware
- Processing and support for over 250,000 accounts
- Centralized banking operations

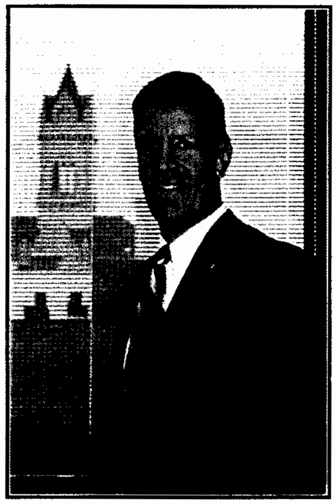
ADDITIONAL INFORMATION

- Several Central Technology Services employees are Accredited ACH Professionals (AAPs). This designation demonstrates Central Bank's commitment to improve ACH processes and ensure compliance for all ACH transactions.
- Central Bank's BankCard Services supports numerous state and public entities, including several customers who process debit and credit cards at point of sale and online.
- Central Bank is a leader in debit/credit card and e-check processing and strives to increase those volumes. In 2012, Central Bank increased ACH origination (e-check) by 3.2 percent with over $17.8 million transactions. The BankCard Services processed over $6.4 million transactions.
- Central Bank's BankCard services is the only credit card servicer incorporated by the State of Missouri.
- Central Technology Services continues to be a leader in processing of ACH transactions and is ranked by National Automated Clearing House Association (NACHA) as one of the top 50 ACH originators in the nation.

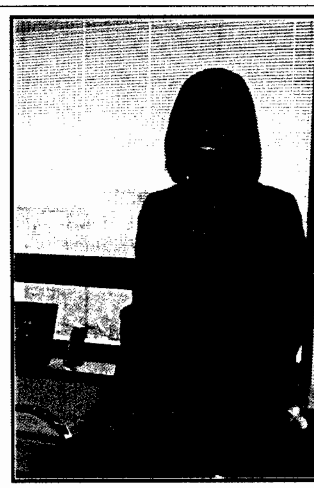
EXPERTISE OF PERSONNEL

Central Bank's tenured and hardworking employees have extensive experience with state and local government and related projects. The senior management team is committed to servicing this contract and supporting the investment in technology and service to successfully execute the bank's deliverables. The Government Division is assembled and designed to provide dedicated services to the customers it serves.

Don Perdue	**Central Bank** **Executive Vice President, Investments**
Job Description:	Responsible for the overall management of the company's investment portfolios and brokerage program. Additionally, he manages the investment portfolios of Central Bancompany's 13 member banks.
Qualifications:	Don has 42 years of banking experience, including seven years in lending. He chairs Central Bancompany's Commercial Banking Services Group and Central Bank's Portfolio and Asset/Liability Committees.  He earned a Master's Degree in Business Administration from the University of Missouri-Columbia. He is a graduate of the Graduate School of Commercial Lending and the Chase Manhattan Bank of New York's credit analysis program. He is an Honors Graduate of the American Bankers Association's Stonier Graduate School of Banking at Georgetown University and has served as an instructor at the Illinois Graduate School of Banking, as well as the Missouri Banker's Association Commercial Lending School. He earned the following designations: Chartered Financial Analyst (CFA), Certified Cash Manager (CCM) and Certified Commercial Lender (CCL).
Role:	Provides guidance and direction for the overall project.

Dave Meyer	**Central Bank** **Senior Vice President, Government Accounts**
Job Description:	Leads the daily operations of Central Bank's Government Division which focuses on the relationships and project management of public fund, nonprofit and association accounts.
Qualifications:	Dave has over 26 years of experience in business development, financial analysis, asset and liability review, compliance, audit, retail and management. He has spent the past 13 years focused on relationship and project management dedicated to public funds, nonprofit and association customers.  His management style and professionalism are key factors in the successful acquisition and implementation of various state and other public fund and association business at Central Bank. He currently serves on the following bank committees: Steering, Asset and Liability, Emerging Payments,Commercial Banking and Holding Company eCommerce. Dave earned his Bachelor of Science degree in Finance with an emphasis in banking from Missouri State University. He has passed the Certified Public Accountant Exam and is an Honors Graduate of the American Bankers Association's Stonier Graduate School of Banking at Georgetown University. Dave is active in church and civic organizations. He is the treasurer and board member of the Jefferson City Public Schools Foundation and is a member of Jefferson City Chamber of Commerce, Association of Government Accountants, Jefferson City Host Lions Club, and a treasurer and board member of his church's foundation committee.
Role:	Leads project and contract management.

Kari Less	**Central Bank** **Government Accounts Officer**
Job Description:	Develops and maintains financial relationships for governmental entities. Interacts with state and local agencies, statewide associations and a variety of public institutions including counties, cities, school districts and universities. Assists in responding to request for proposals to gain new business opportunities.
Qualifications:	Kari has eight years of banking experience including four with Central Bank. She has worked as a Teller, Teller Supervisor, Assistant Bank Center Manager and Training and Development Specialist. She has a Bachelor of Science degree in Business Administration and a Bachelor of Science degree in Human Resource Management. During college, she participated in the Student Ambassador program through the University of Missouri-Columbia, and *Employee of the Month* at Central Bank in February 2011. 
Role:	Assists with project and contract management.

Emily Kampeter	**Central Bank** **Government Accounts Officer**
Job Description:	Develops and maintains financial relationships with governmental entities. Interacts with state and local agencies, statewide associations and a variety of public institutions including school districts, non-profit organizations and foundations. Assists in responding to request for proposals to gain new business opportunities.
Qualifications:	Emily has nearly 10 years of government experience with extensive knowledge and training in legislative affairs, health care and financial consumer education, and customer service and project management. Emily received a Bachelor of Arts degree in Communication from Truman State University and attained a life and health producer license from the State of Missouri. 
Role:	Assists with project and contract management.

ADDITIONAL INFORMATION

At Central Bank, the employees who manage your contract are the same employees who manage the implementation and day-to-day operations. This approach ensures a successful partnership of mutual understanding of contract deliverables.

Primary Contact
Dave Meyer
Senior Vice President, Government Accounts

Secondary Contact
Don Perdue
Executive Vice President, Investments

Central Bank stands behind our reputation in everything we do. Many of the people who will be in direct contact with DOC employees have been with Central Bank for many years and will work side-by-side with the department on common goals and new opportunities. The average number of years of service for Central Bank personnel demonstrates the expertise the state will experience during the implementation and ongoing operations of this growing bank technology. Our employees look forward to developing impressive ideas and systems for the Department of Corrections.

EXHIBIT C. (CONTINUED)

AFFIDAVIT OF WORK AUTHORIZATION:

The bidder who meets the section 285.525, RSMo, definition of a business entity must complete and return the following Affidavit of Work Authorization.

Comes now Christine Ellinger (Name of Business Entity Authorized Representative) as SVP, HR Director (Position/Title) first being duly sworn on my oath, affirm Central Bank (Business Entity Name) is enrolled and will continue to participate in the E-Verify federal work authorization program with respect to employees hired after enrollment in the program who are proposed to work in connection with the services related to contract(s) with the State of Missouri for the duration of the contract(s), if awarded in accordance with subsection 2 of section 285.530, RSMo. I also affirm that Central Bank (Business Entity Name) does not and will not knowingly employ a person who is an unauthorized alien in connection with the contracted services provided under the contract(s) for the duration of the contract(s), if awarded.

In Affirmation thereof, the facts stated above are true and correct. (The undersigned understands that false statements made in this filing are subject to the penalties provided under section 575.040, RSMo.)

Christine K. Ellinger
Authorized Representative's Signature

Christine K. Ellinger
Printed Name

SVP, Human Resources Dir.
Title

April 14, 2014
Date

christine.ellinger@centralbank.net
E-Mail Address

146029
E-Verify Company ID Number

Subscribed and sworn to before me this 14th (DAY) of April (MONTH, YEAR). I am commissioned as a notary public within the County of Cole (NAME OF COUNTY), State of Missouri (NAME OF STATE), and my commission expires on 12/16/16 (DATE).

Autum Gemes
Signature of Notary

4/14/14
Date

AUTUM GEMES
Notary Public - Notary Seal
STATE OF MISSOURI
County of Boone
My Commission Expires 12/16/2016
Commission # 12425060

Central Bank's Call Report

CENTRAL BANK'S DECEMBER 31, 2013 CALL REPORT FOLLOWS THIS PAGE

Board of Governors of the Federal Reserve System
Federal Deposit Insurance Corporation
Office of the Comptroller of the Currency

OMB Number: 7100-0036
OMB Number: 3064-0052
OMB Number: 1557-0081
Approval expires June 30, 2016

Federal Financial Institutions Examination Council

1

Consolidated Reports of Condition and Income for A Bank With Domestic Offices Only—FFIEC 041

Report at the close of business December 31, 2013

This report is required by law: 12 U.S.C. Section 324 (State member banks); 12 U.S.C. Section 1817 (State nonmember banks); and 12 U.S.C. Section 161 (National banks); and 12 U.S.C. Section 1464 (Savings associations).

Unless the content indicates otherwise, the term "bank" in this report form refers to both banks and savings associations.

This report form is to be filed by banks with domestic offices only. Banks with foreign offices (as defined in the instructions) must file FFIEC 031.

NOTE: Each bank's board of directors and senior management are responsible for establishing and maintaining an effective system of internal control, including controls over the Reports of Condition and Income. The Reports of Condition and Income are to be prepared in accordance with Federal regulatory authority instructions. The Reports of Condition and Income must be signed by the Chief Financial Officer (CFO) of the reporting bank (or by the individual performing an equivalent function) and attested to by not less than two directors (trustees) for State nonmember banks and three directors for State member banks, National banks, and Savings associations.

I, the undersigned CFO (or equivalent) of the named bank, attest that the Reports of Condition and Income (including the supporting schedules) for this report date have been prepared in conformance with the instructions issued by the appropriate Federal regulatory authority and are true and correct to the best of my knowledge and belief.

Signature of Chief Financial Officer (or Equivalent)

January 27, 2014
Date of Signature

We, the undersigned directors (trustees), attest to the correctness of the Reports of Condition and Income (including the supporting schedules) for this report date and declare that the Reports of Condition and Income have been examined by us and to the best of our knowledge and belief have been prepared in conformance with the instructions issued by the appropriate Federal regulatory authority and are true and correct.

Director (Trustee)

Director (Trustee)

Director (Trustee)

Submission of Reports

Each bank must file its Reports of Condition and Income (Call Report) data by either:

(a) Using computer software to prepare its Call Report and then submitting the report data directly to the FFIEC's Central Data Repository (CDR), an Internet-based system for data collection (https://cdr.ffiec.gov/cdr/), or

(b) Completing its Call Report in paper form and arranging with a software vendor or another party to convert the data into the electronic format that can be processed by the CDR. The software vendor or other party then must electronically submit the bank's data file to the CDR.

For technical assistance with submissions to the CDR, please contact the CDR Help Desk by telephone at (888) CDR-3111, by fax at (703) 774-3946, or by e-mail at CDR.Help@ffiec.gov.

FDIC Certificate Number 12633
(RSSD 9050)

To fulfill the signature and attestation requirement for the Reports of Condition and Income for this report date, attach your bank's completed signature page (or a photocopy or a computer-generated version of this page) to the hard-copy record of the data file submitted to the CDR that your bank must place in its files.

The appearance of your bank's hard-copy record of the submitted data file need not match exactly the appearance of the FFIEC's sample report forms, but should show at least the caption of each Call Report item and the reported amount.

The Central Trust Bank
Legal Title of Bank (RSSD 9017)

Jefferson City
City (RSSD 9130)

MO
State Abbreviation (RSSD 9200)

65101-
Zip Code (RSSD 9220)

The estimated average burden associated with this information collection is 45.8 hours per respondent and is estimated to vary from 17 to 720 hours per response, depending on individual circumstances. Burden estimates include the time for reviewing instructions, gathering and maintaining data in the required form, and completing the information collection, but exclude the time for compiling and maintaining business records in the normal course of a respondent's activities. A Federal agency may not conduct or sponsor, and an organization (or a person) is not required to respond to a collection of information, unless it displays a currently valid OMB control number. Comments concerning the accuracy of this burden estimate and suggestions for reducing this burden should be directed to the Office of Information and Regulatory Affairs, Office of Management and Budget, Washington, DC 20503, and to one of the following: Secretary, Board of Governors of the Federal Reserve System, 20th and C Streets, NW, Washington, DC 20551; Legislative and Regulatory Analysis Division, Office of the Comptroller of the Currency, Washington, DC 20219; Assistant Executive Secretary, Federal Deposit Insurance Corporation, Washington, DC 20429.

Contact Information for the Reports of Condition and Income

To facilitate communication between the Agencies and the bank concerning the Reports of Condition and Income, please provide contact information for (1) the Chief Financial Officer (or equivalent) of the bank signing the reports for this quarter and (2) the person at the bank--other than the Chief Financial Officer (or equivalent)--to whom questions about the reports should be directed. If the Chief Financial Officer (or equivalent) is the primary contact for questions about the reports, please provide contact information for another person at the bank who will serve as a secondary contact for communications between the Agencies and the bank concerning the Reports of Condition and Income. Enter 'none' for the contact's e-mail address or fax number if not available. Contact information for the Reports of Condition and Income is for the confidential use of the Agencies and will not be released to the public.

Chief Financial Officer (or Equivalent) Signing the Reports

Roy J. Sundermeyer
Name (TEXT C490)

Senior Vice President, CFO
Title (TEXT C491)

roy_sundermeyer@centralbank.net
E-mail Address (TEXT C492)

(573)634-1296
Area Code / Phone Number / Extension (TEXT C493)

(573)634-1100
Area Code / FAX Number (TEXT C494)

Other Person to Whom Questions about the Reports Should be Directed

Pamela S. Wilson
Name (TEXT C495)

Vice President, Controller
Title (TEXT C496)

pam_wilson@centralbank.net
E-mail Address (TEXT 4086)

(573)634-1235
Area Code / Phone Number / Extension (TEXT 8902)

(573)634-1100
Area Code / FAX Number (TEXT 9116)

Emergency Contact Information

This information is being requested so the Agencies can distribute critical, time sensitive information to emergency contacts at banks. Please provide primary contact information for a senior official of the bank who has decision-making authority. Also provide information for a secondary contact if available. Enter 'none' for the contact's e-mail address or fax number if not available. Emergency contact information is for the confidential use of the Agencies and will not be released to the public.

Primary Contact

Pamela S. Wilson
Name (TEXT C366)

Vice President, Controller
Title (TEXT C367)

pam_wilson@centralbank.net
E-mail Address (TEXT C368)

(573)634-1235
Area Code / Phone Number / Extension (TEXT C369)

(573)634-1100
Area Code / FAX Number (TEXT C370)

Secondary Contact

Christy A. Yanskey
Name (TEXT C371)

Accounting Manager
Title (TEXT C372)

christy_yanskey@centralbank.net
E-mail Address (TEXT C373)

(573)634-1240 x1492
Area Code / Phone Number / Extension (TEXT C374)

(573)634-1100
Area Code / FAX Number (TEXT C375)

3

USA PATRIOT Act Section 314(a) Anti-Money Laundering Contact Information

This information is being requested to identify points-of-contact who are in charge of your bank's USA PATRIOT Act Section 314(a) information requests. Bank personnel listed could be contacted by law enforcement officers or the Financial Crimes Enforcement Network (FinCEN) for additional information related to specific Section 314(a) search requests or other anti-terrorist financing and anti-money laundering matters. Communications sent by FinCEN to the bank for purposes other than Section 314(a) notifications will state the intended purpose and should be directed to the appropriate bank personnel for review. Any disclosure of customer records to law enforcement officers or FinCEN must be done in compliance with applicable law, including the Right to Financial Privacy Act (12 U.S.C. 3401 et seq.).

Please provide information for a primary and secondary contact. Information for a third and fourth contact may be provided at the bank's option. Enter "none" for the contact's e-mail address if not available. This contact information is for the confidential use of the Agencies, FinCEN, and law enforcement officers and will not be released to the public.

Primary Contact

Melissa Street
Name (TEXT C437)

BSA Senior Consultant
Title (TEXT C438)

melissa_street@centralbank.net
E-mail Address (TEXT C439)

(573)634-1168
Area Code / Phone Number / Extension (TEXT C440)

Secondary Contact

Stacey Rademan
Name (TEXT C442)

BAM Administrator
Title (TEXT C443)

stacey_rademan@centralbank.net
E-mail Address (TEXT C444)

(573)634-5600 x1732
Area Code / Phone Number / Extension (TEXT C445)

Third Contact

Shana Mayer
Name (TEXT C870)

BSA Service Representative
Title (TEXT C871)

shana_mayer@centralbank.net
E-mail Address (TEXT C872)

(573)634-5600 x1790
Area Code / Phone Number / Extension (TEXT C873)

Fourth Contact

Jennifer Crocker
Name (TEXT C875)

BSA Service Representative
Title (TEXT C876)

jennifer_crocker@centralbank.net
E-mail Address (TEXT C877)

(573)634-5600 x1793
Area Code / Phone Number / Extension (TEXT C878)

Consolidated Report of Income
for the period January 1, 2013 - December 31, 2013

All Report of Income schedules are to be reported on a calendar year-to-date basis in thousands of dollars.

Schedule RI—Income Statement

Dollar Amounts in Thousands		Bil | Mil | Thou	
1. Interest income:			
a. Interest and fee income on loans:			
(1) Loans secured by real estate:			
(a) Loans secured by 1-4 family residential properties	RIAD4435	9,569	1.a.(1)(a)
(b) All other loans secured by real estate	RIAD4436	12,728	1.a.(1)(b)
(2) Commercial and industrial loans	RIAD4012	4,062	1.a.(2)
(3) Loans to individuals for household, family, and other personal expenditures:			
(a) Credit cards	RIADB485	709	1.a.(3)(a)
(b) Other (includes revolving credit plans other than credit cards, automobile loans, and other consumer loans)	RIADB486	5,229	1.a.(3)(b)
(4) Loans to foreign governments and official institutions	RIAD4056	0	1.a.(4)
(5) All other loans (1)	RIAD4058	1,917	1.a.(5)
(6) Total interest and fee income on loans (sum of items 1.a.(1)(a) through 1.a.(5))	RIAD4010	**34,214**	1.a.(6)
b. Income from lease financing receivables	RIAD4065	0	1.b.
c. Interest income on balances due from depository institutions (2)	RIAD4115	865	1.c.
d. Interest and dividend income on securities:			
(1) U.S. Treasury securities and U.S. Government agency obligations (excluding mortgage-backed securities)	RIADB488	5,054	1.d.(1)
(2) Mortgage-backed securities	RIADB489	6,198	1.d.(2)
(3) All other securities (includes securities issued by states and political subdivisions in the U.S.)	RIAD4060	5,850	1.d.(3)
e. Interest income from trading assets	RIAD4069	91	1.e.
f. Interest income on federal funds sold and securities purchased under agreements to resell	RIAD4020	25	1.f.
g. Other interest income	RIAD4518	12	1.g.
h. Total interest income (sum of items 1.a.(6) through 1.g)	RIAD4107	**52,309**	1.h.
2. Interest expense:			
a. Interest on deposits:			
(1) Transaction accounts (interest-bearing demand deposits, NOW accounts, ATS accounts, and telephone and preauthorized transfer accounts)	RIAD4508	8	2.a.(1)
(2) Nontransaction accounts:			
(a) Savings deposits *(includes MMDAs)*	RIAD0093	974	2.a.(2)(a)
(b) Time deposits of $100,000 or more	RIADA517	750	2.a.(2)(b)
(c) Time deposits of less than $100,000	RIADA518	1,421	2.a.(2)(c)
b. Expense of federal funds purchased and securities sold under agreements to repurchase	RIAD4180	3,009	2.b.
c. Interest on trading liabilities and other borrowed money	RIAD4185	0	2.c.

(1) Includes interest and fee income on "Loans to depository institutions and acceptances of other banks," "Loans to finance agricultural production and other loans to farmers," "Obligations (other than securities and leases) of states and political subdivisions in the U.S.," and "Loans to nondepository financial institutions and other loans."
(2) Includes interest income on time certificates of deposit not held for trading.

Schedule RI—Continued

Dollar Amounts in Thousands				Bil | Mil | Thou	
d. Interest on subordinated notes and debentures			RIAD4200	0	2.d.
e. Total interest expense (sum of items 2.a through 2.d)			RIAD4073	6,162	2.e.
3. Net interest income (item 1.h minus 2.e)	RIAD4074	46,147			3.
4. Provision for loan and lease losses	RIAD4230	1,823			4.
5. Noninterest income:					
a. Income from fiduciary activities (1)			RIAD4070	0	5.a.
b. Service charges on deposit accounts			RIAD4080	4,268	5.b.
c. Trading revenue (2)			RIADA220	(556)	5.c.
d.					
(1) Fees and commissions from securities brokerage			RIADC886	2,749	5.d.(1)
(2) Investment banking, advisory, and underwriting fees and commissions			RIADC888	5,098	5.d.(2)
(3) Fees and commissions from annuity sales			RIADC887	885	5.d.(3)
(4) Underwriting income from insurance and reinsurance activities			RIADC386	0	5.d.(4)
(5) Income from other insurance activities			RIADC387	389	5.d.(5)
e. Venture capital revenue			RIADB491	0	5.e.
f. Net servicing fees			RIADB492	310	5.f.
g. Net securitization income			RIADB493	0	5.g.
h. Not applicable					
i. Net gains (losses) on sales of loans and leases			RIAD5416	2,493	5.i.
j. Net gains (losses) on sales of other real estate owned			RIAD5415	(77)	5.j.
k. Net gains (losses) on sales of other assets (excluding securities)			RIADB496	21	5.k.
l. Other noninterest income (*)			RIADB497	46,208	5.l.
m. Total noninterest income (sum of items 5.a. through 5.l)	RIAD4079	61,788			5.m.
6.					
a. Realized gains (losses) on held-to-maturity securities	RIAD3521	0			6.a.
b. Realized gains (losses) on available-for-sale securities	RIAD3196	1,558			6.b.
7. Noninterest expense:					
a. Salaries and employee benefits			RIAD4135	33,572	7.a.
b. Expenses of premises and fixed assets (net of rental income) (excluding salaries and employee benefits and mortgage interest)			RIAD4217	8,365	7.b.
c.					
(1) Goodwill impairment losses			RIADC216	0	7.c.(1)
(2) Amortization expense and impairment losses for other intangible assets			RIADC232	0	7.c.(2)
d. Other noninterest expense (*)			RIAD4092	32,903	7.d.
e. Total noninterest expense (sum of items 7.a. through 7.d)	RIAD4093	74,840			7.e.
8. Income (loss) before income taxes and extraordinary items and other adjustments (item 3 plus or minus items 4, 5.m, 6.a, 6.b, and 7.e.)	RIAD4301	32,830			8.
9. Applicable income taxes (on item 8)	RIAD4302	10,749			9.
10. Income (loss) before extraordinary items and other adjustments (item 8 minus item 9)	RIAD4300	22,081			10.
11. Extraordinary items and other adjustments, net of income taxes (*)	RIAD4320	0			11.
12. Net income (loss) attributable to bank and noncontrolling (minority) interests (sum of items 10 and 11)	RIADG104	22,081			12.
13. LESS: Net income (loss) attributable to noncontrolling (minority) interests (if net income, report as a positive value; if net loss, report as a negative value)	RIADG103	0			13.
14. Net income (loss) attributable to bank (item 12 minus item 13)	RIAD4340	22,081			14.

(1) For banks required to complete Schedule RC-T, items 14 through 22, income from fiduciary activities reported in Schedule RI, item 5.a. must equal the amount reported in Schedule RC-T, item 22.
(2) For banks required to complete Schedule RI, Memorandum item 8, trading revenue reported in Schedule RI, item 5.c. must equal the sum of Memorandum items 8.a through 8.e.
(*) Describe on Schedule RI-E - Explanations

Schedule RI—Continued

Memoranda

Dollar Amounts in Thousands		Bil Mil Thou	
1. Interest expense incurred to carry tax-exempt securities, loans, and leases acquired after August 7, 1986, that is not deductible for federal income tax purposes	RIAD4513	71	M.1.
Memorandum item 2 is to be completed by banks with $1 billion or more in total assets. [1]			
2. Income from the sale and servicing of mutual funds and annuities (included in Schedule RI, item 8)	RIAD8431	2,586	M.2.
3. Income on tax-exempt loans and leases to states and political subdivisions in the U.S. (included in Schedule RI, items 1.a and 1.b)	RIAD4313	704	M.3.
4. Income on tax-exempt securities issued by states and political subdivisions in the U.S. (included in Schedule RI, item 1.d.(3))	RIAD4507	3,444	M.4.

		Number	
5. Number of full-time equivalent employees at end of current period (round to nearest whole #)	RIAD4150	524	M.5.

		Bil Mil Thou	
Memorandum item 6 is to be completed by: [1] *• banks with $300 million or more in total assets, and* *• banks with less than $300 million in total assets that have loans to finance agricultural production and other loans to farmers (Schedule RC-C, part I, item 3) exceeding five percent of total loans.*			
6. Interest and fee income on loans to finance agricultural production and other loans to farmers (included in Schedule RI, item 1.a.(5))	RIAD4024	337	M.6.

		YYYYMMDD	
7. If the reporting bank has restated its balance sheet as a result of applying push down accounting this calendar year, report the date of the bank's acquisition [2]	RIAD9106		M.7.

		Bil Mil Thou	
8. Trading revenue (from cash instruments and derivative instruments) (sum of Memorandum items 8.a through 8.e must equal Schedule RI, item 5.c): *Memorandum items 8.a through 8.e are to be completed by banks that reported average trading assets (Schedule RC-K, item 7) of $2 million or more for any quarter of the preceding calendar year.*			
a. Interest rate exposures	RIAD8757	(556)	M.8.a.
b. Foreign exchange exposures	RIAD8758	0	M.8.b.
c. Equity security and index exposures	RIAD8759	0	M.8.c.
d. Commodity and other exposures	RIAD8760	0	M.8.d.
e. Credit exposures	RIADF186	0	M.8.e.
Memorandum items 8.f and 8.g are to be completed by banks with $100 billion or more in total assets that are required to complete Schedule RI, Memorandum items 8.a through 8.e, above. [1]			
f. Impact on trading revenue of changes in the creditworthiness of the bank's derivatives counterparties on the bank's derivative assets (included in Memorandum items 8.a through 8.e above)	RIADK090	N/A	M.8.f.
g. Impact on trading revenue of changes in the creditworthiness of the bank on the bank's derivative liabilities (included in Memorandum items 8.a through 8.e above)	RIADK094	N/A	M.8.g.
9. Net gains (losses) recognized in earnings on credit derivatives that economically hedge credit exposures held outside the trading account:			
a. Net gains (losses) on credit derivatives held for trading	RIADC889	0	M.9.a.
b. Net gains (losses) on credit derivatives held for purposes other than trading	RIADC890	0	M.9.b.
10. *To be completed by banks with $300 million or more in total assets:* [1] Credit losses on derivatives (see instructions)	RIADA251	0	M.10.

Schedule RI—Continued

Memoranda—Continued

		Yes/No	
11. Does the reporting bank have a Subchapter S election in effect for federal income tax purposes for the current tax year?	RIADA530	NO	M.11.

		Bil | Mil | Thou	
Memorandum item 12 is to be completed by banks that are required to complete Schedule RC-C, part I, Memorandum items 8.b and 8.c.			
12. Noncash income from negative amortization on closed-end loans secured by 1-4 family residential properties (included in Schedule RI, item 1.a.(1)(a))	RIADF228	N/A	M.12.
Memorandum item 13 is to be completed by banks that have elected to account for assets and liabilities under a fair value option.			
13. Net gains (losses) recognized in earnings on assets and liabilities that are reported at fair value under a fair value option:			
a. Net gains (losses) on assets	RIADF551	N/A	M.13.a.
(1) Estimated net gains (losses) on loans attributable to changes in instrument-specific credit risk	RIADF552	N/A	M.13.a.(1)
b. Net gains (losses) on liabilities	RIADF553	N/A	M.13.b.
(1) Estimated net gains (losses) on liabilities attributable to changes in instrument-specific credit risk	RIADF554	N/A	M.13.b.(1)
14. Other-than-temporary impairment losses on held-to-maturity and available-for-sale debt securities:			
a. Total other-than-temporary impairment losses	RIADJ319	0	M.14.a.
b. Portion of losses recognized in other comprehensive income (before income taxes)	RIADJ320	0	M.14.b.
c. Net impairment losses recognized in earnings (included in Schedule RI, items 6.a and 6.b) (Memorandum item 14.a minus Memorandum item 14.b)	RIADJ321	0	M.14.c.

(1) The asset size tests and the 5 percent of total loans test are generally based on the total assets and total loans reported on the June 30, 2012, Report of Condition.
(2) For example, a bank acquired on March 1, 2013, would report 20130301.

Schedule RI-A—Changes in Bank Equity Capital

Dollar Amounts in Thousands		Bil | Mil | Thou	
1. Total bank equity capital most recently reported for the **December 31, 2012**, Reports of Condition and Income (i.e., after adjustments from amended Reports of Income)	RIAD3217	199.032	1.
2. Cumulative effect of changes in accounting principles and corrections of material accounting errors (*)	RIADB507	0	2.
3. Balance end of previous calendar year as restated (sum of items 1 and 2)	RIADB508	**199,032**	3.
4. Net income (loss) attributable to bank (must equal Schedule RI, item 14)	RIAD4340	**22,081**	4.
5. Sale, conversion, acquisition, or retirement of capital stock, net (excluding treasury stock transactions)	RIADB509	0	5.
6. Treasury stock transactions, net	RIADB510	0	6.
7. Changes incident to business combinations, net	RIAD4356	0	7.
8. LESS: Cash dividends declared on preferred stock	RIAD4470	0	8.
9. LESS: Cash dividends declared on common stock	RIAD4460	18,500	9.
10. Other comprehensive income (1)	RIADB511	(5,722)	10.
11. Other transactions with stockholders (including a parent holding company)* (not included in items 5, 6, 8, or 9 above)	RIAD4415	0	11.
12. Total bank equity capital end of current period (sum of items 3 through 11) (must equal Schedule RC, item 27.a)	RIAD3210	**196,891**	12.

(*) Describe on Schedule RI-E - Explanations

(1) Includes, but is not limited to, changes in net unrealized holding gains (losses) on available-for-sale securities, changes in accumulated net gains (losses) on cash flow hedges, and pension and other postretirement plan-related changes other than net periodic benefit cost.

Schedule RI-B—Charge-offs and Recoveries on Loans and Leases and Changes in Allowance for Loan and Lease Losses

Part I. Charge-offs [1] and Recoveries on Loans and Leases

Part I includes charge-offs and recoveries through the allocated transfer risk reserve.

Dollar Amounts in Thousands	(Column A) Charge-offs: Calendar YTD		(Column B) Recoveries: Calendar YTD		
1. Loans secured by real estate:					
a. Construction, land development, and other land loans:					
(1) 1-4 family residential construction loans	RIADC891	0	RIADC892	6	1.a.(1)
(2) Other construction loans and all land development and other land loans	RIADC893	6	RIADC894	9	1.a.(2)
b. Secured by farmland	RIAD3584	14	RIAD3585	0	1.b
c. Secured by 1-4 family residential properties:					
(1) Revolving, open-end loans secured by 1-4 family residential properties and extended under lines of credit	RIAD5411	16	RIAD5412	39	1.c.(1)
(2) Closed-end loans secured by 1-4 family residential properties:					
(a) Secured by first liens	RIADC234	314	RIADC217	11	1.c.(2)(a)
(b) Secured by junior liens	RIADC235	56	RIADC218	1	1.c.(2)(b)
d. Secured by multifamily (5 or more) residential properties	RIAD3588	82	RIAD3589	0	1.d.
e. Secured by nonfarm nonresidential properties:					
(1) Loans secured by owner-occupied nonfarm nonresidential properties	RIADC895	35	RIADC896	6	1.e.(1)
(2) Loans secured by other nonfarm nonresidential properties	RIADC897	185	RIADC898	0	1.e.(2)
2. Loans to depository institutions and acceptances of other banks	RIAD4481	0	RIAD4482	0	2.
3. Not applicable					
4. Commercial and industrial loans	RIAD4638	111	RIAD4608	56	4.
5. Loans to individuals for household, family, and other personal expenditures:					
a. Credit cards	RIADB514	143	RIADB515	51	5.a.
b. Automobile loans	RIADK129	650	RIADK133	218	5.b.
c. Other (includes revolving credit plans other than credit cards and other consumer loans)	RIADK205	164	RIADK206	79	5.c.
6. Loans to foreign governments and official institutions	RIAD4643	0	RIAD4627	0	6.
7. All other loans [2]	RIAD4644	68	RIAD4628	21	7.
8. Lease financing receivables	RIAD4266	0	RIAD4267	0	8.
9. Total (sum of items 1 through 8)	RIAD4635	1,844	RIAD4605	497	9.

(1) Include write-downs arising from transfers of loans to a held-for-sale account.

(2) Includes charge-offs and recoveries on "Loans to finance agricultural production and other loans to farmers," "Obligations (other than securities and leases) of states and political subdivisions in the U.S.," and "Loans to nondepository financial institutions and other loans."

Schedule RI-B—Continued

Part I—Continued

Memoranda

Dollar Amounts in Thousands	(Column A) Charge-offs: Calendar YTD		(Column B) Recoveries: Calendar YTD		
1. Loans to finance commercial real estate, construction, and land development activities *(not secured by real estate)* included in Schedule RI-B, part I, items 4 and 7, above	RIAD5409	0	RIAD5410	0	M.1.
2. *Memorandum items 2.a thru 2.d are to be completed by banks with $300 million or more in total assets:* (2)					
a. Loans secured by real estate to non-U.S. addressees (domicile) (included in Schedule RI-B, part I, item 1, above)	RIAD4652	0	RIAD4662	0	M.2.a.
b. Loans to and acceptances of foreign banks (included in Schedule RI-B, part I, item 2, above)	RIAD4654	0	RIAD4664	0	M.2.b.
c. Commercial and industrial loans to non-U.S. addressees (domicile) (included in Schedule RI-B, part I, item 4, above)	RIAD4646	0	RIAD4618	0	M.2.c.
d. Leases to individuals for household, family, and other personal expenditures (included in Schedule RI-B, part I, item 8, above)	RIADF185	0	RIADF187	0	M.2.d.
3. *Memorandum item 3 is to be completed by:* (2) • *banks with $300 million or more in total assets, and* • *banks with less than $300 million in total assets that have loans to finance agricultural production and other loans to farmers (Schedule RC-C, part I, item 3) exceeding five percent of total loans.* Loans to finance agricultural production and other loans to farmers (included in Schedule RI-B, part I, item 7, above)	RIAD4655	20	RIAD4665	0	M.3.

Dollar Amounts in Thousands		Bil | Mil | Thou	
Memorandum item 4 is to be completed by banks that (1) together with affiliated institutions, have outstanding credit card receivables (as defined in the instructions) that exceed $500 million as of the report date or (2) are credit card specialty banks as defined for Uniform Bank Performance Report purposes.			
4. Uncollectible retail credit card fees and finance charges reversed against income (i.e., not included in charge-offs against the allowance for loan and lease losses)	RIADC388	N/A	M.4.

(2) The $300 million asset size test and the 5 percent of total loans test are generally based on the total assets and total loans reported on the June 30, 2012, Report of Condition.

Schedule RI-B—Continued

Part II. Changes in Allowance for Loan and Lease Losses

Dollar Amounts in Thousands		Bil | Mil | Thou	
1. Balance most recently reported for the **December 31, 2012,** Reports of Condition and Income (i.e., after adjustments from amended Reports of Income)	RIADB522	14,738	1.
2. Recoveries (must equal part I, item 9, column B, above)	RIAD4605	497	2.
3. LESS: Charge-offs (must equal part I, item 9, column A, above less Schedule RI-B, part II, item 4)	RIADC079	1,844	3.
4. LESS: Write-downs arising from transfers of loans to a held-for-sale account	RIAD5523	0	4.
5. Provision for loan and lease losses (must equal Schedule RI, item 4)	RIAD4230	1,823	5.
6. Adjustments (see instructions for this schedule) (*)	RIADC233	0	6.
7. Balance end of current period (sum of items 1, 2, 5, and 6, less items 3 and 4) (must equal Schedule RC, item 4.c)	RIAD3123	15,214	7.

Memoranda

Dollar Amounts in Thousands		Bil | Mil | Thou	
1. Allocated transfer risk reserve included in Schedule RI-B, part II, item 7, above	RIADC435	0	M.1.
Memorandum items 2 and 3 are to be completed by banks that (1) together with affiliated institutions, have outstanding credit card receivables (as defined in the instructions) that exceed \$500 million as of the report date or (2) are credit card specialty banks as defined for Uniform Bank Performance Report purposes.			
2. Separate valuation allowance for uncollectible retail credit card fees and finance charges	RIADC389	N/A	M.2.
3. Amount of allowance for loan and lease losses attributable to retail credit card fees and finance charges	RIADC390	N/A	M.3.
Memorandum item 4 is to be completed by all banks.			
4. Amount of allowance for post-acquisition credit losses on purchased credit-impaired loans accounted for in accordance with FASB ASC 310-30 (former AICPA Statement of Position 03-3) (included in Schedule RI-B, part II, item 7, above)	RIADC781	0	M.4.

(*) Describe on Schedule RI-E - Explanations

Schedule RI-C—Disaggregated Data on the Allowance for Loan and Lease Losses

Schedule RI-C is to be completed by institutions with $1 billion or more in total assets. [1]

Dollar Amounts in Thousands	(Column A) Recorded Investment: Individually Evaluated for Impairment and Determined to be Impaired (ASC 310-10-35)	(Column B) Allowance Balance: Individually Evaluated for Impairment and Determined to be Impaired (ASC 310-10-35)	(Column C) Recorded Investment: Collectively Evaluated for Impairment (ASC 450-20)	(Column D) Allowance Balance: Collectively Evaluated for Impairment (ASC 450-20)	(Column E) Recorded Investment: Purchased Credit-Impaired Loans (ASC 310-30)	(Column F) Allowance Balance: Purchased Credit-Impaired Loans (ASC 310-30)	
1. Real estate loans:							
a. Construction loans	RCONM708	RCONM709	RCONM710	RCONM711	RCONM712	RCONM713	
	0	0	39,328	493	0	0	1.a.
b. Commercial real estate loans	RCONM714	RCONM715	RCONM716	RCONM717	RCONM719	RCONM720	
	6,471	598	242,853	2,390	0	0	1.b.
c. Residential real estate loans	RCONM721	RCONM722	RCONM723	RCONM724	RCONM725	RCONM726	
	3,613	403	217,669	3,523	0	0	1.c.
2. Commercial loans [2]	RCONM727	RCONM728	RCONM729	RCONM730	RCONM731	RCONM732	
	2,297	363	155,705	1,124	0	0	2.
3. Credit cards	RCONM733	RCONM734	RCONM735	RCONM736	RCONM737	RCONM738	
	0	0	8,638	650	0	0	3.
4. Other consumer loans	RCONM739	RCONM740	RCONM741	RCONM742	RCONM743	RCONM744	
	0	0	101,356	2,009	0	0	4.
5. Unallocated, if any				RCONM745			
				3,661			5.
6. Total (for each column, sum of items 1.a through 5) [3]	RCONM746	RCONM747	RCONM748	RCONM749	RCONM750	RCONM751	
	12,381	1,364	765,549	13,850	0	0	6.

(1) The $1 billion asset size test is generally based on the total assets reported on the June 30, 2012, Report of Condition.
(2) Include all loans and leases not reported as real estate loans, credit cards, or other consumer loans in items 1, 3, or 4 of Schedule RI-C.
(3) The sum of item 6, columns B, D, and F, must equal Schedule RC, item 4.c. Item 6, column E, must equal Schedule RC-C, Part I, Memorandum item 7.b. Item 6, column F, must equal Schedule RI-B, Part II, Memorandum item 4.

Schedule RI-E—Explanations

Schedule RI-E is to be completed each quarter on a calendar year-to-date basis.

Detail all adjustments in Schedule RI-A and RI-B, all extraordinary items and other adjustments in Schedule RI, and all significant items of other noninterest income and other noninterest expense in Schedule RI. (See instructions for details.)

Dollar Amounts in Thousands			Bil Mil Thou	
1. Other noninterest income (from Schedule RI, item 5.l) Itemize and describe amounts greater than $25,000 that exceed 3% of Schedule RI, item 5.l:				
a. Income and fees from the printing and sale of checks		RIADC013	122	1.a.
b. Earnings on/increase in value of cash surrender value of life insurance		RIADC014	0	1.b.
c. Income and fees from automated teller machines (ATMs)		RIADC016	173	1.c.
d. Rent and other income from other real estate owned		RIAD4042	70	1.d.
e. Safe deposit box rent		RIADC015	102	1.e.
f. Net change in the fair values of financial instruments accounted for under a fair value option		RIADF229	0	1.f.
g. Bank card and credit card interchange fees		RIADF555	9,821	1.g.
h. Gains on bargain purchases		RIADJ447	0	1.h.
i. TEXT4461 Consolidated Operations Fees		RIAD4461	12,924	1.i.
j. TEXT4462 Data Processing Fees		RIAD4462	10,746	1.j.
k. TEXT4463 Miscellaneous Fees Stored Value Card		RIAD4463	5,451	1.k.
2. Other noninterest expense (from Schedule RI, item 7.d) Itemize and describe amounts greater than $25,000 that exceed 3% of Schedule RI, item 7.d:				
a. Data processing expenses		RIADC017	0	2.a.
b. Advertising and marketing expenses		RIAD0497	1,364	2.b.
c. Directors' fees		RIAD4136	188	2.c.
d. Printing, stationery, and supplies		RIADC018	701	2.d.
e. Postage		RIAD8403	730	2.e.
f. Legal fees and expenses		RIAD4141	98	2.f.
g. FDIC deposit insurance assessments		RIAD4146	1,153	2.g.
h. Accounting and auditing expenses		RIADF556	1,007	2.h.
i. Consulting and advisory expenses		RIADF557	3,609	2.i.
j. Automated teller machine (ATM) and interchange expenses		RIADF558	8	2.j.
k. Telecommunications expenses		RIADF559	1,094	2.k.
l. TEXT4464 Computer Software, Lease, and Maintenance		RIAD4464	5,671	2.l.
m. TEXT4467 Outsourced Services Stored Value Card		RIAD4467	5,078	2.m.
n. TEXT4468 Processor Expenses Stored Value Card		RIAD4468	2,883	2.n.
3. Extraordinary items and other adjustments and applicable income tax effect (from Schedule RI, item 11) (itemize and describe all extraordinary items and other adjustments):				
a.(1) TEXT4469		RIAD4469	0	3.a.(1)
(2) Applicable income tax effect	RIAD4486 0			3.a.(2)
b.(1) TEXT4487		RIAD4487	0	3.b.(1)
(2) Applicable income tax effect	RIAD4488 0			3.b.(2)
c.(1) TEXT4489		RIAD4489	0	3.c.(1)
(2) Applicable income tax effect	RIAD4491 0			3.c.(2)

Schedule RI-E—Continued

Dollar Amounts in Thousands			Bil Mil Thou	
4. Cumulative effect of changes in accounting principles and corrections of material accounting errors (from Schedule RI-A, item 2) (itemize and describe all such effects):				
a.	TEXTB526	RIADB526	0	4.a.
b.	TEXTB527	RIADB527	0	4.b.
5. Other transactions with stockholders (including a parent holding company) (from Schedule RI-A, item 11) (itemize and describe all such transactions):				
a.	TEXT4498	RIAD4498	0	5.a.
b.	TEXT4499	RIAD4499	0	5.b.
6. Adjustments to allowance for loan and lease losses (from Schedule RI-B, part II, item 6) (itemize and describe all adjustments):				
a.	TEXT4521	RIAD4521	0	6.a.
b.	TEXT4522	RIAD4522	0	6.b.

		Yes/No	
7. Other explanations (the space below is provided for the bank to briefly describe, at its option, any other significant items affecting the Report of Income):			
a. Comments?	RIAD4769	YES	7.a.
b. Other explanations (750 character limit):			

(TEXT 4769)

One additional component of Other Noninterest Income that is greater than 3% of RI5l: Associated Company Fee Income $1,462
One additional component of Other Noninterest Expense that is greater than 3% of RI7d: Service Charges $1,472

Consolidated Report of Condition for Insured Banks and Savings Associations for December 31, 2013

All schedules are to be reported in thousands of dollars. Unless otherwise indicated, report the amount outstanding as of the last business day of the quarter.

Schedule RC—Balance Sheet

Dollar Amounts in Thousands				Bil Mil Thou	
Assets					
1. Cash and balances due from depository institutions (from Schedule RC-A):					
a. Noninterest-bearing balances and currency and coin (1)			RCON0081	77,660	1.a.
b. Interest-bearing balances (2)			RCON0071	80,166	1.b.
2. Securities:					
a. Held-to-maturity securities (from Schedule RC-B, column A)			RCON1754	0	2.a.
b. Available-for-sale securities (from Schedule RC-B, column D)			RCON1773	918,322	2.b.
3. Federal funds sold and securities purchased under agreements to resell:					
a. Federal funds sold			RCONB987	0	3.a.
b. Securities purchased under agreements to resell (3)			RCONB989	0	3.b.
4. Loans and lease financing receivables (from Schedule RC-C):					
a. Loans and leases held for sale			RCON5369	1,847	4.a.
b. Loans and leases, net of unearned income	RCONB528	777,930			4.b.
c. LESS: Allowance for loan and lease losses	RCON3123	15,214			4.c.
d. Loans and leases, net of unearned income and allowance (item 4.b minus 4.c)			RCONB529	762,716	4.d.
5. Trading assets (from Schedule RC-D)			RCON3545	225	5.
6. Premises and fixed assets (including capitalized leases)			RCON2145	44,276	6.
7. Other real estate owned (from Schedule RC-M)			RCON2150	1,847	7.
8. Investments in unconsolidated subsidiaries and associated companies			RCON2130	14,287	8.
9. Direct and indirect investments in real estate ventures			RCON3656	0	9.
10. Intangible assets:					
a. Goodwill			RCON3163	6,552	10.a.
b. Other intangible assets (from Schedule RC-M)			RCON0426	2,882	10.b.
11. Other assets (from Schedule RC-F)			RCON2160	25,187	11.
12. Total assets (sum of items 1 through 11)			RCON2170	1,935,967	12.

(1) Includes cash items in process of collection and unposted debits.
(2) Includes time certificates of deposit not held for trading.
(3) Includes all securities resale agreements, regardless of maturity.

Schedule RC—Continued

Dollar Amounts in Thousands				Bil Mil Thou	
Liabilities					
13. Deposits:					
a. In domestic offices (sum of totals of columns A and C from Schedule RC-E)			RCON2200	1,301,200	13.a
(1) Noninterest-bearing (1)	RCON6631	382,882			13.a.(1)
(2) Interest-bearing	RCON6636	918,318			13.a.(2)
b. Not applicable					
14. Federal funds purchased and securities sold under agreements to repurchase:					
a. Federal funds purchased (2)			RCONB993	32,472	14.a.
b. Securities sold under agreements to repurchase (3)			RCONB995	382,043	14.b.
15. Trading liabilities (from Schedule RC-D)			RCON3548	0	15.
16. Other borrowed money (includes mortgage indebtedness and obligations under capitalized leases) (from Schedule RC-M)			RCON3190	0	16.
17. Not applicable					
18. Not applicable					
19. Subordinated notes and debentures (4)			RCON3200	0	19.
20. Other liabilities (from Schedule RC-G)			RCON2930	23,361	20.
21. Total liabilities (sum of items 13 through 20)			RCON2948	1,739,076	21.
22. Not applicable					22.
Equity Capital					
Bank Equity Capital					
23. Perpetual preferred stock and related surplus			RCON3838	0	23.
24. Common stock			RCON3230	4,000	24.
25. Surplus (exclude all surplus related to preferred stock)			RCON3839	50,286	25.
26.					26.
a. Retained earnings			RCON3632	115,987	26.a.
b. Accumulated other comprehensive income (5)			RCONB530	26,618	26.b.
c. Other equity capital components (6)			RCONA130	0	26.c.
27.					27.
a. Total bank equity capital (sum of items 23 through 26.c)			RCON3210	196,891	27.a.
b. Noncontrolling (minority) interests in consolidated subsidiaries			RCON3000	0	27.b.
28. Total equity capital (sum of items 27.a and 27.b)			RCONG105	196,891	28.
29. Total liabilities and equity capital (sum of items 21 and 28)			RCON3300	1,935,967	29.

(1) Includes noninterest-bearing demand, time, and savings deposits.
(2) Report overnight Federal Home Loan Bank advances in Schedule RC, item 16, "Other borrowed money."
(3) Includes all securities repurchase agreements, regardless of maturity.
(4) Includes limited-life preferred stock and related surplus.
(5) Includes, but is not limited to, net unrealized holding gains (losses) on available-for-sale securities, accumulated net gains (losses) on cash flow hedges, and accumulated defined benefit pension and other postretirement plan adjustments.
(6) Includes treasury stock and unearned Employee Stock Ownership Plan shares.

Schedule RC—Continued

Memoranda

To be reported with the March Report of Condition.

		Number	
1. Indicate in the box at the right the number of the statement below that best describes the most comprehensive level of auditing work performed for the bank by independent external auditors as of any date during **2012**	RCON6724	N/A	M.1.

1 = Independent audit of the bank conducted in accordance with generally accepted auditing standards by a certified public accounting firm which submits a report on the bank

2 = Independent audit of the bank's parent holding company conducted in accordance with generally accepted auditing standards by a certified public accounting firm which submits a report on the consolidated holding company (but not on the bank separately)

3 = Attestation on bank management's assertion on the effectiveness of the bank's internal control over financial reporting by a certified public accounting firm

4 = Directors' examination of the bank conducted in accordance with generally accepted auditing standards by a certified public accounting firm (may be required by state chartering authority)

5 = Directors' examination of the bank performed by other external auditors (may be required by state chartering authority)

6 = Review of the bank's financial statements by external auditors

7 = Compilation of the bank's financial statements by external auditors

8 = Other audit procedures (excluding tax preparation work)

9 = No external audit work

		MM/DD	
To be reported with the March Report of Condition. 2. Bank's fiscal year-end date	RCON8678	N/A	M.2.

Schedule RC-A—Cash and Balances Due From Depository Institutions

Schedule RC-A is to be completed only by banks with $300 million or more in total assets. [1]
Exclude assets held for trading.

Dollar Amounts in Thousands		Bil Mil Thou	
1. Cash items in process of collection, unposted debits, and currency and coin:			
a. Cash items in process of collection and unposted debits	RCON0020	68,639	1.a.
b. Currency and coin	RCON0080	5,291	1.b.
2. Balances due from depository institutions in the U.S:			
a. U.S. branches and agencies of foreign banks	RCON0083	0	2.a.
b. Other commercial banks in the U.S. and other depository institutions in the U.S.	RCON0085	15,648	2.b.
3. Balances due from banks in foreign countries and foreign central banks:			
a. Foreign branches of other U.S. banks	RCON0073	0	3.a.
b. Other banks in foreign countries and foreign central banks	RCON0074	0	3.b.
4. Balances due from Federal Reserve Banks	RCON0090	68,248	4.
5. Total (sum of items 1 through 4) (must equal Schedule RC, sum of items 1.a and 1.b)	RCON0010	157,826	5.

(1) The $300 million asset size test is generally based on the total assets reported on the June 30, 2012, Report of Condition.

Schedule RC-B—Securities

Exclude assets held for trading.

Dollar Amounts in Thousands	(Column A) Held-to-maturity Amortized Cost	(Column B) Held-to-maturity Fair Value	(Column C) Available-for-sale Amortized Cost	(Column D) Available-for-sale Fair Value	
1. U.S. Treasury securities	RCON0211	RCON0213	RCON1286	RCON1287	
	0	0	0	0	1.
2. U.S. Government agency obligations (exclude mortgage-backed securities):					
a. Issued by U.S. Government agencies (1)	RCON1289	RCON1290	RCON1291	RCON1293	
	0	0	296,920	301,168	2.a.
b. Issued by U.S. Government-sponsored agencies (2)	RCON1294	RCON1295	RCON1297	RCON1298	
	0	0	47,625	47,864	2.b.
3. Securities issued by states and political subdivisions in the U.S.	RCON8496	RCON8497	RCON8498	RCON8499	
	0	0	141,547	146,469	3.
4. Mortgage-backed securities (MBS):					
a. Residential mortgage pass-through securities:					
(1) Guaranteed by GNMA	RCONG300	RCONG301	RCONG302	RCONG303	
	0	0	56,901	57,606	4.a.(1)
(2) Issued by FNMA and FHLMC	RCONG304	RCONG305	RCONG306	RCONG307	
	0	0	159,924	163,494	4.a.(2)
(3) Other pass-through securities	RCONG308	RCONG309	RCONG310	RCONG311	
	0	0	0	0	4.a.(3)
b. Other residential mortgage-backed securities (include CMOs, REMICs, and stripped MBS):					
(1) Issued or guaranteed by U.S. Government agencies or sponsored agencies (3)	RCONG312	RCONG313	RCONG314	RCONG315	
	0	0	128,166	128,817	4.b.(1)
(2) Collateralized by MBS issued or guaranteed by U.S. Government agencies or sponsored agencies (3)	RCONG316	RCONG317	RCONG318	RCONG319	
	0	0	0	0	4.b.(2)
(3) All other residential MBS	RCONG320	RCONG321	RCONG322	RCONG323	
	0	0	0	0	4.b.(3)
c. Commercial MBS:					
(1) Commercial mortgage pass-through securities:					
(a) Issued or guaranteed by FNMA, FHLMC, or GNMA	RCONK142	RCONK143	RCONK144	RCONK145	
	0	0	0	0	4.c.(1)(a)
(b) Other pass-through securities	RCONK146	RCONK147	RCONK148	RCONK149	
	0	0	0	0	4.c.(1)(b)
(2) Other commercial MBS:					
(a) Issued or guaranteed by U.S. Government agencies or sponsored agencies (3)	RCONK150	RCONK151	RCONK152	RCONK153	
	0	0	0	0	4.c.(2)(a)
(b) All other commercial MBS	RCONK154	RCONK155	RCONK156	RCONK157	
	0	0	0	0	4.c.(2)(b)

(1) Includes Small Business Administration "Guaranteed Loan Pool Certificates," U.S. Maritime Administration obligations, and Export-Import Bank participation certificates.

(2) Includes obligations (other than mortgage-backed securities) issued by the Farm Credit System, the Federal Home Loan Bank System, the Federal Home Loan Mortgage Corporation, the Federal National Mortgage Association, the Financing Corporation, Resolution Funding Corporation, the Student Loan Marketing Association, and the Tennessee Valley Authority.

(3) U.S. Government agencies include, but are not limited to, such agencies as the Government National Mortgage Association (GNMA), the Federal Deposit Insurance Corporation (FDIC), and the National Credit Union Administration (NCUA). U.S. Government-sponsored agencies include, but are not limited to, such agencies as the Federal Home Loan Mortgage Corporation (FHLMC) and the Federal National Mortgage Association (FNMA).

Schedule RC-B—Continued

Dollar Amounts in Thousands	(Column A) Held-to-maturity Amortized Cost	(Column B) Held-to-maturity Fair Value	(Column C) Available-for-sale Amortized Cost	(Column D) Available-for-sale Fair Value	
5. Asset-backed securities and structured financial products:					
a. Asset-backed securities (ABS) (from RC-B Memoranda)	RCONC026	RCONC988	RCONC989	RCONC027	
	0	0	30,520	30,997	5.a.
b. Structured financial products:					
(1) Cash	RCONG336	RCONG337	RCONG338	RCONG339	
	0	0	0	0	5.b.(1)
(2) Synthetic	RCONG340	RCONG341	RCONG342	RCONG343	
	0	0	0	0	5.b.(2)
(3) Hybrid	RCONG344	RCONG345	RCONG346	RCONG347	
	0	0	0	0	5.b.(3)
6. Other debt securities:					
a. Other domestic debt securities	RCON1737	RCON1738	RCON1739	RCON1741	
	0	0	11,348	11,433	6.a.
b. Foreign debt securities	RCON1742	RCON1743	RCON1744	RCON1746	
	0	0	0	0	6.b.
7. Investments in mutual funds and other equity securities with readily determinable fair values (1)			RCONA510	RCONA511	
			2,194	30,474	7.
8. Total (sum of items 1 through 7) (total of column A must equal Schedule RC, item 2.a) (total of column D must equal Schedule RC, item 2.b.)	RCON1754	RCON1771	RCON1772	RCON1773	
	0	0	875,145	918,322	8.

(1) Report Federal Reserve stock, Federal Home Loan Bank stock, and bankers' bank stock in Schedule RC-F, item 4.

Schedule RC-B—Continued

Memoranda

Dollar Amounts in Thousands		Bil | Mil | Thou	
1. Pledged securities [1]	RCON0416	784,912	M.1.
2. Maturity and repricing data for debt securities (excluding those in nonaccrual status): [1] [2]			
a. Securities issued by the U.S. Treasury, U.S. Government agencies, and states and political subdivisions in the U.S.; other non-mortgage debt securities; and mortgage pass-through securities other than those backed by closed-end first lien 1-4 family residential mortgages with a remaining maturity or next repricing date of: [3] [4]			
(1) Three months or less	RCONA549	331,192	M.2.a.(1)
(2) Over three months through 12 months	RCONA550	1,550	M.2.a.(2)
(3) Over one year through three years	RCONA551	68,704	M.2.a.(3)
(4) Over three years through five years	RCONA552	51,433	M.2.a.(4)
(5) Over five years through 15 years	RCONA553	85,052	M.2.a.(5)
(6) Over 15 years	RCONA554	0	M.2.a.(6)
b. Mortgage pass-through securities backed by closed-end first lien 1-4 family residential mortgages with a remaining maturity or next repricing date of: [3] [5]			
(1) Three months or less	RCONA555	135,379	M.2.b.(1)
(2) Over three months through 12 months	RCONA556	40,957	M.2.b.(2)
(3) Over one year through three years	RCONA557	16,003	M.2.b.(3)
(4) Over three years through five years	RCONA558	6,508	M.2.b.(4)
(5) Over five years through 15 years	RCONA559	22,253	M.2.b.(5)
(6) Over 15 years	RCONA560	0	M.2.b.(6)
c. Other mortgage-backed securities (include CMOs, REMICs, and stripped MBS; exclude mortgage pass-through securities) with an expected average life of: [6]			
(1) Three years or less	RCONA561	59,110	M.2.c.(1)
(2) Over three years	RCONA562	69,707	M.2.c.(2)
d. Debt securities with a REMAINING MATURITY of one year or less (included in Memorandum items 2.a through 2.c above)	RCONA248	5,296	M.2.d.
3. Amortized cost of held-to-maturity securities sold or transferred to available-for-sale or trading securities during the calendar year-to-date (report the amortized cost at date of sale or transfer)	RCON1778	0	M.3.
4. Structured notes (included in the held-to-maturity and available-for-sale accounts in Schedule RC-B, items 2, 3, 5, and 6):			
a. Amortized cost	RCON8782	5,553	M.4.a.
b. Fair value	RCON8783	5,830	M.4.b.

(1) Includes held-to-maturity securities at amortized cost and available-for-sale securities at fair value.
(2) Exclude investments in mutual funds and other equity securities with readily determinable fair values.
(3) Report fixed rate debt securities by remaining maturity and floating rate debt securities by next repricing date.
(4) Sum of Memorandum items 2.a.(1) through 2.a.(6) plus any nonaccrual debt securities in the categories of debt securities reported in Memorandum item 2.a that are included in Schedule RC-N, item 9, column C, must equal Schedule RC-B, sum of items 1, 2, 3, 4.c.(1), 5, and 6, columns A and D, plus residential mortgage pass-through securities other than those backed by closed-end first lien 1-4 family residential mortgages included in Schedule RC-B, item 4.a, columns A and D.
(5) Sum of Memorandum items 2.b.(1) through 2.b.(6) plus any nonaccrual mortgage pass-through securities backed by closed-end first lien 1-4 family residential mortgages included in Schedule RC-N, item 9, column C, must equal Schedule RC-B, item 4.a, sum of columns A and D, less the amount of residential mortgage pass-through securities other than those backed by closed-end first lien 1-4 family residential mortgages included in Schedule RC-B, item 4.a, columns A and D.
(6) Sum of Memorandum items 2.c.(1) and 2.c.(2) plus any nonaccrual "Other mortgage-backed securities" included in Schedule RC-N, item 9, column C, must equal Schedule RC-B, sum of items 4.b. and 4.c.(2), columns A and D.

Schedule RC-B—Continued

Memoranda—Continued

Dollar Amounts in Thousands	(Column A) Held-to-maturity Amortized Cost	(Column B) Held-to-maturity Fair Value	(Column C) Available-for-sale Amortized Cost	(Column D) Available-for-sale Fair Value	
Memorandum items 5.a through 5.f are to be completed by banks with $1 billion or more in total assets.[1]					
5. Asset-backed securities (ABS) (for each column, sum of Memorandum items 5.a through 5.f must equal Schedule RC-B, item 5.a):					
a. Credit card receivables	RCONB838 0	RCONB839 0	RCONB840 0	RCONB841 0	M.5.a.
b. Home equity lines	RCONB842 0	RCONB843 0	RCONB844 0	RCONB845 0	M.5.b.
c. Automobile loans	RCONB846 0	RCONB847 0	RCONB848 0	RCONB849 0	M.5.c.
d. Other consumer loans	RCONB850 0	RCONB851 0	RCONB852 30,520	RCONB853 30,997	M.5.d.
e. Commercial and industrial loans	RCONB854 0	RCONB855 0	RCONB856 0	RCONB857 0	M.5.e.
f. Other	RCONB858 0	RCONB859 0	RCONB860 0	RCONB861 0	M.5.f.
6. Structured financial products by underlying collateral or reference assets (for each column, sum of Memorandum items 6.a through 6.g must equal Schedule RC-B, sum of items 5.b.(1) through (3)):					
a. Trust preferred securities issued by financial institutions	RCONG348 0	RCONG349 0	RCONG350 0	RCONG351 0	M.6.a.
b. Trust preferred securities issued by real estate investment trusts	RCONG352 0	RCONG353 0	RCONG354 0	RCONG355 0	M.6.b.
c. Corporate and similar loans	RCONG356 0	RCONG357 0	RCONG358 0	RCONG359 0	M.6.c.
d. 1-4 family residential MBS issued or guaranteed by U.S. government-sponsored enterprises (GSEs)	RCONG360 0	RCONG361 0	RCONG362 0	RCONG363 0	M.6.d.
e. 1-4 family residential MBS not issued or guaranteed by GSEs	RCONG364 0	RCONG365 0	RCONG366 0	RCONG367 0	M.6.e.
f. Diversified (mixed) pools of structured financial products	RCONG368 0	RCONG369 0	RCONG370 0	RCONG371 0	M.6.f.
g. Other collateral or reference assets	RCONG372 0	RCONG373 0	RCONG374 0	RCONG375 0	M.6.g.

(1) The $1 billion asset size test is generally based on the total assets reported on the June 30, 2012, Report of Condition.

Schedule RC-C—Loans and Lease Financing Receivables

Part I. Loans and Leases

Do not deduct the allowance for loan and lease losses or the allocated transfer risk reserve from amounts reported in this schedule. Report (1) loans and leases held for sale at the lower of cost or fair value and (2) loans and leases held for investment, net of unearned income, and (3) loans and leases accounted for at fair value under a fair value option. Exclude assets held for trading and commercial paper.

Dollar Amounts in Thousands	(Column A) To Be Completed by Banks with $300 Million or More in Total Assets (1)		(Column B) To Be Completed by All Banks		
1. Loans secured by real estate:					
a. Construction, land development, and other land loans:					
(1) 1-4 family residential construction loans			RCONF158	8,631	1.a.(1)
(2) Other construction loans, all land development. other land loans			RCONF159	30,697	1.a.(2)
b. Secured by farmland (incl. farm residential & other improvements)			RCON1420	26,870	1.b.
c. Secured by 1-4 family residential properties:					
(1) Revolving, open-end loans secured by 1-4 family residential properties and extended under lines of credit			RCON1797	20,963	1.c.(1)
(2) Closed-end loans secured by 1-4 family residential properties:					
(a) Secured by first liens			RCON5367	183,775	1.c.(2)(a)
(b) Secured by junior liens			RCON5368	18,391	1.c.(2)(b)
d. Secured by multifamily (5 or more) residential properties			RCON1460	32,159	1.d.
e. Secured by nonfarm nonresidential properties:					
(1) Loans secured by owner-occupied nonfarm nonresidential properties			RCONF160	108,916	1.e.(1)
(2) Loans secured by other nonfarm nonresidential properties			RCONF161	81,646	1.e.(2)
2. Loans to depository institutions and acceptances of other banks			RCON1288	0	2.
a. To commercial banks in the U.S.:					
(1) To U.S. branches and agencies of foreign banks	RCONB532	0			2.a.(1)
(2) To other commercial banks in the U.S.	RCONB533	0			2.a.(2)
b. To other depository institutions in the U.S.	RCONB534	0			2.b.
c. To banks in foreign countries:					
(1) To foreign branches of other U.S. banks	RCONB536	0			2.c.(1)
(2) To other banks in foreign countries	RCONB537	0			2.c.(2)
3. Loans to finance agricultural production and other loans to farmers			RCON1590	6,393	3.
4. Commercial and industrial loans			RCON1766	96,985	4.
a. To U.S. addressees (domicile)	RCON1763	96,985			4.a.
b. To non-U.S. addressees (domicile)	RCON1764	0			4.b.
5. Not applicable					
6. Loans to individuals for household, family, and other personal expenditures (i.e., consumer loans) (includes purchased paper):					
a. Credit cards			RCONB538	8,638	6.a.
b. Other revolving credit plans			RCONB539	7,133	6.b.
c. Automobile loans			RCONK137	72,687	6.c.
d. Other consumer loans (includes single payment and installment loans other than automobile loans, and all student loans)			RCONK207	21,536	6.d.
7. Loans to foreign governments and official institutions (including foreign central banks)			RCON2081	0	7.
8. Obligations (other than securities and leases) of states and political subdivisions in the U.S.			RCON2107	34,107	8.
9. Loans to nondepository financial institutions and other loans:					
a. Loans to nondepository financial institutions			RCONJ454	3,923	9.a.
b. Other loans			RCONJ464	16,594	9.b.
(1) Loans for purchasing or carrying securities (secured/unsecured)	RCON1545	677			9.b.(1)
(2) All other loans (exclude consumer loans)	RCONJ451	15,917			9.b.(2)

Schedule RC-C—Continued

Part I—Continued

Dollar Amounts in Thousands	(Column A) To Be Completed by Banks with $300 Million or More in Total Assets (1)		(Column B) To Be Completed by All Banks		
10. Lease financing receivables (net of unearned income)			RCON2165	0	10
a. Leases to individuals for household, family, and other personal expenditures (i.e., consumer leases)	RCONF162	0			10.a.
b. All other leases	RCONF163	0			10.b.
11. LESS:Any unearned income on loans reflected in items 1-9 above			RCON2123	267	11.
12. Total loans and leases, net of unearned income (sum of items 1 through 10 minus item 11) (must equal Schedule RC, sum of items 4.a and 4.b)			RCON2122	779,777	12.

Memoranda

Dollar Amounts in Thousands				Bil Mil Thou	
1. Loans restructured in troubled debt restructurings that are in compliance with their modified terms (included in Schedule RC-C, part I, and not reported as past due or nonaccrual in Schedule RC-N, Memorandum item 1):					
a. Construction, land development, and other land loans:					
(1) 1-4 family residential construction loans			RCONK158	0	M.1.a.(1)
(2) Other construction loans and all land development and other land loans			RCONK159	0	M.1.a.(2)
b. Loans secured by 1-4 family residential properties			RCONF576	1,619	M.1.b.
c. Secured by multifamily (5 or more) residential properties			RCONK160	509	M.1.c.
d. Secured by nonfarm nonresidential properties:					
(1) Loans secured by owner-occupied nonfarm nonresidential properties			RCONK161	1,206	M.1.d.(1)
(2) Loans secured by other nonfarm nonresidential properties			RCONK162	727	M.1.d.(2)
e. Commercial and industrial loans			RCONK256	69	M.1.e.
Memorandum items 1.e.(1) and (2) are to be completed by banks with $300 million or more in total assets (1) (sum of Memorandum items 1.e.(1) and (2) must equal Memorandum item 1.e.):					
(1) To U.S. addressees (domicile)	RCONK163	69			M.1.e.(1)
(2) To non-U.S. addressees (domicile)	RCONK164	0			M.1.e.(2)
f. All other loans (*include* loans to individuals for household, family, and other personal expenditures)			RCONK165	1,594	M.1.f.
Itemize loan categories included in Memorandum item 1.f above that exceed 10% of total loans restructured in troubled debt restructurings that are in compliance with their modified terms (sum of Memorandum items 1.a through 1.e plus 1.f):					
(1) Loans secured by farmland			RCONK166	0	M.1.f.(1)
(2) Loans to depository institutions and acceptances of other banks			RCONK167	0	M.1.f.(2)
(3) Not applicable					
(4) Loans to individuals for household, family, and other personal expenditures:					
(a) Credit cards			RCONK098	0	M.1.f.(4)(a)
(b) Automobile loans			RCONK203	0	M.1.f.(4)(b)
(c) Other (includes revolving credit plans other than credit cards and other consumer loans)			RCONK204	0	M.1.f.(4)(c)
(5) Loans to foreign governments and official institutions			RCONK212	0	M.1.f.(5)
(6) Other loans (2)			RCONK267	1,495	M.1.f.(6)

(1) The $300 million asset size test is generally based on the total assets reported on the June 30, 2012, Report of Condition.

(2) Includes "Loans to finance agricultural production and other loans to farmers," "Obligations (other than securities and leases) of states and political subdivisions in the U.S.," and "Loans to nondepository financial institutions and other loans."

Schedule RC-C—Continued

Memoranda—Continued

Dollar Amounts in Thousands		Bil Mil Thou	
Memoranda item 1.f.(6)(a) is to be completed by: [6] • *Banks with $300 million or more in total assets* • *Banks with less than $300 million in total assets that have loans to finance agricultural production and other loans to farmers (Schedule RC-C, part I, item 3) exceeding 5 percent of total loans*			
(a) Loans to finance agricultural production and other loans to farmers included in Schedule RC-C, part I, Memorandum item 1.f.(6), above	RCONK168	0	M.1.f.(6)(a)
2. Maturity and repricing data for loans and leases (excluding those in nonaccrual status):			
a. Closed-end loans secured by first liens on 1-4 family residential properties (reported in Schedule RC-C, part I, item 1.c.(2)(a), col. B) with a remaining maturity or next repricing date of: [3] [4]			
(1) Three months or less	RCONA564	20,619	M.2.a.(1)
(2) Over three months through 12 months	RCONA565	35,964	M.2.a.(2)
(3) Over one year through three years	RCONA566	19,606	M.2.a.(3)
(4) Over three years through five years	RCONA567	37,173	M.2.a.(4)
(5) Over five years through 15 years	RCONA568	27,061	M.2.a.(5)
(6) Over 15 years	RCONA569	40,935	M.2.a.(6)
b. All loans and leases (reported in Schedule RC-C, part I, items 1 through 10, col. B) EXCLUDING closed-end loans secured by first liens on 1-4 family residential properties (reported in Schedule RC-C, part I, item 1.c.(2)(a), col. B) with a remaining maturity or next repricing date of: [3] [5]			
(1) Three months or less	RCONA570	194,026	M.2.b.(1)
(2) Over three months through 12 months	RCONA571	43,602	M.2.b.(2)
(3) Over one year through three years	RCONA572	102,350	M.2.b.(3)
(4) Over three years through five years	RCONA573	205,430	M.2.b.(4)
(5) Over five years through 15 years	RCONA574	36,932	M.2.b.(5)
(6) Over 15 years	RCONA575	6,087	M.2.b.(6)
c. Loans and leases (reported in Schedule RC-C, part I, items 1 through 10, column B, above) with a REMAINING MATURITY of one year or less (excluding those in nonaccrual status)	RCONA247	134,675	M.2.c.
3. Loans to finance commercial real estate, construction, and land development activities *(not secured by real estate)* included in Schedule RC-C, part I, items 4 and 9, column B [7]	RCON2746	6,896	M.3.
4. Adjustable rate closed-end loans secured by first liens on 1-4 family residential properties (included in Schedule RC-C, part I, item 1.c.(2)(a), column B)	RCON5370	114,314	M.4.

(3) Report fixed rate loans and leases by remaining maturity and floating rate loans by next repricing date.

(4) Sum of Memorandum items 2.a.(1) through 2.a.(6) plus total nonaccrual closed-end loans secured by first liens on 1-4 family residential properties included in Schedule RC-N, item 1.c.(2)(a), column C, must equal total closed-end loans secured by first liens on 1-4 family residential properties from Schedule RC-C, part I, item 1.c.(2)(a), column B.

(5) Sum of Memorandum items 2.b.(1) through 2.b.(6) plus total nonaccrual loans and leases from Schedule RC-N, sum of items 1 through 8, column C, minus nonaccrual closed-end loans secured by first liens on 1-4 family residential properties included in Schedule RC-N, item 1.c.(2)(a), column C, must equal total loans and leases from Schedule RC-C, part I, sum of items 1 through 10, column B, minus total closed-end loans secured by first liens on 1-4 family residential properties from Schedule RC-C, part I, item 1.c.(2)(a), column B.

(6) The $300 million asset size test and the 5 percent of total loans test are generally based on the total assets and total loans reported on the June 30, 2012, Report of Condition.

(7) Exclude loans secured by real estate that are included in Schedule RC-C, Part I, items 1.a through 1.e, column B.

Schedule RC-C—Continued

Part I—Continued

Memoranda—Continued

Dollar Amounts in Thousands		Bil | Mil | Thou	
5. *To be completed by banks with $300 million or more in total assets:* (8) Loans secured by real estate to non-U.S. addressees (domicile) (included in Schedule RC-C, part I, items 1.a through 1.e, column B)	RCONB837	0	M.5.
Memorandum item 6 is to be completed by banks that (1) together with affiliated institutions, have outstanding credit card receivables (as defined in the instructions) that exceed $500 million as of the report date or (2) are credit card specialty banks as defined for UBPR purposes.			
6. Outstanding credit card fees and finance charges included in Schedule RC-C, part I, item 6.a	RCONC391	N/A	M.6.
Memorandum item 7 is to be completed by all banks.			
7. Purchased credit-impaired loans held for investment accounted for in accordance with FASB ASC 310-30 (former AICPA Statement of Position 03-3) (exclude loans held for sale):			
a. Outstanding balance	RCONC779	0	M.7.a.
b. Carrying amount included in Schedule RC-C, part I, items 1 through 9	RCONC780	0	M.7.b.
8. Closed-end loans with negative amortization features secured by 1-4 family residential properties:			
a. Total carrying amount of closed-end loans with negative amortization features secured by 1-4 family residential properties (included in Schedule RC-C, part I, items 1.c.(2)(a) and (b))	RCONF230	0	M.8.a.
Memorandum items 8.b and 8.c are to be completed by banks that had closed-end loans with negative amortization features secured by 1-4 family residential properties (as reported in Schedule RC-C, part I, Memorandum item 8.a) as of ***December 31, 2012****, that exceeded the lesser of $100 million or 5 percent of total loans and leases, net of unearned income (as reported in Schedule RC-C, part I, item 12, column B).*			
b. Total maximum remaining amount of negative amortization contractually permitted on closed-end loans secured by 1-4 family residential properties	RCONF231	N/A	M.8.b.
c. Total amount of negative amortization on closed-end loans secured by 1-4 family residential properties included in the carrying amount reported in Memorandum item 8.a above	RCONF232	N/A	M.8.c.
9. Loans secured by 1-4 family residential properties in process of foreclosure (included in Schedule RC-C, part I, items 1.c.(1), 1.c.(2)(a), and 1.c.(2)(b))	RCONF577	199	M.9.
Memorandum items 10 and 11 are to be completed by banks that have elected to measure loans included in Schedule RC-C, part I, items 1 through 9, at fair value under a fair value option.			
10. Loans measured at fair value (included in Schedule RC-C, part I, items 1 through 9):			
a. Loans secured by real estate:			
(1) Construction, land development, and other land loans	RCONF578	N/A	M.10.a.(1)
(2) Secured by farmland (including farm residential and other improvements)	RCONF579	N/A	M.10.a.(2)
(3) Secured by 1-4 family residential properties:			
(a) Revolving, open-end loans secured by 1-4 family residential properties and extended under lines of credit	RCONF580	N/A	M.10.a.(3)(a)
(b) Closed-end loans secured by 1-4 family residential properties:			
(1) Secured by first liens	RCONF581	N/A	M.10.a.(3)(b)(1)
(2) Secured by junior liens	RCONF582	N/A	M.10.a.(3)(b)(2)
(4) Secured by multifamily (5 or more) residential properties	RCONF583	N/A	M.10.a.(4)
(5) Secured by nonfarm nonresidential properties	RCONF584	N/A	M.10.a.(5)
b. Commercial and industrial loans	RCONF585	N/A	M.10.b.

(8) The $300 million asset size test is generally based on the total assets reported on the June 30, 2012, Report of Condition.

Schedule RC-C—Continued

Part I—Continued

Memoranda—Continued

Dollar Amounts in Thousands		Bil | Mil | Thou	
c. Loans to individuals for household, family, and other personal expenditures (i.e., consumer loans) (includes purchased paper):			
(1) Credit Cards	RCONF586	N/A	M.10.c.(1)
(2) Other revolving credit plans	RCONF587	N/A	M.10.c.(2)
(3) Automobile loans	RCONK196	N/A	M.10.c.(3)
(4) Other consumer loans	RCONK208	N/A	M.10.c.(4)
d. Other loans	RCONF589	N/A	M.10.d.
11. Unpaid principal balance of loans measured at fair value (reported in Schedule RC-C, part I, Memorandum item 10):			
a. Loans secured by real estate:			
(1) Construction, land development, and other land loans	RCONF590	N/A	M.11.a.(1)
(2) Secured by farmland (including farm residential and other improvements)	RCONF591	N/A	M.11.a.(2)
(3) Secured by 1-4 family residential properties:			
(a) Revolving, open-end loans secured by 1-4 family residential properties and extended under lines of credit	RCONF592	N/A	M.11.a.(3)(a)
(b) Closed-end loans secured by 1-4 family residential properties:			
(1) Secured by first liens	RCONF593	N/A	M.11.a.(3)(b)(1)
(2) Secured by junior liens	RCONF594	N/A	M.11.a.(3)(b)(2)
(4) Secured by multifamily (5 or more) residential properties	RCONF595	N/A	M.11.a.(4)
(5) Secured by nonfarm nonresidential properties	RCONF596	N/A	M.11.a.(5)
b. Commercial and industrial loans	RCONF597	N/A	M.11.b.
c. Loans to individuals for household, family, and other personal expenditures (i.e., consumer loans) (includes purchased paper):			
(1) Credit cards	RCONF598	N/A	M.11.c.(1)
(2) Other revolving credit plans	RCONF599	N/A	M.11.c.(2)
(3) Automobile loans	RCONK195	N/A	M.11.c.(3)
(4) Other consumer loans	RCONK209	N/A	M.11.c.(4)
d. Other loans	RCONF601	N/A	M.11.d.

Dollar Amounts in Thousands	(Column A) Fair value of acquired loans and leases at acquisition date		(Column B) Gross contractual amounts receivable at acquisition date		(Column C) Best estimate at acquisition date of contractual cash flows not expected to be collected		
12. Loans (not subject to the requirements of FASB ASC 310-30 (former AICPA Statement of Position 03-3)) and leases held for investment that were acquired in business combinations with acquisition dates in the current calendar year:							
a. Loans secured by real estate	RCONG091	0	RCONG092	0	RCONG093	0	M.12.a.
b. Commercial and industrial loans	RCONG094	0	RCONG095	0	RCONG096	0	M.12.b.
c. Loans to individuals for household, family, and other personal expenditures	RCONG097	0	RCONG098	0	RCONG099	0	M.12.c.
d. All other loans and all leases	RCONG100	0	RCONG101	0	RCONG102	0	M.12.d.

Schedule RC-C—Continued

Part I—Continued

Memoranda—Continued

Dollar Amounts in Thousands		Bil | Mil | Thou	
*Memorandum item 13 is to be completed by banks that had construction, land development, and other land loans (as reported in Schedule RC-C, part I, item 1.a, column B) that exceeded 100 percent of total risk-based capital (as reported in Schedule RC-R, item 21) as of **December 31, 2012**.*			
13. Construction, land development, and other land loans with interest reserves:			
a. Amount of loans that provide for the use of interest reserves (included in Schedule RC-C, part I, item 1.a, column B)	RCONG376	N/A	M.13.a.
b. Amount of interest capitalized from interest reserves on construction, land development, and other land loans that is included in interest and fee income on loans during the quarter (included in Schedule RI, item 1.a.(1)(b))	RIADG377	N/A	M.13.b.
Memorandum item 14 is to be completed by all banks.			
14. Pledged loans and leases	RCONG378	519,926	M.14.
Memorandum item 15 is to be completed for the December report only.			
15. Reverse mortgages:			
a. Reverse mortgages outstanding that are held for investment (included in Schedule RC-C, item 1.c, above):			
(1) Home Equity Conversion Mortgage (HECM) reverse mortgages	RCONJ466	0	M.15.a.(1)
(2) Proprietary reverse mortgages	RCONJ467	0	M.15.a.(2)

		Number	
b. Estimated number of reverse mortgage loan referrals to other lenders during the year from whom compensation has been received for services performed in connection with the origination of the reverse mortgages:			
(1) Home Equity Conversion Mortgage (HECM) reverse mortgages	RCONJ468	0	M.15.b.(1)
(2) Proprietary reverse mortgages	RCONJ469	0	M.15.b.(2)

Dollar Amounts in Thousands		Bil | Mil | Thou	
c. Principal amount of reverse mortgage originations that have been sold during the year:			
(1) Home Equity Conversion Mortgage (HECM) reverse mortgages	RCONJ470	0	M.15.c.(1)
(2) Proprietary reverse mortgages	RCONJ471	0	M.15.c.(2)

Schedule RC-C—Continued

Part II. Loans to Small Businesses and Small Farms

Report the number and amount currently outstanding as of *the report date* of business loans with "original amounts" of $1,000,000 or less and farm loans with "original amounts" of $500,000 or less. The following guidelines should be used to determine the "original amount" of a loan: (1) For loans drawn down under lines of credit or loan commitments, the "original amount" of the loan is the size of the line of credit or loan commitment when the line of credit or loan commitment was *most recently* approved, extended, or renewed prior to the report date. However, if the amount currently outstanding as of the report date exceeds this size, the "original amount" is the amount currently outstanding on the report date. (2) For loan participations and syndications, the "original amount" of the loan participation or syndication is the entire amount of the credit originated by the lead lender. (3) For all other loans, the "original amount" is the total amount of the loan origination or the amount currently outstanding as of the report date, whichever is larger.

Loans to Small Businesses

		Yes/No	
1. Indicate in the appropriate box at the right whether all or substantially all of the dollar volume of your bank's "Loans secured by nonfarm nonresidential properties" reported in Schedule RC-C, part I, items 1.e.(1) and 1.e.(2), *and* all or substantially all of the dollar volume of your bank's "Commercial and industrial loans" reported in Schedule RC-C, part I, item 4, have *original amounts* of $100,000 or less (If your bank has no loans outstanding in *both* of these two loan categories, answer this question "NO.")	RCON6999	NO	1.

If YES, complete items 2.a and 2.b below, skip items 3 and 4, and go to item 5.
If NO and your bank has loans outstanding in either loan category, skip items 2.a and 2.b, complete items 3 and 4 below, and go to item 5.
If NO and your bank has no loans outstanding in both loan categories, skip items 2 through 4, and go to item 5.

		Number	
2. Report the total *number* of loans *currently outstanding* for each of the following Schedule RC-C, part I, loan categories:			
a. "Loans secured by nonfarm nonresidential properties" reported in Schedule RC-C, part I, items 1.e.(1) and 1.e.(2) (Note: Sum of items 1.e.(1) and 1.e.(2) divided by the number of loans should NOT exceed $100,000.)	RCON5562	N/A	2.a.
b. "Commercial and industrial loans" reported in Schedule RC-C, part I, item 4. (1) (Note: Item 4 (1), divided by the number of loans should NOT exceed $100,000.)	RCON5563	N/A	2.b.

Dollar Amounts in Thousands		(Column A) Number of Loans		(Column B) Amount Currently Outstanding	
3. Number and amount *currently outstanding* of "Loans secured by nonfarm nonresidential properties" reported in Schedule RC-C, part I, items 1.e.(1) and 1.e.(2) (sum of items 3.a through 3.c must be less than or equal to Schedule RC-C, part I, sum of items 1.e.(1) and 1.e.(2)):					
a. With *original amounts* of $100,000 or less	RCON5564	96	RCON5565	3,869	3.a.
b. With *original amounts* of more than $100,000 through $250,000	RCON5566	125	RCON5567	14,698	3.b.
c. With *original amounts* of more than $250,000 through $1,000,000	RCON5568	149	RCON5569	51,152	3.c.
4. Number and amount *currently outstanding* of "Commercial and industrial loans" reported in Schedule RC-C, part I, item 4 (1) (sum of items 4.a through 4.c must be less than or equal to Schedule RC-C, part I, item 4 (1)):					
a. With *original amounts* of $100,000 or less	RCON5570	1828	RCON5571	16,642	4.a.
b. With *original amounts* of more than $100,000 through $250,000	RCON5572	119	RCON5573	11,398	4.b.
c. With *original amounts* of more than $250,000 through $1,000,000	RCON5574	95	RCON5575	25,218	4.c.

(1) Banks with $300 million or more in total assets should provide the requested information for "Commercial and industrial loans" based on the loans reported in Schedule RC-C, part I, item 4.a, column A, "Commercial and industrial loans to U.S. addressees."

Schedule RC-C—Continued

Part II—Continued

Agricultural Loans to Small Farms

		Yes/No	
5. Indicate in the appropriate box at the right whether all or substantially all of the dollar volume of your bank's "Loans secured by farmland (including farm residential and other improvements)" reported in Schedule RC-C, part I, item 1.b, *and* all or substantially all of the dollar volume of your bank's "Loans to finance agricultural production and other loans to farmers" reported in Schedule RC-C, part I, item 3, have *original amounts* of $100,000 or less (If your bank has no loans outstanding in *both* of these two loan categories, answer this question "NO.")	RCON6860	NO	5.

If YES, complete items 6.a and 6.b below, and do not complete items 7 and 8.
If NO and your bank has loans outstanding in either loan category, skip items 6.a and 6.b and complete items 7 and 8 below.
If NO and your bank has no loans outstanding in both loan categories, do not complete items 6 through 8.

		Number	
6. Report the total *number* of loans *currently outstanding* for each of the following Schedule RC-C, part I, loan categories:			
a. "Loans secured by farmland (including farm residential and other improvements)" reported in Schedule RC-C, part I, item 1.b, (Note: Item 1.b divided by the number of loans should NOT exceed $100,000.)	RCON5576	N/A	6.a.
b. "Loans to finance agricultural production and other loans to farmers" reported in Schedule RC-C, part I, item 3 (Note: Item 3 divided by the number of loans should NOT exceed $100,000.)	RCON5577	N/A	6.b.

Dollar Amounts in Thousands		(Column A) Number of Loans		(Column B) Amount Currently Outstanding	
7. Number and amount *currently outstanding* of "Loans secured by farmland (including farm residential and other improvements)" reported in Schedule RC-C, part I, item 1.b (sum of items 7.a through 7.c must be less than or equal to Schedule RC-C, part I, item 1.b):					
a. With *original amounts* of $100,000 or less	RCON5578	137	RCON5579	5,269	7.a.
b. With *original amounts* of more than $100,000 through $250,000	RCON5580	78	RCON5581	8,509	7.b.
c. With *original amounts* of more than $250,000 through $500,000	RCON5582	32	RCON5583	8,411	7.c.
8. Number and amount *currently outstanding* of "Loans to finance agricultural production and other loans to farmers" reported in Schedule RC-C, part I, item 3 (sum of items 8.a through 8.c must be less than or equal to Schedule RC-C, part I, item 3):					
a. With *original amounts* of $100,000 or less	RCON5584	353	RCON5585	5,766	8.a.
b. With *original amounts* of more than $100,000 through $250,000	RCON5586	7	RCON5587	627	8.b.
c. With *original amounts* of more than $250,000 through $500,000	RCON5588	0	RCON5589	0	8.c.

Schedule RC-D—Trading Assets and Liabilities

Schedule RC-D is to be completed by banks that reported average trading assets (Schedule RC-K, item 7) of $2 million or more in any of the four preceding calendar quarters.

Dollar Amounts in Thousands		Bil Mil Thou	
Assets			
1. U.S. Treasury securities	RCON3531	0	1.
2. U.S. Government agency obligations (exclude mortgage-backed securities)	RCON3532	0	2.
3. Securities issued by states and political subdivisions in the U.S.	RCON3533	225	3.
4. Mortgage-backed securities (MBS):			
a. Residential mortgage pass-through securities issued or guaranteed by FNMA, FHLMC, GNMA	RCONG379	0	4.a.
b. Other residential MBS issued or guaranteed by U.S. Government agencies or sponsored agencies (include CMOs, REMICs, and stripped MBS) (1)	RCONG380	0	4.b.
c. All other residential MBS	RCONG381	0	4.c.
d. Commercial MBS issued or guaranteed by U.S. Government agencies or sponsored agencies (1)	RCONK197	0	4.d.
e. All other commercial MBS	RCONK198	0	4.e.
5. Other debt securities			
a. Structured financial products:			
(1) Cash	RCONG383	0	5.a.(1)
(2) Synthetic	RCONG384	0	5.a.(2)
(3) Hybrid	RCONG385	0	5.a.(3)
b. All other debt securities	RCONG386	0	5.b.
6. Loans:			
a. Loans secured by real estate:			
(1) Construction, land development, and other land loans	RCONF604	0	6.a.(1)
(2) Secured by farmland (including farm residential and other improvements)	RCONF605	0	6.a.(2)
(3) Secured by 1-4 family residential properties:			
(a) Revolving, open-end secured by 1-4 family residential properties and extended under LOC	RCONF606	0	6.a.(3)(a)
(b) Closed-end loans secured by 1-4 family residential properties:			
(1) Secured by first liens	RCONF607	0	6.a.(3)(b)(1)
(2) Secured by junior liens	RCONF611	0	6.a.(3)(b)(2)
(4) Secured by multifamily (5 or more) residential properties	RCONF612	0	6.a.(4)
(5) Secured by nonfarm nonresidential properties	RCONF613	0	6.a.(5)
b. Commercial and industrial loans	RCONF614	0	6.b.
c. Loans to individuals for household, family, and other personal expenditures (i.e., consumer loans) (includes purchased paper):			
(1) Credit cards	RCONF615	0	6.c.(1)
(2) Other revolving credit plans	RCONF616	0	6.c.(2)
(3) Automobile loans	RCONK199	0	6.c.(3)
(4) Other consumer loans	RCONK210	0	6.c.(4)
d. Other loans	RCONF618	0	6.d.
7. - 8. Not applicable			
9. Other trading assets	RCON3541	0	9.
10. Not applicable			
11. Derivatives with a positive fair value (from Schedule RC-Q, item 5.a., column A)	RCON3543	0	11.
12. Total trading assets (sum of items 1 through 11) (must equal Schedule RC, item 5)	RCON3545	225	12.
Liabilities			
13.			
a. Liability for short positions	RCON3546	0	13.a.
b. Other trading liabilities	RCONF624	0	13.b.
14. Derivatives with a negative fair value (from Schedule RC-Q, item 10.a., column A)	RCON3547	0	14.
15. Total trading liabilities (sum of items 13.a. through 14) (must equal Schedule RC, item 15)	RCON3548	0	15.

(1) U.S. Government agencies include, but are not limited to, such agencies as the Government National Mortgage Association (GNMA), the Federal Deposit Insurance Corporation (FDIC), and the National Credit Union Administration (NCUA). U.S. Government-sponsored agencies include, but are not limited to, such agencies as the Federal Home Loan Mortgage Corporation (FHLMC) and the Federal National Mortgage Association (FNMA).

Schedule RC-D—Continued

Memoranda

Dollar Amounts in Thousands		Bil | Mil | Thou	
1. Unpaid principal balance of loans measured at fair value (reported in Schedule RC-D, item 6.a.(1) through 6.d):			
a. Loans secured by real estate:			
(1) Construction, land development, and other land loans	RCONF625	0	M.1.a.(1)
(2) Secured by farmland (including farm residential and other improvements)	RCONF626	0	M.1.a.(2)
(3) Secured by 1-4 family residential properties:			
(a) Revolving, open-end loans secured by 1-4 family residential properties and extended under lines of credit	RCONF627	0	M.1.a.(3)(a)
(b) Closed-end loans secured by 1-4 family residential properties:			
(1) Secured by first liens	RCONF628	0	M.1.a.(3)(b)(1)
(2) Secured by junior liens	RCONF629	0	M.1.a.(3)(b)(2)
(4) Secured by multifamily (5 or more) residential properties	RCONF630	0	M.1.a.(4)
(5) Secured by nonfarm nonresidential properties	RCONF631	0	M.1.a.(5)
b. Commercial and industrial loans	RCONF632	0	M.1.b.
c. Loans to individuals for household, family, and other personal expenditures (i.e., consumer loans) (includes purchased paper):			
(1) Credit cards	RCONF633	0	M.1.c.(1)
(2) Other revolving credit plans	RCONF634	0	M.1.c.(2)
(3) Automobile loans	RCONK200	0	M.1.c.(3)
(4) Other consumer loans	RCONK211	0	M.1.c.(4)
d. Other loans	RCONF636	0	M.1.d.
2. Loans measured at fair value that are past due 90 days or more:			
a. Fair value	RCONF639	0	M.2.a.
b. Unpaid principal balance	RCONF640	0	M.2.b.
3. Structured financial products by underlying collateral or reference assets (sum of Memorandum items 3.a through 3.g must equal Schedule RC-D, sum of items 5.a.(1) through (3)):			
a. Trust preferred securities issued by financial institutions	RCONG299	0	M.3.a.
b. Trust preferred securities issued by real estate investment trusts	RCONG332	0	M.3.b.
c. Corporate and similar loans	RCONG333	0	M.3.c.
d. 1-4 family residential MBS issued or guaranteed by U.S. government-sponsored enterprises (GSEs)	RCONG334	0	M.3.d.
e. 1-4 family residential MBS not issued or guaranteed by GSEs	RCONG335	0	M.3.e.
f. Diversified (mixed) pools of structured financial products	RCONG651	0	M.3.f.
g. Other collateral or reference assets	RCONG652	0	M.3.g.
4. Pledged trading assets:			
a. Pledged securities	RCONG387	0	M.4.a.
b. Pledged loans	RCONG388	0	M.4.b.
Memorandum items 5 through 10 are to be completed by banks that reported average trading assets (Schedule RC-K, item 7) of $1 billion or more in any of the four preceding calendar quarters.			
5. Asset-backed securities:			
a. Credit card receivables	RCONF643	N/A	M.5.a.
b. Home equity lines	RCONF644	N/A	M.5.b.
c. Automobile loans	RCONF645	N/A	M.5.c.
d. Other consumer loans	RCONF646	N/A	M.5.d.
e. Commercial and industrial loans	RCONF647	N/A	M.5.e.
f. Other	RCONF648	N/A	M.5.f.
6. Retained beneficial interests in securitizations (first-loss or equity tranches)	RCONF651	N/A	M.6.
7. Equity securities (included in Schedule RC-D, item 9, above):			
a. Readily determinable fair values	RCONF652	N/A	M.7.a.
b. Other	RCONF653	N/A	M.7.b.
8. Loans pending securitization	RCONF654	N/A	M.8.

Schedule RC-D—Continued

Memoranda—Continued

Dollar Amounts in Thousands			Bil | Mil | Thou	
9. Other trading assets (itemize and describe amounts included in Schedule RC-D, item 9, that are greater than $25,000 and exceed 25% of the item): (1)				
a. TEXTF655		RCONF655	N/A	M.9.a.
b. TEXTF656		RCONF656	N/A	M.9.b.
c. TEXTF657		RCONF657	N/A	M.9.c.
10. Other trading liabilities (itemize and describe amounts included in Schedule RC-D, item 13.b, that are greater than $25,000 and exceed 25% of the item):				
a. TEXTF658		RCONF658	N/A	M.10.a
b. TEXTF659		RCONF659	N/A	M.10.b.
c. TEXTF660		RCONF660	N/A	M.10.c.

(1) Exclude equity securities.

Schedule RC-E—Deposit Liabilities

Dollar Amounts in Thousands	(Column A) Total Transaction Accounts (Including Total Demand Deposits)		(Column B) Memo: Total Demand Deposits (1) (Included in Column A)		(Column C) Total Nontransaction Accounts (Including MMDAs)		
Deposits of:							
1. Individuals, partnerships, and corporations	RCONB549	97,187			RCONB550	1,084,142	1.
2. U.S. Government	RCON2202	8			RCON2520	0	2.
3. States and political subdivisions in the U.S.	RCON2203	30,159			RCON2530	83,901	3.
4. Commercial banks and other depository institutions in the U.S.	RCONB551	5,703			RCONB552	100	4.
5. Banks in foreign countries	RCON2213	0			RCON2236	0	5.
6. Foreign governments and official institutions (including foreign central banks)	RCON2216	0			RCON2377	0	6.
7. Total (sum of items 1 through 6) (sum of columns A and C must equal Schedule RC, item 13.a)	RCON2215	**133,057**	RCON2210	123,445	RCON2385	**1,168,143**	7.

Memoranda

Dollar Amounts in Thousands		Bil | Mil | Thou	
1. Selected components of total deposits (i.e., sum of item 7, columns A and C):			
a. Total Individual Retirement Accounts (IRAs) and Keogh Plan accounts	RCON6835	64,684	M.1.a.
b. Total brokered deposits	RCON2365	6,011	M.1.b.
c. Fully insured brokered deposits (included in Memorandum item 1.b above): (2)			
(1) Brokered deposits of less than $100,000	RCON2343	1,217	M.1.c.(1)
(2) Brokered deposits of $100,000 through $250,000 and certain brokered retirement deposit accounts	RCONJ472	4,293	M.1.c.(2)
d. Maturity data for brokered deposits:			
(1) Brokered deposits of less than $100,000 with a remaining maturity of one year or less (included in Memorandum item 1.c.(1) above)	RCONA243	1,033	M.1.d.(1)
(2) Brokered deposits of $100,000 through $250,000 with a remaining maturity of one year or less (included in Memorandum item 1.c.(2) above)	RCONK219	3,265	M.1.d.(2)
(3) Brokered deposits of more than $250,000 with a remaining maturity of one year or less (included in Memorandum item 1.b above)	RCONK220	501	M.1.d.(3)
e. Preferred deposits (uninsured deposits of states and political subdivisions in the U.S. reported in item 3 above which are secured or collateralized as required under state law) *(to be completed for the December report only)*	RCON5590	102,616	M.1.e.
f. Estimated amount of deposits obtained through the use of deposit listing services that are not brokered deposits	RCONK223	0	M.1.f.
2. Components of total nontransaction accounts (sum of Memorandum items 2.a through 2.d must equal item 7, column C above):			
a. Savings deposits:			
(1) Money market deposit accounts (MMDAs)	RCON6810	827,187	M.2.a.(1)
(2) Other savings deposits (excludes MMDAs)	RCON0352	80,998	M.2.a.(2)
b. Total time deposits of less than $100,000	RCON6648	176,008	M.2.b.
c. Total time deposits of $100,000 through $250,000	RCONJ473	50,045	M.2.c.
d. Total time deposits of more than $250,000	RCONJ474	33,905	M.2.d.
e. Individual Retirement Accounts (IRAs) and Keogh Plan accounts of $100,000 or more included in Memorandum items 2.c and 2.d above	RCONF233	14,362	M.2.e.

(1) Include interest-bearing and noninterest-bearing demand deposits.
(2) The dollar amounts used as the basis for reporting in Memorandum items 1.c.(1) and (2) reflect the deposit insurance limits in effect on the report date.

Schedule RC-E—Continued

Memoranda—Continued

Dollar Amounts in Thousands		Bil | Mil | Thou	
3. Maturity and repricing data for time deposits of less than $100,000:			
a. Time deposits of less than $100,000 with a remaining maturity or next repricing date of: [1] [2]			
(1) Three months or less	RCONA579	45,216	M.3.a.(1)
(2) Over three months through 12 months	RCONA580	78,303	M.3.a.(2)
(3) Over one year through three years	RCONA581	39,917	M.3.a.(3)
(4) Over three years	RCONA582	12,572	M.3.a.(4)
b. Time deposits of less than $100,000 with a REMAINING MATURITY of one year or less (included in Memorandum items 3.a.(1) and 3.a.(2) above) [3]	RCONA241	123,505	M.3.b.
4. Maturity and repricing data for time deposits of $100,000 or more:			
a. Time deposits of $100,000 or more with a remaining maturity or next repricing date of: [1] [4]			
(1) Three months or less	RCONA584	31,816	M.4.a.(1)
(2) Over three months through 12 months	RCONA585	33,568	M.4.a.(2)
(3) Over one year through three years	RCONA586	12,684	M.4.a.(3)
(4) Over three years	RCONA587	5,882	M.4.a.(4)
b. Time deposits of $100,000 through $250,000 with a REMAINING MATURITY of one year or less (included in Memorandum items 4.a.(1) and 4.a.(2) above) [3]	RCONK221	35,393	M.4.b.
c. Time deposits of more than $250,000 with a REMAINING MATURITY of one year or less (included in Memorandum items 4.a.(1) and 4.a.(2) above) [3]	RCONK222	29,991	M.4.c.

(1) Report fixed rate time deposits by remaining maturity and floating rate time deposits by next repricing date.
(2) Sum of Memorandum items 3.a.(1) through 3.a.(4) must equal Schedule RC-E, Memorandum item 2.b.
(3) Report both fixed and floating rate time deposits by remaining maturity. Exclude floating rate time deposits with a next repricing date of one year or less that have a remaining maturity of over one year.
(4) Sum of Memorandum items 4.a.(1) through 4.a.(4) must equal Schedule RC-E, sum of Memorandum items 2.c and 2.d.

Schedule RC-F—Other Assets

Dollar Amounts in Thousands				Bil Mil Thou	
1. Accrued interest receivable [1]			RCONB556	6,014	1.
2. Net deferred tax assets [2]			RCON2148	0	2.
3. Interest-only strips receivable (not in the form of a security) on: [3]					
a. Mortgage loans			RCONA519	0	3.a.
b. Other financial assets			RCONA520	0	3.b.
4. Equity securities that DO NOT have readily determinable fair values [4]			RCON1752	2,366	4.
5. Life insurance assets:					
a. General account life insurance assets			RCONK201	0	5.a.
b. Separate account life insurance assets			RCONK202	0	5.b.
c. Hybrid account life insurance assets			RCONK270	0	5.c.
6. All other assets (itemize and describe amounts greater than $25,000 that exceed 25% of this item)			RCON2168	16,807	6.
a. Prepaid expenses (excluding prepaid assessments)	RCON2166	7,866			6.a.
b. Repossessed personal property (including vehicles)	RCON1578	199			6.b.
c. Derivatives with a positive fair value held for purposes other than trading	RCONC010	0			6.c.
d. Retained interests in accrued interest receivable related to securitized credit cards	RCONC436	0			6.d.
e. FDIC loss-sharing indemnification assets	RCONJ448	0			6.e.
f. **Not applicable.**					
g. TEXT3549	RCON3549	0			6.g.
h. TEXT3550	RCON3550	0			6.h.
i. TEXT3551	RCON3551	0			6.i.
7. Total (sum of items 1 through 6) (must equal Schedule RC, item 11)			RCON2160	25,187	7.

(1) Includes accrued interest receivable on loans, leases, debt securities, and other interest-bearing assets.
(2) See discussion of deferred income taxes in Glossary entry on "income taxes."
(3) Report interest-only strips receivable in the form of a security as available-for-sale securities in Schedule RC, item 2.b, or as trading assets in Schedule RC, item 5, as appropriate.
(4) Includes Federal Reserve stock, Federal Home Loan Bank stock, and bankers' bank stock.

Schedule RC-G—Other Liabilities

Dollar Amounts in Thousands					
1.					
a. Interest accrued and unpaid on deposits (1)			RCON3645	181	1.a.
b. Other expenses accrued and unpaid (includes accrued income taxes payable)			RCON3646	5,223	1.b.
2. Net deferred tax liabilities (2)			RCON3049	15,207	2.
3. Allowance for credit losses on off-balance sheet credit exposures			RCONB557	303	3.
4. All other liabilities (itemize and describe amounts greater than $25,000 that exceed 25% of this item)			RCON2938	2,447	4.
a. Accounts payable	RCON3066	25			4.a.
b. Deferred compensation liabilities	RCONC011	1,308			4.b.
c. Dividends declared but not yet payable	RCON2932	0			4.c.
d. Derivatives with a negative fair value held for purposes other than trading	RCONC012	0			4.d.
e. TEXT3552 Deferred Bankcard Fees	RCON3552	750			4.e.
f. TEXT3553	RCON3553	0			4.f.
g. TEXT3554	RCON3554	0			4.g.
5. Total (sum of items 1 through 4) (must equal Schedule RC, item 20)			RCON2930	23,361	5.

(1) For savings banks, include "dividends" accrued and unpaid on deposits.

(2) See discussion of deferred income taxes in Glossary entry on "income taxes."

Schedule RC-K—Quarterly Averages (1)

Dollar Amounts in Thousands		Bil | Mil | Thou	
Assets			
1. Interest-bearing balances due from depository institutions	RCON3381	352,944	1.
2. U.S. Treasury securities and U.S. Government agency obligations *(excluding mortgage-backed securities)* (2)	RCONB558	353,546	2.
3. Mortgage-backed securities (2)	RCONB559	359,869	3.
4. All other securities *(includes securities issued by states & political subdivisions in U.S.)* (2) (3)	RCONB560	182,723	4.
5. Federal funds sold and securities purchased under agreements to resell	RCON3365	20,558	5.
6. Loans:			
a. Total loans	RCON3360	780,988	6.a.
b. Loans secured by real estate:			
(1) Loans secured by 1-4 family residential properties	RCON3465	223,919	6.b.(1)
(2) All other loans secured by real estate	RCON3466	293,288	6.b.(2)
c. Commercial and industrial loans	RCON3387	92,694	6.c.
d. Loans to individuals for household, family, and other personal expenditures:			
(1) Credit cards	RCONB561	8,367	6.d.(1)
(2) Other (includes revolving credit plans other than credit cards, automobile loans, and other consumer loans)	RCONB562	101,095	6.d.(2)
7. *To be completed by banks with $100 million or more in total assets:* Trading assets (4)	RCON3401	1,243	7.
8. Lease financing receivables (net of unearned income)	RCON3484	0	8.
9. Total assets (5)	RCON3368	2,181,718	9.
Liabilities			
10. Interest-bearing transaction accounts (interest-bearing demand deposits, NOW accounts, ATS accounts, and telephone and preauthorized transfer accounts)	RCON3485	5,318	10.
11. Nontransaction accounts:			
a. Savings deposits *(includes MMDAs)*	RCONB563	991,973	11.a.
b. Time deposits of $100,000 or more	RCONA514	87,693	11.b.
c. Time deposits of less than $100,000	RCONA529	178,777	11.c.
12. Federal funds purchased and securities sold under agreements to repurchase	RCON3353	622,224	12.
13. *To be completed by banks with $100 million or more in total assets:* (4) Other borrowed money (includes mortgage indebtedness and obligations under capitalized leases)	RCON3355	0	13.

Memorandum

Dollar Amounts in Thousands		Bil | Mil | Thou	
Memorandum item 1 is to be completed by: (4) • *banks with $300 million or more in total assets, and* • *banks with less than $300 million in total assets that have loans to finance agricultural production and other loans to farmers (Schedule RC-C, part I, item 3) exceeding five percent of total loans.*			
1. Loans to finance agricultural production and other loans to farmers	RCON3386	6,530	M.1.

(1) For all items, banks have the option of reporting either (1) an average of DAILY figures for the quarter, or (2) an average of WEEKLY figures (i.e., the Wednesday of each week of the quarter).

(2) Quarterly averages for all debt securities should be based on amortized cost.

(3) Quarterly averages for all equity securities should be based on historical cost.

(4) The asset size tests and the 5 percent of total loans test are generally based on the total assets and total loans reported on the June 30, 2012, Report of Condition.

(5) The quarterly average for total assets should reflect all debt securities (not held for trading) at amortized cost, equity securities with readily determinable fair values at the lower of cost or fair value, and equity securities without readily determinable fair values at historical cost.

Schedule RC-L—Derivatives and Off-Balance-Sheet Items

Please read carefully the instructions for the preparation of Schedule RC-L. Some of the amounts reported in Schedule RC-L are regarded as volume indicators and not necessarily as measures of risk.

Dollar Amounts in Thousands		Bil | Mil | Thou	
1. Unused commitments:			
a. Revolving, open-end lines secured by 1-4 family residential properties, e.g., home equity lines	RCON3814	24,942	1.a.
Items 1.a.(1) and 1.a.(2) are to be completed for the December report only.			
(1) Unused commitments for Home Equity Conversion Mortgage (HECM) reverse mortgages outstanding that are held for investment (included in item 1.a above)	RCONJ477	0	1.a.(1)
(2) Unused commitments for proprietary reverse mortgages outstanding that are held for investment (included in item 1.a above)	RCONJ478	0	1.a.(2)
b. Credit card lines	RCON3815	53,873	1.b.
Items 1.b.(1) and 1.b.(2) are to be completed by banks with either $300 million or more in total assets or $300 million or more in credit card lines (Sum of items 1.b.(1) and 1.b.(2) must equal item 1.b) (1)			
(1) Unused consumer credit card lines	RCONJ455	43,468	1.b.(1)
(2) Other unused credit card lines	RCONJ456	10,405	1.b.(2)
c. Commitments to fund commercial real estate, construction, and land development loans:			
(1) Secured by real estate:			
(a) 1-4 family residential construction loan commitments	RCONF164	4,324	1.c.(1)(a)
(b) Commercial real estate, other construction loan, and land development loan commitments	RCONF165	8,393	1.c.(1)(b)
(2) NOT secured by real estate	RCON6550	4,573	1.c.(2)
d. Securities underwriting	RCON3817	0	1.d.
e. Other unused commitments:			
(1) Commercial and industrial loans	RCONJ457	75,487	1.e.(1)
(2) Loans to financial institutions	RCONJ458	1,050	1.e.(2)
(3) All other unused commitments	RCONJ459	65,191	1.e.(3)
2. Financial standby letters of credit	RCON3819	11,120	2.
Item 2.a is to be completed by banks with $1 billion or more in total assets. (1)			
a. Amount of financial standby letters of credit conveyed to others RCON3820 0			2.a.
3. Performance standby letters of credit	RCON3821	56	3.
Item 3.a is to be completed by banks with $1 billion or more in total assets. (1)			
a. Amount of performance standby letters of credit conveyed to others RCON3822 0			3.a.
4. Commercial and similar letters of credit	RCON3411	0	4.
5. Not applicable			
6. Securities lent (including customers' securities lent where the customer is indemnified against loss by the reporting bank)	RCON3433	0	6.

Dollar Amounts in Thousands	(Column A) Sold Protection		(Column B) Purchased Protection		
7. Credit derivatives:					
a. Notional amounts					
(1) Credit default swaps	RCONC968	0	RCONC969	0	7.a.(1)
(2) Total return swaps	RCONC970	0	RCONC971	0	7.a.(2)
(3) Credit options	RCONC972	0	RCONC973	0	7.a.(3)
(4) Other credit derivatives	RCONC974	0	RCONC975	0	7.a.(4)
b. Gross fair values:					
(1) Gross positive fair value	RCONC219	0	RCONC221	0	7.b.(1)
(2) Gross negative fair value	RCONC220	0	RCONC222	0	7.b.(2)

(1) The asset size tests and the $300 million credit card lines test are generally based on the total assets and credit card lines reported in the June 30, 2012, Report of Condition.

Schedule RC-L—Continued

Dollar Amounts in Thousands		Bil Mil Thou	
7.c. Notional amounts by regulatory capital treatment: [1]			
(1) Positions covered under the Market Risk Rule:			
(a) Sold protection	RCONG401	0	7.c.(1)(a)
(b) Purchased protection	RCONG402	0	7.c.(1)(b)
(2) All other positions:			
(a) Sold protection	RCONG403	0	7.c.(2)(a)
(b) Purchased protection that is recognized as a guarantee for regulatory capital purposes	RCONG404	0	7.c.(2)(b)
(c) Purchased protection that is not recognized as a guarantee for regulatory capital purposes	RCONG405	0	7.c.(2)(c)

Dollar Amounts in Thousands	(Column A) Remaining Maturity of: One Year or Less		(Column B) Remaining Maturity of: Over One Year Through Five Years		(Column C) Remaining Maturity of: Over Five Years		
7.d. Notional amounts by remaining maturity:							
(1) Sold credit protection: [2]							
(a) Investment grade	RCONG406	0	RCONG407	0	RCONG408	0	7.d.(1)(a)
(b) Subinvestment grade	RCONG409	0	RCONG410	0	RCONG411	0	7.d.(1)(b)
(2) Purchased credit protection: [3]							
(a) Investment grade	RCONG412	0	RCONG413	0	RCONG414	0	7.d.(2)(a)
(b) Subinvestment grade	RCONG415	0	RCONG416	0	RCONG417	0	7.d.(2)(b)

Dollar Amounts in Thousands		Bil Mil Thou	
8. Spot foreign exchange contracts	RCON8765	0	8.
9. All other off-balance sheet liabilities (exclude derivatives) (itemize and describe each component of this item over 25% of Schedule RC, item 27.a, "Total bank equity capital")	RCON3430	100,730	9.
a. Securities borrowed	RCON3432	0	9.a.
b. Commitments to purchase when-issued securities	RCON3434	730	9.b.
c. Standby letters of credit issued by **another party** (e.g., a Federal Home Loan Bank) on the bank's behalf	RCONC978	100,000	9.c.
d. TEXT3555	RCON3555	0	9.d.
e. TEXT3556	RCON3556	0	9.e.
f. TEXT3557	RCON3557	0	9.f.
10. All other off-balance sheet assets (exclude derivatives) (itemize and describe each component of this item over 25% of Schedule RC, item 27.a, "Total bank equity capital")	RCON5591	0	10.
a. Commitments to sell when-issued securities	RCON3435	0	10.a.
b. TEXT5592	RCON5592	0	10.b.
c. TEXT5593	RCON5593	0	10.c.
d. TEXT5594	RCON5594	0	10.d.
e. TEXT5595	RCON5595	0	10.e.
11. Year-to-date merchant credit card sales volume:			
a. Sales for which the reporting bank is the acquiring bank	RCONC223	92,917	11.a.
b. Sales for which the reporting bank is the agent bank with risk	RCONC224	0	11.b.

(1) Sum of items 7.c.(1)(a) and 7.c.(2)(a) must equal sum of items 7.a.(1) through (4), column A. Sum of items 7.c.(1)(b), 7.c.(2)(b), and 7.c.(2)(c) must equal sum of items 7.a.(1) through (4), column B.
(2) Sum of items 7.d.(1)(a) and (b), columns A through C, must equal sum of items 7.a.(1) through (4), column A.
(3) Sum of items 7.d.(2)(a) and (b), columns A through C, must equal sum of items 7.a.(1) through (4), column B.

Schedule RC-L—Continued

Dollar Amounts in Thousands	(Column A) Interest Rate Contracts	(Column B) Foreign Exchange Contracts	(Column C) Equity Derivative Contracts	(Column D) Commodity and Other Contracts	
Derivatives Position Indicators					
12. Gross amounts (e.g., notional amounts) (for each column, sum of items 12.a through 12.e must equal sum of items 13 and 14):					
a. Futures contracts	RCON8693 0	RCON8694 0	RCON8695 0	RCON8696 0	12.a.
b. Forward contracts	RCON8697 3,046	RCON8698 0	RCON8699 0	RCON8700 0	12.b
c. Exchange-traded option contracts:					
(1) Written options	RCON8701 0	RCON8702 0	RCON8703 0	RCON8704 0	12.c.(1)
(2) Purchased options	RCON8705 0	RCON8706 0	RCON8707 0	RCON8708 0	12.c.(2)
d. Over-the-counter option contracts:					
(1) Written options	RCON8709 1,199	RCON8710 0	RCON8711 0	RCON8712 0	12.d.(1)
(2) Purchased options	RCON8713 0	RCON8714 0	RCON8715 0	RCON8716 0	12.d.(2)
e. Swaps	RCON3450 0	RCON3826 0	RCON8719 0	RCON8720 0	12.e.
13. Total gross notional amount of derivative contracts held for trading	RCONA126 0	RCONA127 0	RCON8723 0	RCON8724 0	13.
14. Total gross notional amount of derivative contracts held for purposes other than trading	RCON8725 4,245	RCON8726 0	RCON8727 0	RCON8728 0	14.
a. Interest rate swaps where the bank has agreed to pay a fixed rate	RCONA589 0				14.a.
15. Gross fair values of derivative contracts:					
a. Contracts held for trading:					
(1) Gross positive fair value	RCON8733 0	RCON8734 0	RCON8735 0	RCON8736 0	15.a.(1)
(2) Gross negative fair value	RCON8737 0	RCON8738 0	RCON8739 0	RCON8740 0	15.a.(2)
b. Contracts held for purposes other than trading:					
(1) Gross positive fair value	RCON8741 30	RCON8742 0	RCON8743 0	RCON8744 0	15.b.(1)
(2) Gross negative fair value	RCON8745 0	RCON8746 0	RCON8747 0	RCON8748 0	15.b.(2)

Schedule RC-L—Continued

Item 16 is to be completed only by banks with total assets of $10 billion or more. [1]

Dollar Amounts in Thousands	(Column A) Banks and Securities Firms	(Column B) Monoline Financial Guarantors	(Column C) Hedge Funds	(Column D) Sovereign Governments	(Column E) Corporations and All Other Counterparties	
16. Over-the-counter derivatives:						
a. Net current credit exposure	RCONG418	RCONG419	RCONG420	RCONG421	RCONG422	
	N/A	N/A	N/A	N/A	N/A	16.a.
b. Fair value of collateral:						
(1) Cash—U.S. dollar	RCONG423	RCONG424	RCONG425	RCONG426	RCONG427	
	N/A	N/A	N/A	N/A	N/A	16.b.(1)
(2) Cash—Other currencies	RCONG428	RCONG429	RCONG430	RCONG431	RCONG432	
	N/A	N/A	N/A	N/A	N/A	16.b.(2)
(3) U.S. Treasury securities	RCONG433	RCONG434	RCONG435	RCONG436	RCONG437	
	N/A	N/A	N/A	N/A	N/A	16.b.(3)
(4) U.S. Government agency and U.S. Government-sponsored agency debt securities	RCONG438	RCONG439	RCONG440	RCONG441	RCONG442	
	N/A	N/A	N/A	N/A	N/A	16.b.(4)
(5) Corporate bonds	RCONG443	RCONG444	RCONG445	RCONG446	RCONG447	
	N/A	N/A	N/A	N/A	N/A	16.b.(5)
(6) Equity securities	RCONG448	RCONG449	RCONG450	RCONG451	RCONG452	
	N/A	N/A	N/A	N/A	N/A	16.b.(6)
(7) All other collateral	RCONG453	RCONG454	RCONG455	RCONG456	RCONG457	
	N/A	N/A	N/A	N/A	N/A	16.b.(7)
(8) Total fair value of collateral (sum of items 16.b.(1) through (7))	RCONG458	RCONG459	RCONG460	RCONG461	RCONG462	
	N/A	**N/A**	**N/A**	**N/A**	**N/A**	16.b.(8)

(1) The $10 billion asset size test is generally based on the total assets reported on the June 30, 2012, Report of Condition.

Schedule RC-M—Memoranda

Dollar Amounts in Thousands		Bil Mil Thou	
1. Extensions of credit by the reporting bank to its executive officers, directors, principal shareholders, and their related interests as of the report date:			
a. Aggregate amount of all extensions of credit to all executive officers, directors, principal shareholders, and their related interests	RCON6164	61,295	1.a.
b. Number of executive officers, directors, and principal shareholders to whom the amount of all extensions of credit by the reporting bank (including extensions of credit to related interests) equals or exceeds the lesser of $500,000 or 5 percent of total capital as defined for this purpose in agency regulations (Number)	RCON6165	9	1.b
2. Intangible assets other than goodwill:			
a. Mortgage servicing assets	RCON3164	2,882	2.a.
(1) Estimated fair value of mortgage servicing assets	RCONA590	3,730	2.a.(1)
b. Purchased credit card relationships and nonmortgage servicing assets	RCONB026	0	2.b.
c. All other identifiable intangible assets	RCON5507	0	2.c.
d. Total (sum of items 2.a, 2.b, and 2.c) (must equal Schedule RC, item 10.b)	RCON0426	2,882	2.d.
3. Other real estate owned:			
a. Construction, land development, and other land	RCON5508	788	3.a.
b. Farmland	RCON5509	224	3.b.
c. 1-4 family residential properties	RCON5510	835	3.c.
d. Multifamily (5 or more) residential properties	RCON5511	0	3.d.
e. Nonfarm nonresidential properties	RCON5512	0	3.e.
f. Foreclosed properties from "GNMA loans"	RCONC979	0	3.f.
g. Total (sum of items 3.a through 3.f) (must equal Schedule RC, item 7)	RCON2150	1,847	3.g.
4. Not applicable			
5. Other borrowed money:			
a. Federal Home Loan Bank advances:			
(1) Advances with a remaining maturity or next repricing date of: (1)			
(a) One year or less	RCONF055	0	5.a.(1)(a)
(b) Over one year through three years	RCONF056	0	5.a.(1)(b)
(c) Over three years through five years	RCONF057	0	5.a.(1)(c)
(d) Over five years	RCONF058	0	5.a.(1)(d)
(2) Advances with a REMAINING MATURITY of one year or less (included in item 5.a.(1)(a) above) (2)	RCON2651	0	5.a.(2)
(3) Structured advances (included in items 5.a.(1)(a)-(d) above)	RCONF059	0	5.a.(3)
b. Other borrowings:			
(1) Other borrowings with a remaining maturity or next repricing date of: (3)			
(a) One year or less	RCONF060	0	5.b.(1)(a)
(b) Over one year through three years	RCONF061	0	5.b.(1)(b)
(c) Over three years through five years	RCONF062	0	5.b.(1)(c)
(d) Over five years	RCONF063	0	5.b.(1)(d)
(2) Other borrowings with a REMAINING MATURITY of one year or less (included in item 5.b.(1)(a) above) (4)	RCONB571	0	5.b.(2)
c. Total (sum of items 5.a.(1)(a)-(d) and items 5.b.(1)(a)-(d)) (must equal Schedule RC, item 16)	RCON3190	0	5.c.

(1) Report fixed rate advances by remaining maturity and floating rate advances by next repricing date.
(2) Report both fixed and floating rate advances by remaining maturity. Exclude floating rate advances with a next repricing date of one year or less that have a remaining maturity of over one year.
(3) Report fixed rate other borrowings by remaining maturity and floating rate other borrowings by next repricing date.
(4) Report both fixed and floating rate other borrowings by remaining maturity. Exclude floating rate other borrowings with a next repricing date of one year or less that have a remaining maturity of over one year.

Schedule RC-M—Continued

		Yes/No	
6. Does the reporting bank sell private label or third party mutual funds and annuities?	RCONB569	YES	6.

Dollar Amounts in Thousands		Bil Mil Thou	
7. Assets under the reporting bank's management in proprietary mutual funds and annuities	RCONB570	0	7.

8. Primary Internet Website address of the bank (home page), if any (Example: www.examplebank.com)	TEXT4087	www.centralbank.net	8.

		Yes/No	
9. Do any of the bank's Internet Websites have transactional capability, i.e., allow the bank's customers to execute transactions on their accounts through the Web site?	RCON4088	YES	9.

Dollar Amounts in Thousands		Bil Mil Thou	
10. Secured liabilities:			
a. Amount of "Federal funds purchased" that are secured (included in Schedule RC, item 14.a)	RCONF064	0	10.a.
b. Amount of "Other borrowings" that are secured (included in Schedule RC-M, items 5.b.(1)(a)-(d))	RCONF065	0	10.b.

		Yes/No	
11. Does the bank act as trustee or custodian for Individual Retirement Accounts, Health Savings Accounts, and other similar accounts?	RCONG463	YES	11.
12. Does the bank provide custody, safekeeping, or other services involving the acceptance of orders for the sale or purchase of securities?	RCONG464	YES	12.

Dollar Amounts in Thousands		Bil Mil Thou	
13. Assets covered by loss-sharing agreements with the FDIC:			
a. Loans and leases (included in Schedule RC, items 4.a and 4.b):			
(1) Loans secured by real estate:			
(a) Construction, land development, and other land loans:			
(1) 1-4 family residential construction loans	RCONK169	0	13.a.(1)(a)(1)
(2) Other construction loans and all land development and other land loans	RCONK170	0	13.a.(1)(a)(2)
(b) Secured by farmland	RCONK171	0	13.a.(1)(b)
(c) Secured by 1-4 family residential properties:			
(1) Revolving, open-end loans secured by 1-4 family residential properties and extended under lines of credit	RCONK172	0	13.a.(1)(c)(1)
(2) Closed-end loans secured by 1-4 family residential properties:			
(a) Secured by first liens	RCONK173	0	13.a.(1)(c)(2)(a)
(b) Secured by junior liens	RCONK174	0	13.a.(1)(c)(2)(b)
(d) Secured by multifamily (5 or more) residential properties	RCONK175	0	13.a.(1)(d)
(e) Secured by nonfarm nonresidential properties:			
(1) Loans secured by owner-occupied nonfarm nonresidential properties	RCONK176	0	13.a.(1)(e)(1)
(2) Loans secured by other nonfarm nonresidential properties	RCONK177	0	13.a.(1)(e)(2)
(2) Not applicable			
(3) Commercial and industrial loans	RCONK179	0	13.a.(3)

Schedule RC-M—Continued

Dollar Amounts in Thousands		Bil Mil Thou	
(4) Loans to individuals for household, family, and other personal expenditures:			
(a) Credit cards	RCONK180	0	13.a.(4)(a)
(b) Automobile loans	RCONK181	0	13.a.(4)(b)
(c) Other (includes revolving credit plans other than credit cards and other consumer loans)	RCONK182	0	13.a.(4)(c)
(5) All other loans and all leases	RCONK183	0	13.a.(5)
Itemize the categories of loans and leases (as defined in Schedule RC-C, part I) included in item 13.a.(5) above that exceed 10% of total loans and leases covered by loss-sharing agreements with the FDIC (sum of items 13.a.(1) through (5)):			
(a) Loans to depository institutions and acceptances of other banks	RCONK184	0	13.a.(5)(a)
(b) Loans to foreign governments and official institutions	RCONK185	0	13.a.(5)(b)
(c) Other loans (1)	RCONK186	0	13.a.(5)(c)
Item 13.a.(5)(c)(1) is to be completed by: (2) *• Banks with $300 million or more in total assets* *• Banks with less than $300 million in total assets that have loans to finance agricultural production and other loans to farmers (Schedule RC-C, part I, item 3 exceeding 5 percent of total loans*			
(1) Loans to finance agricultural production and other loans to farmers included in Schedule RC-M, item 13.a.(5)(c), above	RCONK178	0	13.a.(5)(c)(1)
(d) Lease financing receivables	RCONK273	0	13.a.(5)(d)
b. Other real estate owned (included in Schedule RC, item 7):			
(1) Construction, land development, and other land	RCONK187	0	13.b.(1)
(2) Farmland	RCONK188	0	13.b.(2)
(3) 1-4 family residential properties	RCONK189	0	13.b.(3)
(4) Multifamily (5 or more) residential properties	RCONK190	0	13.b.(4)
(5) Nonfarm nonresidential properties	RCONK191	0	13.b.(5)
(6) Not applicable			
(7) Portion of covered other real estate owned included in items 13.b.(1) through (5) above that is protected by FDIC loss-sharing agreements	RCONK192	0	13.b.(7)
c. Debt securities (included in Schedule RC, items 2.a and 2.b)	RCONJ461	0	13.c.
d. Other assets (exclude FDIC loss-sharing indemnification assets)	RCONJ462	0	13.d.
14. Captive insurance and reinsurance subsidiaries:			
a. Total assets of captive insurance subsidiaries (3)	RCONK193	0	14.a.
b. Total assets of captive reinsurance subsidiaries (3)	RCONK194	0	14.b.

		Number	
Item 15 is to be completed by institutions that are required or have elected to be treated as a Qualified Thrift Lender.			
15. Qualified Thrift Lender (QTL) test:			
a. Does the institution use the Home Owner's Loan Act (HOLA) QTL test or the Internal Revenue Service Domestic Building and Loan Association (IRS DBLA) test to determine its QTL compliance? (for the HOLA QTL test, enter 1; for the IRS DBLA test, enter 2)	RCONL133	N/A	15.a.

		Yes/No	
b. Has the institution been in compliance with the HOLA QTL test as of each month end during the quarter or the IRS DBLA test for its most recent taxable year, as applicable?	RCONL135	N/A	15.b.

(1) Includes "Loans to finance agricultural production and other loans to farmers," "Obligations (other than securities and leases) of states and political subdivisions in the U.S.," and "Loans to nondepository financial institutions and other loans."

(2) The $300 million asset size test and the 5 percent of total loans test are generally based on the total assets and total loans reported on the June 30, 2012, Report of Condition.

(3) Report total assets before eliminating intercompany transactions between the consolidated insurance or reinsurance subsidiary and other offices or consolidated subsidiaries of the reporting bank.

Schedule RC-N—Past Due and Nonaccrual Loans, Leases, and Other Assets

Dollar Amounts in Thousands	(Column A) Past due 30 through 89 days and still accruing		(Column B) Past due 90 days or more and still accruing		(Column C) Nonaccrual		
1. Loans secured by real estate:							
a. Construction, land development, and other land loans:							
(1) 1-4 family residential construction loans	RCONF172	0	RCONF174	0	RCONF176	0	1.a.(1)
(2) Other construction loans and all land development and other land loans	RCONF173	64	RCONF175	0	RCONF177	686	1.a.(2)
b. Secured by farmland	RCON3493	161	RCON3494	0	RCON3495	1,785	1.b.
c. Secured by 1-4 family residential properties:							
(1) Revolving, open-end loans secured by 1-4 family residential properties and extended under lines of credit	RCON5398	81	RCON5399	7	RCON5400	139	1.c.(1)
(2) Closed-end loans secured by 1-4 family residential properties:							
(a) Secured by first liens	RCONC236	2,542	RCONC237	40	RCONC229	2,417	1.c.(2)(a)
(b) Secured by junior liens	RCONC238	201	RCONC239	0	RCONC230	596	1.c.(2)(b)
d. Secured by multifamily (5 or more) residential properties	RCON3499	11	RCON3500	0	RCON3501	175	1.d.
e. Secured by nonfarm nonresidential properties:							
(1) Loans secured by owner-occupied nonfarm nonresidential properties	RCONF178	2,826	RCONF180	0	RCONF182	2,347	1.e.(1)
(2) Loans secured by other nonfarm nonresidential properties	RCONF179	226	RCONF181	0	RCONF183	951	1.e.(2)
2. Loans to depository institutions and acceptances of other banks	RCONB834	0	RCONB835	0	RCONB836	0	2.
3. Not applicable							
4. Commercial and industrial loans.	RCON1606	201	RCON1607	0	RCON1608	959	4.
5. Loans to individuals for household, family, and other personal expenditures:							
a. Credit cards	RCONB575	112	RCONB576	51	RCONB577	0	5.a.
b. Automobile loans	RCONK213	1,627	RCONK214	0	RCONK215	157	5.b.
c. Other (includes revolving credit plans other than credit cards and other consumer loans)	RCONK216	155	RCONK217	0	RCONK218	45	5.c.
6. Loans to foreign governments and official institutions	RCON5389	0	RCON5390	0	RCON5391	0	6.
7. All other loans (1)	RCON5459	27	RCON5460	0	RCON5461	2	7.
8. Lease financing receivables	RCON1226	0	RCON1227	0	RCON1228	0	8.
9. Debt securities and other assets (exclude other real estate owned and other repossessed assets)	RCON3505	0	RCON3506	0	RCON3507	0	9.

(1) Includes past due and nonaccrual "Loans to finance agricultural production and other loans to farmers" "Obligations (other than securities and leases) of states and political subdivisions in the U.S.," and "Loans to nondepository financial institutions and other loans."

Schedule RC-N—Continued

Amounts reported in Schedule RC-N, items 1 through 8, above include guaranteed and unguaranteed portions of past due and nonaccrual loans and leases. Report in items 10 and 11 below certain guaranteed loans and leases that have already been included in the amounts reported in items 1 through 8.

Dollar Amounts in Thousands	(Column A) Past due 30 through 89 days and still accruing		(Column B) Past due 90 days or more and still accruing		(Column C) Nonaccrual		
10. Loans and leases reported in items 1 through 8 above that are wholly or partially guaranteed by the U.S. Government, excluding loans and leases covered by loss-sharing agreements with the FDIC	RCONK036	1,732	RCONK037	0	RCONK038	1,232	10.
a. Guaranteed portion of loans and leases included in item 10 above, excluding rebooked "GNMA loans"	RCONK039	1,370	RCONK040	0	RCONK041	946	10.a
b. Rebooked "GNMA loans" that have been repurchased or are eligible for repurchase included in item 10	RCONK042	0	RCONK043	0	RCONK044	0	10.b.
11. Loans and leases reported in items 1 through 8 above that are covered by loss-sharing agreements with the FDIC:							
a. Loans secured by real estate:							
(1) Construction, land development, and other land loans:							
(a) 1-4 family residential construction loans	RCONK045	0	RCONK046	0	RCONK047	0	11.a.(1)(a)
(b) Other construction loans and all land development and other land loans	RCONK048	0	RCONK049	0	RCONK050	0	11.a.(1)(b)
(2) Secured by farmland	RCONK051	0	RCONK052	0	RCONK053	0	11.a.(2)
(3) Secured by 1-4 family residential properties:							
(a) Revolving, open-end loans secured by 1-4 family residential properties and extended under lines of credit	RCONK054	0	RCONK055	0	RCONK056	0	11.a.(3)(a)
(b) Closed-end loans secured by 1-4 family residential properties:							
(1) Secured by first liens	RCONK057	0	RCONK058	0	RCONK059	0	11.a.(3)(b)(1)
(2) Secured by junior liens	RCONK060	0	RCONK061	0	RCONK062	0	11.a.(3)(b)(2)
(4) Secured by multifamily (5 or more) residential properties	RCONK063	0	RCONK064	0	RCONK065	0	11.a.(4)
(5) Secured by nonfarm nonresidential properties:							
(a) Loans secured by owner-occupied nonfarm nonresidential properties	RCONK066	0	RCONK067	0	RCONK068	0	11.a.(5)(a)
(b) Loans secured by other nonfarm nonresidential properties	RCONK069	0	RCONK070	0	RCONK071	0	11.a.(5)(b)
b. Not applicable							
c. Commercial and industrial loans	RCONK075	0	RCONK076	0	RCONK077	0	11.c.

Schedule RC-N—Continued

Dollar Amounts in Thousands	(Column A) Past due 30 through 89 days and still accruing		(Column B) Past due 90 days or more and still accruing		(Column C) Nonaccrual		
d. Loans to individuals for household, family, and other personal expenditures:							
(1) Credit cards	RCONK078	0	RCONK079	0	RCONK080	0	11.d.(1)
(2) Automobile loans	RCONK081	0	RCONK082	0	RCONK083	0	11.d.(2)
(3) Other (includes revolving credit plans other than credit cards and other consumer loans)	RCONK084	0	RCONK085	0	RCONK086	0	11.d.(3)
e. All other loans and all leases	RCONK087	0	RCONK088	0	RCONK089	0	11.e.
Itemize the past due and nonaccrual amounts included in item 11.e above for the loan and lease categories for which amounts were reported in Schedule RC-M, items 13.a.(5)(a) through (d):							
(1) Loans to depository institutions & acceptances of other banks	RCONK091	0	RCONK092	0	RCONK093	0	11.e.(1)
(2) Loans to foreign governments and official institutions	RCONK095	0	RCONK096	0	RCONK097	0	11.e.(2)
(3) Other loans [1]	RCONK099	0	RCONK100	0	RCONK101	0	11.e.(3)
Item 11.e.(3)(a) is to be completed by: [2] *• Banks with $300 million or more in total assets • Banks with less than $300 million in total assets that have loans to finance agricultural production and other loans to farmers (Schedule RC-C, part I, item 3) exceeding 5 percent of total loans*							
(a) Loans to finance agricultural production and other loans to farmers included in Schedule RC-N, item 11.e.(3), above	RCONK072	0	RCONK073	0	RCONK074	0	11.e.(3)(a)
(4) Lease financing receivables	RCONK269	0	RCONK271	0	RCONK272	0	11.e.(4)
f. Portion of covered loans and leases included in items 11.a through 11.e above that is protected by FDIC loss-sharing agreements	RCONK102	0	RCONK103	0	RCONK104	0	11.f.

(1) Includes "Loans to finance agricultural production and other loans to farmers," "Obligations (other than securities and leases) of states and political subdivisions in the U.S.", and "Loans to nondepository financial institutions and other loans."

(2) The $300 million asset size test and the 5 percent of total loans test are generally based on the total assets and total loans reported on the June 30, 2012, Report of Condition.

Schedule RC-N—Continued

Memoranda

Dollar Amounts in Thousands	(Column A) Past due 30 through 89 days and still accruing		(Column B) Past due 90 days or more and still accruing		(Column C) Nonaccrual		
1. Loans restructured in troubled debt restructurings included in Schedule RC-N, items 1 through 7, above (and not reported in Schedule RC-C, Part 1, Memorandum item 1):							
a. Construction, land development, and other land loans:							
(1) 1-4 family residential construction loans	RCONK105	0	RCONK106	0	RCONK107	0	M.1.a.(1)
(2) Other construction loans and all land development and other land loans	RCONK108	0	RCONK109	0	RCONK110	0	M.1.a.(2)
b. Loans secured by 1-4 family residential properties	RCONF661	17	RCONF662	0	RCONF663	1,653	M.1.b.
c. Secured by multifamily (5 or more) residential properties	RCONK111	0	RCONK112	0	RCONK113	175	M.1.c.
d. Secured by nonfarm nonresidential properties:							
(1) Loans secured by owner-occupied nonfarm nonresidential properties	RCONK114	0	RCONK115	0	RCONK116	1,419	M.1.d.(1)
(2) Loans secured by other nonfarm nonresidential properties	RCONK117	0	RCONK118	0	RCONK119	850	M.1.d.(2)
e. Commercial and industrial loans	RCONK257	0	RCONK258	0	RCONK259	0	M.1.e.
Memorandum items 1.e.(1) and (2) are to be completed by banks with $300 million or more in total assets (sum of Memorandum items 1.e.(1) and (2) must equal Memorandum item 1.e.): (1)							
(1) To U.S. addressees (domicile)	RCONK120	0	RCONK121	0	RCONK122	0	M.1.e.(1)
(2) To non-U.S. addressees (domicile)	RCONK123	0	RCONK124	0	RCONK125	0	M.1.e.(2)
f. All other loans (*include* loans to individuals for household, family, and other personal expenditures)	RCONK126	0	RCONK127	0	RCONK128	0	M.1.f.

(1) The $300 million asset size test is generally based on the total assets reported on the June 30, 2012, Report of Condition.

Schedule RC-N—Continued

Memoranda—Continued

Dollar Amounts in Thousands	(Column A) Past due 30 through 89 days and still accruing		(Column B) Past due 90 days or more and still accruing		(Column C) Nonaccrual		
Itemize loan categories included in Memorandum item 1.f, above that exceed 10% of total loans restructured in troubled debt restructurings that are past due 30 days or more or in nonaccrual status (sum of Memorandum items 1.a through 1.e plus 1.f, columns A through C):							
(1) Loans secured by farmland	RCONK130	0	RCONK131	0	RCONK132	0	M.1.f.(1)
(2) Loans to depository institutions & acceptances of other banks	RCONK134	0	RCONK135	0	RCONK136	0	M.1.f.(2)
(3) Not applicable							
(4) Loans to individuals for household, family, and other personal expenditures:							
(a) Credit cards	RCONK274	0	RCONK275	0	RCONK276	0	M.1.f.(4)(a)
(b) Automobile loans	RCONK277	0	RCONK278	0	RCONK279	0	M.1.f.(4)(b)
(c) Other (includes revolving credit plans other than credit cards and other consumer loans)	RCONK280	0	RCONK281	0	RCONK282	0	M.1.f.(4)(c)
(5) Loans to foreign governments and official institutions	RCONK283	0	RCONK284	0	RCONK285	0	M.1.f.(5)
(6) Other loans (1)	RCONK286	0	RCONK287	0	RCONK288	0	M.1.f.(6)
Memorandum item 1.f.(6)(a) is to be completed by: (2) *• Banks with $300 million or more in total assets* *• Banks with less than $300 million in total assets that have loans to finance agricultural production and other loans to farmers (Schedule RC-C, Part I, item 3) exceeding 5 percent of total loans*							
(a) Loans to finance agricultural production and other loans to farmers included in Schedule RC-N, Memorandum item 1.f.(6), above	RCONK138	0	RCONK139	0	RCONK140	0	M.1.f.(6)(a)
2. Loans to finance commercial real estate, construction, and land development activities (not secured by real estate) included in Schedule RC-N, items 4 and 7, above	RCON6558	0	RCON6559	0	RCON6560	0	M.2.

(1) Includes "Loans to finance agricultural production and other loans to farmers," "Obligations (other than securities and leases) of states and political subdivisions in the U.S." and "Loans to nondepository financial institutions and other loans."

(2) The $300 million asset size test and the 5 percent of total loans test are generally based on the total assets and total loans reported on the June 30, 2012, Report of Condition.

Schedule RC-N—Continued

Memoranda—Continued

Dollar Amounts in Thousands	(Column A) Past due 30 through 89 days and still accruing		(Column B) Past due 90 days or more and still accruing		(Column C) Nonaccrual		
3. *Memo items 3.a. through 3.d are to be completed by banks with $300 million or more in total assets:* [1]							
a. Loans secured by real estate to non-U.S. addressees (domicile) (included in Schedule RC-N, item 1, above)	RCON1248	0	RCON1249	0	RCON1250	0	M.3.a.
b. Loans to and acceptances of foreign banks (included in Schedule RC-N, item 2, above)	RCON5380	0	RCON5381	0	RCON5382	0	M.3.b.
c. Commercial and industrial loans to non-U.S. addressees (domicile) (included in Schedule RC-N, item 4, above)	RCON1254	0	RCON1255	0	RCON1256	0	M.3.c.
d. Leases to individuals for household, family, and other personal expenditures (included in Schedule RC-N, item 8, above)	RCONF166	0	RCONF167	0	RCONF168	0	M.3.d.
Memo item 4 is to be completed by: • *Banks with $300 million or more in total assets* • *Banks with less than $300 million in total assets that have loans to finance agricultural production and other loans to farmers (Schedule RC-C, part I, item 3) exceeding 5 percent of total loans:* [1]							
4. Loans to finance agricultural production and other loans to farmers (included in Schedule RC-N, item 7, above)	RCON1594	27	RCON1597	0	RCON1583	0	M.4.
5. Loans and leases held for sale and loans measured at fair value (included in Schedule RC-N, items 1 through 8):							
a. Loans and leases held for sale	RCONC240	0	RCONC241	0	RCONC226	0	M.5.a.
b. Loans measured at fair value:							
(1) Fair value	RCONF664	0	RCONF665	0	RCONF666	0	M.5.b.(1)
(2) Unpaid principal balance	RCONF667	0	RCONF668	0	RCONF669	0	M.5.b.(2)

Dollar Amounts in Thousands	(Column A) Past due 30 through 89 days		(Column B) Past due 90 days or more		
Memorandum item 6 is to be completed by banks with $300 million or more in total assets: [1]					
6. Derivative contracts: Fair value of amounts carried as assets	RCON3529	0	RCON3530	0	M.6.

Dollar Amounts in Thousands		Bil | Mil | Thou	
7. Additions to nonaccrual assets during the quarter	RCONC410	616	M.7.
8. Nonaccrual assets sold during the quarter	RCONC411	0	M.8.

(1) The $300 million asset size test and the 5 percent of total loans test are generally based on the total assets and total loans reported on the June 30, 2012, Report of Condition.

Schedule RC-N—Continued

Memoranda—Continued

Dollar Amounts in Thousands	(Column A) Past due 30 through 89 days and still accruing		(Column B) Past due 90 days or more and still accruing		(Column C) Nonaccrual		
9. Purchased credit-impaired loans accounted for in accordance with FASB ASC 310-30 (former AICPA Statement of Position 03-3):							
a. Outstanding balance	RCONL183	0	RCONL184	0	RCONL185	0	M.9.a.
b. Carrying amount included in Schedule RC-N, items 1 through 7, above	RCONL186	0	RCONL187	0	RCONL188	0	M.9.b.

Schedule RC-O—Other Data for Deposit Insurance and FICO Assessments

All FDIC-insured depository institutions must complete items 1 and 2, 4 through 9, 10, 11, Memorandum items 1 and 5, and, if applicable, item 9.a, Memorandum items 2, 3, and 6 through 18 each quarter. Unless otherwise indicated, complete items 1 through 11 and Memorandum items 1 through 5 on an "unconsolidated single FDIC certificate number basis" (see instructions) and complete Memorandum items 6 through 18 on a fully consolidated basis.

Dollar Amounts in Thousands		Bil Mil Thou	
1. Total deposit liabilities before exclusions (gross) as defined in Section 3(l) of the Federal Deposit Insurance Act and FDIC regulations	RCONF236	1,303,534	1.
2. Total allowable exclusions, including interest accrued and unpaid on allowable exclusions	RCONF237	0	2.
3. Not applicable			3.
4. Average consolidated total assets for the calendar quarter	RCONK652	2,181,718	4.
a. Averaging method used (for daily, enter 1; for weekly, enter 2) — Number: RCONK653 1			4.a.
5. Average tangible equity for the calendar quarter (1)	RCONK654	156,686	5.
6. Holdings of long-term unsecured debt issued by other FDIC-insured depository institutions	RCONK655	0	6.
7. Unsecured "Other borrowings" with a remaining maturity of (sum of items 7.a through 7.d must be less than or equal to Schedule RC-M, items 5.b.(1)(a)-(d) minus item 10.b):			
a. One year or less	RCONG465	0	7.a.
b. Over one year through three years	RCONG466	0	7.b.
c. Over three years through five years	RCONG467	0	7.c.
d. Over five years	RCONG468	0	7.d.
8. Subordinated notes and debentures with a remaining maturity of (sum of items 8.a through 8.d must equal Schedule RC, item 19):			
a. One year or less	RCONG469	0	8.a.
b. Over one year through three years	RCONG470	0	8.b.
c. Over three years through five years	RCONG471	0	8.c.
d. Over five years	RCONG472	0	8.d.
9. Reciprocal brokered deposits (included in Schedule RC-E, Memorandum item 1.b)	RCONG803	0	9.
Item 9.a is to be completed on a fully consolidated basis by all institutions that own another insured depository institution.			
a. Fully consolidated reciprocal brokered deposits	RCONL190	N/A	9.a.

		Yes/No	
10. Banker's bank certification: Does the reporting institution meet both the statutory definition of a banker's bank and the business conduct test set forth in FDIC regulations?	RCONK656	NO	10.

Dollar Amounts in Thousands		Bil Mil Thou	
If the answer to item 10 is "YES," complete items 10.a and 10.b.			
a. Banker's bank deduction	RCONK657	N/A	10.a.
b. Banker's bank deduction limit	RCONK658	N/A	10.b.

		Yes/No	
11. Custodial bank certification: Does the reporting institution meet the definition of a custodial bank set forth in FDIC regulations?	RCONK659	NO	11.

Dollar Amounts in Thousands		Bil Mil Thou	
If the answer to item 11 is "YES," complete items 11.a and 11.b.			
a. Custodial bank deduction	RCONK660	N/A	11.a.
b. Custodial bank deduction limit	RCONK661	N/A	11.b.

(1) See instructions for averaging methods. Tangible equity is defined as Tier 1 capital as set forth in the banking agencies' regulatory capital standards and reported in Schedule RC-R, item 11.

Schedule RC-O—Continued

Memoranda

Dollar Amounts in Thousands	Number		Bil | Mil | Thou	
1. Total deposit liabilities of the bank, including related interest accrued and unpaid, less allowable exclusions, including related interest accrued and unpaid (sum of Memorandum Items 1.a.(1), 1.b.(1), 1.c.(1), and 1.d.(1) must equal Schedule RC-O, item 1 less item 2):				
a. Deposit accounts (excluding retirement accounts) of $250,000 or less: (1)				
(1) *Amount* of deposit accounts (excluding retirement accounts) of $250,000 or less		RCONF049	613,399	M.1.a.(1)
(2) *Number* of deposit accounts (excluding retirement accounts) of $250,000 or less	RCONF050	80120		M.1.a.(2)
b. Deposit accounts (excluding retirement accounts) of more than $250,000: (1)				
(1) *Amount* of deposit accounts (excluding retirement accounts) of more than $250,000		RCONF051	625,398	M.1.b.(1)
(2) *Number* of deposit accounts (excluding retirement accounts) of more than $250,000	RCONF052	379		M.1.b.(2)
c. Retirement deposit accounts of $250,000 or less: (1)				
(1) *Amount* of retirement deposit accounts of $250,000 or less		RCONF045	62,188	M.1.c.(1)
(2) *Number* of retirement deposit accounts of $250,000 or less	RCONF046	6633		M.1.c.(2)
d. Retirement deposit accounts of more than $250,000: (1)				
(1) *Amount* of retirement deposit accounts of more than $250,000		RCONF047	2,549	M.1.d.(1)
(2) *Number* of retirement deposit accounts of more than $250,000	RCONF048	8		M.1.d.(2)
Memorandum item 2 is to be completed by banks with $1 billion or more in total assets. (2)				
2. Estimated amount of uninsured deposits, including related interest accrued and unpaid (see instructions) (3)		RCON5597	573,760	M.2.
3. Has the reporting institution been consolidated with a parent bank or savings association in that parent bank's or parent savings association's Call Report? If so, report the legal title and FDIC Certificate Number of the parent bank or parent savings association:				
a. Legal title	TEXTA545			M.3.a.
b. FDIC Certificate Number	RCONA545	0		M.3.b.
4. Not applicable				
Memorandum items 5.a and 5.b are to be completed by all banks.				
5. Noninterest-bearing transaction accounts (as defined in Section 343 of the Dodd-Frank Act) of more than $250,000 (see instructions): (4)				
a. *Amount* of noninterest-bearing transaction accounts of more than $250,000		RCONJ944	188,073	M.5.a.
b. *Number* of noninterest-bearing transaction accounts of more than $250,000	RCONJ945	135		M.5.b.

(1) The dollar amounts used as the basis for reporting in Memorandum items 1.a through 1.d reflect the deposit insurance limits in effect on the report date.
(2) The $1 billion asset size test is generally based on the total assets reported on the June 30, 2012, Report of Condition.
(3) Uninsured deposits should be estimated based on the deposit insurance limits set forth in Memorandum items 1.a through 1.d.
(4) Excludes interest-bearing demand deposits.

Schedule RC-O—Continued

Amounts reported in Memorandum items 6 through 9, 14, and 15 will not be made available to the public on an individual institution basis.

Memoranda—Continued

Dollar Amounts in Thousands		Bil Mil Thou	
Memorandum items 6 through 12 are to be completed by "large institutions" and "highly complex institutions" as defined in FDIC regulations.			
6. Criticized and classified items:			
a. Special mention	RCONK663	N/A	M.6.a.
b. Substandard	RCONK664	N/A	M.6.b.
c. Doubtful	RCONK665	N/A	M.6.c.
d. Loss	RCONK666	N/A	M.6.d.
7. "Nontraditional 1-4 family residential mortgage loans" as defined for assessment purposes only in FDIC regulations:			
a. **Nontraditional 1-4 family residential mortgage loans**	RCONN025	N/A	M.7.a.
b. **Securitizations of nontraditional 1-4 family residential mortgage loans**	RCONN026	N/A	M.7.b.
8. **"Higher-risk consumer loans"** as defined for assessment purposes only in FDIC regulations:			
a. **Higher-risk consumer loans**	RCONN027	N/A	M.8.a.
b. **Securitizations of higher-risk consumer loans**	RCONN028	N/A	M.8.b.
9. **"Higher-risk commercial and industrial loans and securities"** as defined for assessment purposes only in FDIC regulations:			
a. **Higher-risk commercial and industrial loans and securities**	RCONN029	N/A	M.9.a.
b. **Securitizations of higher-risk commercial and industrial loans and securities**	RCONN030	N/A	M.9.b.
10. Commitments to fund construction, land development, and other land loans secured by real estate:			
a. Total unfunded commitments	RCONK676	N/A	M.10.a.
b. Portion of unfunded commitments guaranteed or insured by the U.S. government (including the FDIC)	RCONK677	N/A	M.10.b.
11. Amount of other real estate owned recoverable from the U.S. government under guarantee or insurance provisions (excluding FDIC loss-sharing agreements)	RCONK669	N/A	M.11.
12. Nonbrokered time deposits of more than $250,000 (included in Schedule RC-E, Memorandum item 2.d)	RCONK678	N/A	M.12.
Memorandum item 13.a is to be completed by "large institutions" and "highly complex institutions" as defined in FDIC regulations. Memorandum items 13.b through 13.h are to be completed by "large institutions" only.			
13. Portion of funded loans **and securities** guaranteed or insured by the U.S. government (**including** FDIC loss-sharing agreements):			
a. Construction, land development, and other land loans secured by real estate	RCONN177	N/A	M.13.a.
b. Loans secured by multifamily residential and nonfarm nonresidential properties	RCONN178	N/A	M.13.b.
c. Closed-end loans secured by first liens on 1-4 family residential properties	RCONN179	N/A	M.13.c.
d. Closed-end loans secured by junior liens on 1-4 family residential properties and revolving, open-end loans secured by 1-4 family residential properties and extended under lines of credit	RCONN180	N/A	M.13.d.
e. Commercial and industrial loans	RCONN181	N/A	M.13.e.
f. Credit card loans to individuals for household, family, and other personal expenditures	RCONN182	N/A	M.13.f.
g. All other loans to individuals for household, family, and other personal expenditures	RCONN183	N/A	M.13.g.
h. **Non-agency residential mortgage-backed securities**	RCONM963	N/A	M.13.h.
Memorandum items 14 and 15 are to be completed by "highly complex institutions" as defined in FDIC regulations.			
14. Amount of the institution's largest counterparty exposure	RCONK673	N/A	M.14.
15. Total amount of the institution's 20 largest counterparty exposures	RCONK674	N/A	M.15.

Schedule RC-O—Continued

Memoranda—Continued

Dollar Amounts in Thousands		Bil Mil Thou	
Memorandum item 16 is to be completed by "large institutions" and "highly complex institutions" as defined in FDIC regulations			
16. Portion of loans restructured in troubled debt restructurings that are in compliance with their modified terms and are guaranteed or insured by the U.S. government (including the FDIC) (included in Schedule RC-C, part I, Memorandum item 1)	RCONL189	N/A	M.16.
Memorandum item 17 is to be completed on a fully condolidated basis by those "large institutions" and "highly complex institutions" as defined in FDIC regulations that own another insured depository institution.			
17. Selected fully consolidated data for deposit insurance assessment purposes:			
a. Total deposit liabilities before exclusions (gross) as defined in Section 3(l) of the Federal Deposit Insurance Act and FDIC regulations	RCONL194	N/A	M.17.a.
b. Total allowable exclusions, including interest accrued and unpaid on allowable exclusions	RCONL195	N/A	M.17.b.
c. Unsecured "Other borrowings" with a remaining maturity of one year or less	RCONL196	N/A	M.17.c.
d. Estimated amount of uninsured deposits, including related interest accrued and unpaid	RCONL197	N/A	M.17.d.

Schedule RC-O—Continued

Memoranda—Continued

Memorandum item 18 is to be completed by "large institutions" and "highly complex institutions" as defined in FDIC regulations. Amounts reported in Memorandum item 18 will not be made available to the public on an individual institution basis.

Dollar Amounts in Thousands	(Column A) Two-Year Probability of Default (PD) <= 1%	(Column B) Two-Year Probability of Default (PD) 1.01 - 4%	(Column C) Two-Year Probability of Default (PD) 4.01 - 7%	(Column D) Two-Year Probability of Default (PD) 7.01 - 10%	(Column E) Two-Year Probability of Default (PD) 10.01 - 14%	
18. Outstanding balance of 1-4 family residential mortgage loans, consumer loans, and consumer leases by two-year probability of default:						
a. "Nontraditional 1-4 family residential mortgage loans" as defined for assessment purposes only in FDIC regulations	RCONM964 N/A	RCONM965 N/A	RCONM966 N/A	RCONM967 N/A	RCONM968 N/A	M.18.a.
b. Closed-end loans secured by first liens on 1-4 family residential properties	RCONM979 N/A	RCONM980 N/A	RCONM981 N/A	RCONM982 N/A	RCONM983 N/A	M.18.b.
c. Closed-end loans secured by junior liens on 1-4 family residential properties	RCONM994 N/A	RCONM995 N/A	RCONM996 N/A	RCONM997 N/A	RCONM998 N/A	M.18.c.
d. Revolving, open-end loans secured by 1-4 family residential properties and extended under lines of credit	RCONN010 N/A	RCONN011 N/A	RCONN012 N/A	RCONN013 N/A	RCONN014 N/A	M.18.d.
e. Credit cards	RCONN040 N/A	RCONN041 N/A	RCONN042 N/A	RCONN043 N/A	RCONN044 N/A	M.18.e.
f. Automobile loans	RCONN055 N/A	RCONN056 N/A	RCONN057 N/A	RCONN058 N/A	RCONN059 N/A	M.18.f.
g. Student loans	RCONN070 N/A	RCONN071 N/A	RCONN072 N/A	RCONN073 N/A	RCONN074 N/A	M.18.g.
h. Other consumer loans and revolving credit plans other than credit cards	RCONN085 N/A	RCONN086 N/A	RCONN087 N/A	RCONN088 N/A	RCONN089 N/A	M.18.h.
i. Consumer leases	RCONN100 N/A	RCONN101 N/A	RCONN102 N/A	RCONN103 N/A	RCONN104 N/A	M.18.i.
j. Total	RCONN115 N/A	RCONN116 N/A	RCONN117 N/A	RCONN118 N/A	RCONN119 N/A	M.18.j.

Schedule RC-O—Continued

Memoranda—Continued

Memorandum item 18 is to be completed by "large institutions" and "highly complex institutions" as defined in FDIC regulations. Amounts reported in Memorandum item 18 will not be made available to the public on an individual institution basis.

Dollar Amounts in Thousands	(Column F) Two-Year Probability of Default (PD) 14.01 - 16%	(Column G) Two-Year Probability of Default (PD) 16.01 - 18%	(Column H) Two-Year Probability of Default (PD) 18.01 - 20%	(Column I) Two-Year Probability of Default (PD) 20.01 - 22%	(Column J) Two-Year Probability of Default (PD) 22.01 - 26%	
18. Outstanding balance of 1-4 family residential mortgage loans, consumer loans, and consumer leases by two-year probability of default (continued):						
a. "Nontraditional 1-4 family residential mortgage loans" as defined for assessment purposes only in FDIC regulations	RCONM969 N/A	RCONM970 N/A	RCONM971 N/A	RCONM972 N/A	RCONM973 N/A	M.18.a.
b. Closed-end loans secured by first liens on 1-4 family residential properties	RCONM984 N/A	RCONM985 N/A	RCONM986 N/A	RCONM987 N/A	RCONM988 N/A	M.18.b.
c. Closed-end loans secured by junior liens on 1-4 family residential properties	RCONM999 N/A	RCONN001 N/A	RCONN002 N/A	RCONN003 N/A	RCONN004 N/A	M.18.c.
d. Revolving, open-end loans secured by 1-4 family residential properties and extended under lines of credit	RCONN015 N/A	RCONN016 N/A	RCONN017 N/A	RCONN018 N/A	RCONN019 N/A	M.18.d.
e. Credit cards	RCONN045 N/A	RCONN046 N/A	RCONN047 N/A	RCONN048 N/A	RCONN049 N/A	M.18.e.
f. Automobile loans	RCONN060 N/A	RCONN061 N/A	RCONN062 N/A	RCONN063 N/A	RCONN064 N/A	M.18.f.
g. Student loans	RCONN075 N/A	RCONN076 N/A	RCONN077 N/A	RCONN078 N/A	RCONN079 N/A	M.18.g.
h. Other consumer loans and revolving credit plans other than credit cards	RCONN090 N/A	RCONN091 N/A	RCONN092 N/A	RCONN093 N/A	RCONN094 N/A	M.18.h.
i. Consumer leases	RCONN105 N/A	RCONN106 N/A	RCONN107 N/A	RCONN108 N/A	RCONN109 N/A	M.18.i.
j. Total	RCONN120 N/A	RCONN121 N/A	RCONN122 N/A	RCONN123 N/A	RCONN124 N/A	M.18.j.

Schedule RC-O—Continued

Memoranda—Continued

Memorandum item 18 is to be completed by "large institutions" and "highly complex institutions" as defined in FDIC regulations. Amounts reported in Memorandum item 18 will not be made available to the public on an individual institution basis.

Dollar Amounts in Thousands	(Column K) Two-Year Probability of Default (PD) 26.01 - 30%	(Column L) Two-Year Probability of Default (PD) > 30%	(Column M) Two-Year Probability of Default (PD) Unscoreable	(Column N) Two-Year Probability of Default (PD) Total	(Column O) PDs Were Derived Using (1)	
18. Outstanding balance of 1-4 family residential mortgage loans, consumer loans, and consumer leases by two-year probability of default (continued):						
a. "Nontraditional 1-4 family residential mortgage loans" as defined for assessment purposes only in FDIC regulations	RCONM974 N/A	RCONM975 N/A	RCONM976 N/A	RCONM977 N/A	RCONM978 N/A	M.18.a.
b. Closed-end loans secured by first liens on 1-4 family residential properties	RCONM989 N/A	RCONM990 N/A	RCONM991 N/A	RCONM992 N/A	RCONM993 N/A	M.18.b.
c. Closed-end loans secured by junior liens on 1-4 family residential properties	RCONN005 N/A	RCONN006 N/A	RCONN007 N/A	RCONN008 N/A	RCONN009 N/A	M.18.c.
d. Revolving, open-end loans secured by 1-4 family residential properties and extended under lines of credit	RCONN020 N/A	RCONN021 N/A	RCONN022 N/A	RCONN023 N/A	RCONN024 N/A	M.18.d.
e. Credit cards	RCONN050 N/A	RCONN051 N/A	RCONN052 N/A	RCONN053 N/A	RCONN054 N/A	M.18.e.
f. Automobile loans	RCONN065 N/A	RCONN066 N/A	RCONN067 N/A	RCONN068 N/A	RCONN069 N/A	M.18.f.
g. Student loans	RCONN080 N/A	RCONN081 N/A	RCONN082 N/A	RCONN083 N/A	RCONN084 N/A	M.18.g.
h. Other consumer loans and revolving credit plans other than credit cards	RCONN095 N/A	RCONN096 N/A	RCONN097 N/A	RCONN098 N/A	RCONN099 N/A	M.18.h.
i. Consumer leases	RCONN110 N/A	RCONN111 N/A	RCONN112 N/A	RCONN113 N/A	RCONN114 N/A	M.18.i.
j. Total	RCONN125 N/A	RCONN126 N/A	RCONN127 N/A	RCONN128 N/A		M.18.j.

(1) For PDs derived using scores and default rate mappings provided by a third-party vendor, enter 1; for PDs derived using an internal approach, enter 2; for PDs derived using third-party vendor mappings for some loans within a product type and an internal approach for other loans within the same product type, enter 3. If the total reported in column N for a product type is zero, enter 0.

Schedule RC-P—1-4 Family Residential Mortgage Banking Activities

Schedule RC-P is to be completed by (1) all banks with $1 billion or more in total assets [1] and (2) banks with less than $1 billion in total assets at which either 1–4 family residential mortgage loan originations and purchases for resale [2] from all sources, loan sales, or quarter-end loans held for sale or trading exceed $10 million for two consecutive quarters.

Dollar Amounts in Thousands		Bil | Mil | Thou	
1. Retail originations during the quarter of 1-4 family residential mortgage loans for sale: [2]			
a. Closed-end first liens	RCONF066	12,447	1.a.
b. Closed-end junior liens	RCONF067	0	1.b.
c. Open-end loans extended under lines of credit:			
(1) Total commitment under the lines of credit	RCONF670	0	1.c.(1)
(2) Principal amount funded under the lines of credit	RCONF671	0	1.c.(2)
2. Wholesale originations and purchases during the quarter of 1-4 family residential mortgage loans for sale: [2]			
a. Closed-end first liens	RCONF068	0	2.a.
b. Closed-end junior liens	RCONF069	0	2.b.
c. Open-end loans extended under lines of credit:			
(1) Total commitment under the lines of credit	RCONF672	0	2.c.(1)
(2) Principal amount funded under the lines of credit	RCONF673	0	2.c.(2)
3. 1-4 family residential mortgage loans sold during the quarter:			
a. Closed-end first liens	RCONF070	13,358	3.a.
b. Closed-end junior liens	RCONF071	0	3.b.
c. Open-end loans extended under lines of credit:			
(1) Total commitment under the lines of credit	RCONF674	0	3.c.(1)
(2) Principal amount funded under the lines of credit	RCONF675	0	3.c.(2)
4. 1-4 family residential mortgage loans held for sale or trading at quarter-end (included in Schedule RC, items 4.a and 5):			
a. Closed-end first liens	RCONF072	1,847	4.a.
b. Closed-end junior liens	RCONF073	0	4.b.
c. Open-end loans extended under lines of credit:			
(1) Total commitment under the lines of credit	RCONF676	0	4.c.(1)
(2) Principal amount funded under the lines of credit	RCONF677	0	4.c.(2)
5. Noninterest income *for the quarter* from the sale, securitization, and servicing of 1-4 family residential mortgage loans (included in Schedule RI, items 5.c, 5.f, 5.g, and 5.i):			
a. Closed-end 1-4 family residential mortgage loans	RIADF184	814	5.a.
b. Open-end 1-4 family residential mortgage loans extended under lines of credit	RIADF560	0	5.b.
6. Repurchases and indemnifications of 1-4 family residential mortgage loans *during the quarter:*			
a. Closed-end first liens	RCONF678	240	6.a.
b. Closed-end junior liens	RCONF679	0	6.b.
c. Open-end loans extended under lines of credit:			
(1) Total commitment under the lines of credit	RCONF680	0	6.c.(1)
(2) Principal amount funded under the lines of credit	RCONF681	0	6.c.(2)
7. Representation and warranty reserves for 1-4 family residential mortgage loans sold:			
a. For representations and warranties made to U.S. government agencies and government-sponsored agencies	RCONL191	229	7.a.
b. For representations and warranties made to other parties	RCONL192	0	7.b.
c. Total representation and warranty reserves (sum of items 7.a and 7.b)	RCONM288	229	7.c.

(1) The $1 billion asset size test is generally based on the total assets reported on the June 30, 2012, Report of Condition.
(2) Exclude originations and purchases of 1-4 family residential mortgage loans that are held for investment.

Schedule RC-Q—Assets and Liabilities Measured at Fair Value on a Recurring Basis

Schedule RC-Q is to be completed by banks that:
(1) Had total assets of $500 million or more as of the beginning of their fiscal year, or
(2) Had total assets of less than $500 million as of the beginning of their fiscal year and either:
(a) Have elected to report financial instruments or servicing assets and liabilities at fair value under a fair value option with changes in fair value recognized in earnings, or
(b) Are required to complete Schedule RC-D, Trading Assets and Liabilities.

Dollar Amounts in Thousands	(Column A) Total Fair Value Reported on Schedule RC	(Column B) LESS: Amounts Netted in the Determination of Total Fair Value	(Column C) Level 1 Fair Value Measurements	(Column D) Level 2 Fair Value Measurements	(Column E) Level 3 Fair Value Measurements	
Assets						
1. Available-for-sale securities	RCON1773	RCONG474	RCONG475	RCONG476	RCONG477	
	918,322	0	28,776	889,546	0	1.
2. Federal funds sold and securities purchased under agreements to resell	RCONG478	RCONG479	RCONG480	RCONG481	RCONG482	
	0	0	0	0	0	2.
3. Loans and leases held for sale	RCONG483	RCONG484	RCONG485	RCONG486	RCONG487	
	0	0	0	0	0	3.
4. Loans and leases held for investment	RCONG488	RCONG489	RCONG490	RCONG491	RCONG492	
	0	0	0	0	0	4.
5. Trading assets:						
a. Derivative assets	RCON3543	RCONG493	RCONG494	RCONG495	RCONG496	
	0	0	0	0	0	5.a.
b. Other trading assets	RCONG497	RCONG498	RCONG499	RCONG500	RCONG501	
	225	0	0	225	0	5.b.
(1) Nontrading securities at fair value with changes in fair value reported in current earnings (included in Schedule RC-Q, item 5.b, above)	RCONF240	RCONF684	RCONF692	RCONF241	RCONF242	
	0	0	0	0	0	5.b.(1)
6. All other assets	RCONG391	RCONG392	RCONG395	RCONG396	RCONG804	
	0	0	0	0	0	6.
7. Total assets measured at fair value on a recurring basis (sum of items 1 through 5.b plus item 6)	RCONG502	RCONG503	RCONG504	RCONG505	RCONG506	
	918,547	**0**	**28,776**	**889,771**	**0**	7.

Schedule RC-Q—Continued

Dollar Amounts in Thousands	(Column A) Total Fair Value Reported on Schedule RC	(Column B) LESS: Amounts Netted in the Determination of Total Fair Value	(Column C) Level 1 Fair Value Measurements	(Column D) Level 2 Fair Value Measurements	(Column E) Level 3 Fair Value Measurements	
Liabilities						
8. Deposits	RCONF252 0	RCONF686 0	RCONF694 0	RCONF253 0	RCONF254 0	8.
9. Federal funds purchased and securities sold under agreements to repurchase	RCONG507 0	RCONG508 0	RCONG509 0	RCONG510 0	RCONG511 0	9.
10. Trading liabilities:						
a. Derivative liabilities	RCON3547 0	RCONG512 0	RCONG513 0	RCONG514 0	RCONG515 0	10.a.
b. Other trading liabilities	RCONG516 0	RCONG517 0	RCONG518 0	RCONG519 0	RCONG520 0	10.b.
11. Other borrowed money	RCONG521 0	RCONG522 0	RCONG523 0	RCONG524 0	RCONG525 0	11.
12. Subordinated notes and debentures	RCONG526 0	RCONG527 0	RCONG528 0	RCONG529 0	RCONG530 0	12.
13. All other liabilities	RCONG805 0	RCONG806 0	RCONG807 0	RCONG808 0	RCONG809 0	13.
14. Total liabilities measured at fair value on a recurring basis (sum of items 8 through 13)	RCONG531 0	RCONG532 0	RCONG533 0	RCONG534 0	RCONG535 0	14.

Schedule RC-Q—Continued

Dollar Amounts in Thousands	(Column A) Total Fair Value Reported on Schedule RC	(Column B) LESS: Amounts Netted in the Determination of Total Fair Value	(Column C) Level 1 Fair Value Measurements	(Column D) Level 2 Fair Value Measurements	(Column E) Level 3 Fair Value Measurements	
Memoranda						
1. All other assets (itemize and describe amounts included in Schedule RC-Q, item 6, that are greater than $25,000 and exceed 25% of item 6):						
a. Mortgage servicing assets	RCONG536 0	RCONG537 0	RCONG538 0	RCONG539 0	RCONG540 0	M.1.a.
b. Nontrading derivative assets	RCONG541 0	RCONG542 0	RCONG543 0	RCONG544 0	RCONG545 0	M.1.b.
c. TEXTG546	RCONG546 0	RCONG547 0	RCONG548 0	RCONG549 0	RCONG550 0	M.1.c.
d. TEXTG551	RCONG551 0	RCONG552 0	RCONG553 0	RCONG554 0	RCONG555 0	M.1.d.
e. TEXTG556	RCONG556 0	RCONG557 0	RCONG558 0	RCONG559 0	RCONG560 0	M.1.e.
f. TEXTG561	RCONG561 0	RCONG562 0	RCONG563 0	RCONG564 0	RCONG565 0	M.1.f.
2. All other liabilities (itemize and describe amounts included in Schedule RC-Q, item 13, that are greater than $25,000 and exceed 25% of item 13):						
a. Loan commitments (not accounted for as derivatives)	RCONF261 0	RCONF689 0	RCONF697 0	RCONF262 0	RCONF263 0	M.2.a.
b. Nontrading derivative liabilities	RCONG566 0	RCONG567 0	RCONG568 0	RCONG569 0	RCONG570 0	M.2.b.
c. TEXTG571	RCONG571 0	RCONG572 0	RCONG573 0	RCONG574 0	RCONG575 0	M.2.c.
d. TEXTG576	RCONG576 0	RCONG577 0	RCONG578 0	RCONG579 0	RCONG580 0	M.2.d.
e. TEXTG581	RCONG581 0	RCONG582 0	RCONG583 0	RCONG584 0	RCONG585 0	M.2.e.
f. TEXTG586	RCONG586 0	RCONG587 0	RCONG588 0	RCONG589 0	RCONG590 0	M.2.f.

Schedule RC-R—Regulatory Capital

Dollar Amounts in Thousands		Bil Mil Thou	
Tier 1 Capital			
1. Total bank equity capital (from Schedule RC, item 27.a)	RCON3210	196,891	1.
2. LESS: Net unrealized gains (losses) on available-for-sale securities (if gain, report as positive value; if loss, report as negative value) [1]	RCON8434	26,618	2.
3. LESS: Net unrealized loss on available-for-sale *EQUITY* securities (report loss as *positive* value) [1]	RCONA221	0	3.
4. LESS: Accumulated net gains (losses) on cash flow hedges and amounts recorded in AOCI resulting from the initial and subsequent application of FASB ASC 715-20 (former FASB Statement No. 158) to defined benefit postretirement plans (if a gain, report as a positive value; if a loss, report as a negative value) [1]	RCON4336	0	4.
5. LESS: Nonqualifying perpetual preferred stock	RCONB588	0	5.
6. Qualifying noncontrolling (minority) interests in consolidated subsidiaries	RCONB589	0	6.
7.			
a. LESS: Disallowed goodwill and other disallowed intangible assets	RCONB590	15,068	7.a.
b. LESS: Cumulative change in fair value of all financial liabilities accounted for under a fair value option that is included in retained earnings and is attributable to changes in the bank's own creditworthiness (if a net gain, report as positive value; if a net loss, report as negative value)	RCONF264	0	7.b.
8. Subtotal (sum of items 1 and 6, less items 2, 3, 4, 5, 7.a, and 7.b)	RCONC227	155,205	8.
9.			
a. LESS: Disallowed servicing assets and purchased credit card relationships	RCONB591	0	9.a.
b. LESS: Disallowed deferred tax assets	RCON5610	0	9.b.
10. Other additions to (deductions from) Tier 1 capital	RCONB592	0	10.
11. Tier 1 capital (sum of items 8 and 10, less items 9.a and 9.b)	RCON8274	155,205	11.
Tier 2 Capital			
12. Qualifying subordinated debt and redeemable preferred stock	RCON5306	0	12.
13. Cumulative perpetual preferred stock includible in Tier 2 capital	RCONB593	0	13.
14. Allowance for loan and lease losses includible in Tier 2 capital	RCON5310	11,837	14.
15. Unrealized gains on available-for-sale equity securities includible in Tier 2 capital	RCON2221	12,726	15.
16. Other Tier 2 capital components	RCONB594	0	16.
17. Tier 2 capital (sum of items 12 through 16)	RCON5311	24,563	17.
18. Allowable Tier 2 capital (lesser of item 11 or 17)	RCON8275	24,563	18.
19. **Not applicable.**			
20. Deductions for total risk-based capital	RCONB595	0	20.
21. Total risk-based capital (sum of items 11 and 18, less item 20)	RCON3792	179,768	21.
Total Assets for Leverage Ratio			
22. Total assets (for banks, from Schedule RC-K, item 9; for savings associations, from Schedule RC, item 12)	RCONL136	2,181,718	22.
23. LESS: Disallowed goodwill and other disallowed intangible assets (from item 7.a above)	RCONB590	15,068	23.
24. LESS: Disallowed servicing assets and purchased credit card relationships (from item 9.a above)	RCONB591	0	24.
25. LESS: Disallowed deferred tax assets (from item 9.b above)	RCON5610	0	25.
26. Other additions to (deductions from) assets for leverage capital purposes	RCONL137	0	26.
27. Total assets for leverage capital purposes (sum of items 22 and 26 less items 23 through 25)	RCONL138	2,166,650	27.
Adjustments for Financial Subsidiaries			
28.			
a. Adjustment to Tier 1 capital reported in item 11	RCONC228	0	28.a.
b. Adjustment to total risk-based capital reported in item 21	RCONB503	0	28.b.
29. Adjustment to risk-weighted assets reported in item 62	RCONB504	0	29.
30. Adjustment to average total assets reported in item 27	RCONB505	0	30.

(1) Report amount included in Schedule RC, item 26.b, "Accumulated other comprehensive income" (AOCI).

Schedule RC-R—Continued

Capital Ratios
(Column B is to be completed by all banks. Column A is to be completed by banks with financial subsidiaries.)

	(Column A) Percentage (Banks with Financial Subsidiaries)		(Column B) Percentage (All Banks)		
31. Tier 1 leverage ratio (2)	RCON7273	0	RCON7204	7.16	31.
32. Tier 1 risk-based capital ratio (3)	RCON7274	0	RCON7206	16.45	32.
33. Total risk-based capital ratio (4)	RCON7275	0	RCON7205	19.06	33.

(2) The ratio for column B is item 11 divided by item 27. The ratio for column A is item 11 minus item 28.a divided by (item 27 minus item 30).
(3) The ratio for column B is item 11 divided by item 62. The ratio for column A is item 11 minus item 28.a divided by (item 62 minus item 29).
(4) The ratio for column B is item 21 divided by item 62. The ratio for column A is item 21 minus item 28.b divided by (item 62 minus item 29).

Schedule RC-R—Continued

Banks are not required to risk-weight each on-balance sheet asset and the credit equivalent amount of each off-balance sheet item that qualifies for a risk weight of less than 100 percent (50 percent for derivatives) at its lower risk weight. When completing items 34 through 54 of Schedule RC-R, each bank should decide for itself how detailed a risk-weight analysis it wishes to perform. In other words, a bank can choose from among its assets and off-balance sheet items that have a risk weight of less than 100 percent which ones to risk-weight at an appropriate lower risk weight, or it can simply risk-weight some or all of these items at a 100 percent risk weight (50 percent for derivatives).

Dollar Amounts in Thousands	(Column A) Totals (from Schedule RC)	(Column B) Items Not Subject to Risk-Weighting	(Column C) Allocation by Risk Weight Category 0%	(Column D) Allocation by Risk Weight Category 20%	(Column E) Allocation by Risk Weight Category 50%	(Column F) Allocation by Risk Weight Category 100%	
Balance Sheet Asset Categories							
34. Cash and balances due from depository institutions (Column A equals the sum of Schedule RC items 1.a and 1.b)	RCON0010 **157,826**	RCONC869 0	RCONB600 85,422	RCONB601 72,404		RCONB602 0	34.
35. Held-to-maturity securities	RCON1754 **0**	RCONB603 0	RCONB604 0	RCONB605 0	RCONB606 0	RCONB607 0	35.
36. Available-for-sale securities	RCON1773 **918,322**	RCONB608 30,451	RCONB609 366,907	RCONB610 448,371	RCONB611 33,398	RCONB612 39,195	36.
37. Federal funds sold and securities purchased under agreements to resell	RCONC225 **0**		RCONC063 0	RCONC064 0		RCONB520 0	37.
38. Loans and leases held for sale	RCON5369 **1,847**	RCONB617 0	RCONB618 0	RCONB619 0	RCONB620 1,847	RCONB621 0	38.
39. Loans and leases, net of unearned income	RCONB528 **777,930**	RCONB622 0	RCONB623 0	RCONB624 32,093	RCONB625 182,148	RCONB626 563,689	39.
40. LESS: Allowance for loan and lease losses	RCON3123 15,214	RCON3123 15,214					40.
41. Trading assets	RCON3545 **225**	RCONB627 0	RCONB628 0	RCONB629 0	RCONB630 225	RCONB631 0	41.
42. All other assets (1)	RCONB639 **95,031**	RCONB640 15,068	RCONB641 0	RCONB642 2,361	RCONB643 0	RCON5339 77,602	42.
43. Total assets (sum of items 34 through 42)	RCON2170 **1,935,967**	RCONB644 **30,305**	RCON5320 **452,329**	RCON5327 **555,229**	RCON5334 **217,618**	RCON5340 **680,486**	43.

(1) Includes premises and fixed assets, other real estate owned, investments in unconsolidated subsidiaries and associated companies, direct and indirect investments in real estate ventures, intangible assets, and other assets.

Schedule RC-R—Continued

Dollar Amounts in Thousands	(Column A) Face Value or Notional Amount	Credit Conversion Factor	(Column B) Credit Equivalent Amount (1)	(Column C) Allocation by Risk Weight Category 0%	(Column D) Allocation by Risk Weight Category 20%	(Column E) Allocation by Risk Weight Category 50%	(Column F) Allocation by Risk Weight Category 100%	
Derivatives and Off-Balance Sheet Items								
44. Financial standby letters of credit	RCONB546	1.00 or 12.5 (2)	RCONB547	RCONB548	RCONB581	RCONB582	RCONB583	
	11,120	1.00	11,120	0	1,132	0	9,988	44.
45. Performance standby letters of credit	RCON3821		RCONB650	RCONB651	RCONB652	RCONB653	RCONB654	
	56	.50	28	0	0	0	28	45.
46. Commercial and similar letters of credit	RCON3411		RCONB655	RCONB656	RCONB657	RCONB658	RCONB659	
	0	.20	0	0	0	0	0	46.
47. Risk participations in bankers acceptances acquired by the reporting institution	RCON3429		RCONB660	RCONB661	RCONB662		RCONB663	
	0	1.00	0	0	0		0	47.
48. Securities lent	RCON3433		RCONB664	RCONB665	RCONB666	RCONB667	RCONB668	
	0	1.00	0	0	0	0	0	48.
49. Retained recourse on small business obligations sold with recourse	RCONA250		RCONB669	RCONB670	RCONB671	RCONB672	RCONB673	
	0	1.00	0	0	0	0	0	49.
50. Recourse and direct credit substitutes (other than financial standby letters of credit) subject to the low-level exposure rule and residual interests subject to a dollar-for-dollar capital requirement	RCONB541	12.5 (3)	RCONB542				RCONB543	
	0	12.50	0				0	50.
51. All other financial assets sold with recourse	RCONB675		RCONB676	RCONB677	RCONB678	RCONB679	RCONB680	
	1,877	1.00	1,877	0	0	1,877	0	51.
52. All other off-balance sheet liabilities	RCONB681		RCONB682	RCONB683	RCONB684	RCONB685	RCONB686	
	0	1.00	0	0	0	0	0	52.
53. Unused commitments:								
a. With an original maturity exceeding one year	RCON3833		RCONB687	RCONB688	RCONB689	RCONB690	RCONB691	
	70,879	.50	35,440	0	0	0	35,440	53.a.
b. With an original maturity of one year or less to asset-backed commercial paper conduits	RCONG591		RCONG592	RCONG593	RCONG594	RCONG595	RCONG596	
	0	.10	0	0	0	0	0	53.b.
54. Derivative contracts			RCONA167	RCONB693	RCONB694	RCONB695		
			30	0	0	30		54.

Schedule RC-R—Continued

Dollar Amounts in Thousands	(Column C) Allocation by Risk Weight Category 0%	(Column D) Allocation by Risk Weight Category 20%	(Column E) Allocation by Risk Weight Category 50%	(Column F) Allocation by Risk Weight Category 100%	
Totals					
55. Total assets, derivatives, and off-balance sheet items by risk weight category (for each column, sum of items 43 through 54)	RCONB696 452,329	RCONB697 556,361	RCONB698 219,525	RCONB699 725,942	55.
56. Risk weight factor	x 0%	x 20%	x 50%	x 100%	56.
57. Risk-weighted assets by risk weight category (for each column, item 55 multiplied by item 56)	RCONB700 0	RCONB701 111,272	RCONB702 109,763	RCONB703 725,942	57.
58. Market risk equivalent assets				RCON1651 0	58.
59. Risk-weighted assets before deductions for excess allowance for loan and lease losses and allocated transfer risk reserve (sum of item 57, columns C through F, and item 58)				RCONB704 946,977	59.
60. LESS: Excess allowance for loan and lease losses				RCONA222 3,680	60.
61. LESS: Allocated transfer risk reserve				RCON3128 0	61.
62. Total risk-weighted assets (item 59 minus items 60 and 61)				RCONA223 943,297	62.

Memoranda

Dollar Amounts in Thousands		Bil Mil Thou	
1. Current credit exposure across all derivative contracts covered by the risk-based capital standards	RCON8764	30	M.1.

Dollar Amounts in Thousands	(Column A) With a remaining maturity of one year of less		(Column B) With a remaining maturity of over one year through five years		(Column C) With a remaining maturity of over five years		
2. Notional principal amounts of derivative contracts: (1)							
a. Interest rate contracts	RCON3809	3,046	RCON8766	0	RCON8767	0	M.2.a.
b. Foreign exchange contracts	RCON3812	0	RCON8769	0	RCON8770	0	M.2.b.
c. Gold contracts	RCON8771	0	RCON8772	0	RCON8773	0	M.2.c.
d. Other precious metals contracts	RCON8774	0	RCON8775	0	RCON8776	0	M.2.d.
e. Other commodity contracts	RCON8777	0	RCON8778	0	RCON8779	0	M.2.e.
f. Equity derivative contracts	RCONA000	0	RCONA001	0	RCONA002	0	M.2.f.
g. Credit derivative contracts: Purchased credit protection that (a) is a covered position under the market risk rule or (b) is not a covered position under the market risk rule and is not recognized as a guarantee for risk-based capital purposes:							
(1) Investment grade	RCONG597	0	RCONG598	0	RCONG599	0	M.2.g.(1)
(2) Subinvestment grade	RCONG600	0	RCONG601	0	RCONG602	0	M.2.g.(2)

(1) Exclude foreign exchange contracts with an original maturity of 14 days or less and all futures contracts.

Schedule RC-S—Servicing, Securitization, and Asset Sale Activities

Dollar Amounts in Thousands	(Column A) 1-4 Family Residential Loans	(Column B) Home Equity Lines	(Column C) Credit Card Receivables	(Column D) Auto Loans	(Column E) Other Consumer Loans	(Column F) Commercial and Industrial Loans	(Column G) All Other Loans, All Leases and All Other Assets	
Bank Securitization Activities								
1. Outstanding principal balance of assets sold and securitized by the reporting bank with servicing retained or with recourse or other seller-provided credit enhancements	RCONB705	RCONB706	RCONB707	RCONB708	RCONB709	RCONB710	RCONB711	
	0	0	0	0	0	0	0	1.
2. Maximum amount of credit exposure arising from recourse or other seller-provided credit enhancements provided to structures reported in item 1 in the form of:								
a. Credit-enhancing interest-only strips (included in Schedules RC-B or RC-F or in Schedule RC, item 5)	RCONB712	RCONB713	RCONB714	RCONB715	RCONB716	RCONB717	RCONB718	
	0	0	0	0	0	0	0	2.a.
b. Subordinated securities and other residual interests	RCONC393	RCONC394	RCONC395	RCONC396	RCONC397	RCONC398	RCONC399	
	0	0	0	0	0	0	0	2.b.
c. Standby letters of credit and other enhancements	RCONC400	RCONC401	RCONC402	RCONC403	RCONC404	RCONC405	RCONC406	
	0	0	0	0	0	0	0	2.c.
3. Reporting bank's unused commitments to provide liquidity to structures reported in item 1	RCONB726	RCONB727	RCONB728	RCONB729	RCONB730	RCONB731	RCONB732	
	0	0	0	0	0	0	0	3.
4. Past due loan amounts included in item 1:								
a. 30-89 days past due	RCONB733	RCONB734	RCONB735	RCONB736	RCONB737	RCONB738	RCONB739	
	0	0	0	0	0	0	0	4.a.
b. 90 days or more past due	RCONB740	RCONB741	RCONB742	RCONB743	RCONB744	RCONB745	RCONB746	
	0	0	0	0	0	0	0	4.b.
5. Charge-offs and recoveries on assets sold and securitized with servicing retained or with recourse or other seller-provided credit enhancements (calendar year-to-date):								
a. Charge-offs	RIADB747	RIADB748	RIADB749	RIADB750	RIADB751	RIADB752	RIADB753	
	0	0	0	0	0	0	0	5.a.
b. Recoveries	RIADB754	RIADB755	RIADB756	RIADB757	RIADB758	RIADB759	RIADB760	
	0	0	0	0	0	0	0	5.b.

Schedule RC-S—Continued

Dollar Amounts in Thousands	(Column A) 1-4 Family Residential Loans	(Column B) Home Equity Lines	(Column C) Credit Card Receivables	(Column D) Auto Loans	(Column E) Other Consumer Loans	(Column F) Commercial and Industrial Loans	(Column G) All Other Loans, All Leases and All Other Assets	
6. Amount of ownership (or seller's) interests carried as:								
a. Securities (included in Schedule RC-B or in Schedule RC, item 5)		RCONB761 0	RCONB762 0			RCONB763 0		6.a.
b. Loans (included in Schedule RC-C)		RCONB500 0	RCONB501 0			RCONB502 0		6.b.
7. Past due loan amounts included in interests reported in item 6.a:								
a. 30-89 days past due		RCONB764 0	RCONB765 0			RCONB766 0		7.a.
b. 90 days or more past due		RCONB767 0	RCONB768 0			RCONB769 0		7.b.
8. Charge-offs and recoveries on loan amounts included in interests reported in item 6.a (calendar year-to-date):								
a. Charge-offs		RIADB770 0	RIADB771 0			RIADB772 0		8.a.
b. Recoveries		RIADB773 0	RIADB774 0			RIADB775 0		8.b.
For Securitization Facilities Sponsored By or Otherwise Established By Other Institutions								
9. Maximum amount of credit exposure arising from credit enhancements provided by the reporting bank to other institutions' securitization structures in the form of standby letters of credit, purchased subordinated securities, and other enhancements	RCONB776 0	RCONB777 0	RCONB778 0	RCONB779 0	RCONB780 0	RCONB781 0	RCONB782 0	9.
10. Reporting bank's unused commitments to provide liquidity to other institutions' securitization structures	RCONB783 0	RCONB784 0	RCONB785 0	RCONB786 0	RCONB787 0	RCONB788 0	RCONB789 0	10.
Bank Asset Sales								
11. Assets sold with recourse or other seller-provided credit enhancements and not securitized by the reporting bank	RCONB790 1,877	RCONB791 0	RCONB792 0	RCONB793 0	RCONB794 0	RCONB795 0	RCONB796 0	11.
12. Maximum amount of credit exposure arising from recourse or other seller-provided credit enhancements provided to assets reported in item 11	RCONB797 1,877	RCONB798 0	RCONB799 0	RCONB800 0	RCONB801 0	RCONB802 0	RCONB803 0	12.

Schedule RC-S—Continued

Memoranda

Dollar Amounts in Thousands		Bil Mil Thou	
1. Small business obligations transferred with recourse under Section 208 of the Riegle Community Development and Regulatory Improvement Act of 1994:			
a. Outstanding principal balance	RCONA249	0	M.1.a.
b. Amount of retained recourse on these obligations as of the report date	RCONA250	0	M.1.b.
2. Outstanding principal balance of assets serviced for others (includes participations serviced for others):			
a. Closed-end 1-4 family residential mortgages serviced with recourse or other servicer-provided credit enhancements	RCONB804	1,877	M.2.a.
b. Closed-end 1-4 family residential mortgages serviced with no recourse or other servicer-provided credit enhancements	RCONB805	484,100	M.2.b.
c. Other financial assets (includes home equity lines) (1)	RCONA591	79,694	M.2.c.
d. 1-4 family residential mortgages serviced for others that are in process of foreclosure at quarter-end (includes closed-end and open-end loans)	RCONF699	298	M.2.d.
3. Asset-backed commercial paper conduits:			
a. Maximum amount of credit exposure arising from credit enhancements provided to conduit structures in the form of standby letters of credit, subordinated securities, and other enhancements:			
(1) Conduits sponsored by the bank, a bank affiliate, or the bank's holding company	RCONB806	0	M.3.a.(1)
(2) Conduits sponsored by other unrelated institutions	RCONB807	0	M.3.a.(2)
b. Unused commitments to provide liquidity to conduit structures:			
(1) Conduits sponsored by the bank, a bank affiliate, or the bank's holding company	RCONB808	0	M.3.b.(1)
(2) Conduits sponsored by other unrelated institutions	RCONB809	0	M.3.b.(2)
4. Outstanding credit card fees and finance charges included in Schedule RC-S, item 1, col C (2)	RCONC407	N/A	M.4.

(1) Memorandum item 2.c is to be completed if the principal balance of other financial assets serviced for others is more than $10 million.

(2) Memorandum item 4 is to be completed by banks that (1) together with affiliated institutions, have outstanding credit card receivables (as defined in the instructions) that exceed $500 million as of the report date or (2) are credit card specialty banks as defined for Uniform Bank Performance Report purposes.

Schedule RC-T—Fiduciary and Related Services

		Yes/No	
1. Does the institution have fiduciary powers? (If "NO," do not complete Schedule RC-T.)	RCONA345	YES	1.
2. Does the institution exercise the fiduciary powers it has been granted?	RCONA346	NO	2.
3. Does the institution have any fiduciary or related activity (in the form of assets or accounts) to report in this schedule? (If "NO," do not complete the rest of Schedule RC-T.)	RCONB867	NO	3.

If the answer to item 3 is "YES," complete the applicable items of Schedule RC-T, as follows:

Institutions with total fiduciary assets (item 10, sum of columns A and B) greater than $250 million (as of the preceding December 31) or with gross fiduciary and related services income greater than 10% of revenue (net interest income plus noninterest income) for the preceding calendar year must complete:

- Items 4 through 22 and Memorandum item 3 quarterly,
- Items 23 through 26 annually with the December report, and
- Memorandum items 1, 2, and 4 annually with the December report.

Institutions with total fiduciary assets (item 10, sum of columns A and B) greater than $100 million but less than or equal to $250 million (as of the preceding December 31) that do not meet the fiduciary income test for quarterly reporting must complete:

- Items 4 through 26 annually with the December report, and
- Memorandum items 1 through 4 annually with the December report.

Institutions with total fiduciary assets (item 10, sum of columns A and B) of $100 million or less (as of the preceding December 31) that do not meet the fiduciary income test for quarterly reporting must complete:

- Items 4 through 13 annually with the December report, and
- Memorandum items 1 through 3 annually with the December report.

Dollar Amounts in Thousands	(Column A) Managed Assets	(Column B) Non-Managed Assets	(Column C) Number of Managed Accounts	(Column D) Number of Non-Managed Accounts	
Fiduciary and Related Assets					
4. Personal trust and agency accounts	RCONB868 N/A	RCONB869 N/A	RCONB870 N/A	RCONB871 N/A	4.
5. Employee benefit and retirement-related trust and agency accounts:					
a. Employee benefit—defined contribution	RCONB872 N/A	RCONB873 N/A	RCONB874 N/A	RCONB875 N/A	5.a.
b. Employee benefit—defined benefit	RCONB876 N/A	RCONB877 N/A	RCONB878 N/A	RCONB879 N/A	5.b.
c. Other employee benefit and retirement-related accounts	RCONB880 N/A	RCONB881 N/A	RCONB882 N/A	RCONB883 N/A	5.c.
6. Corporate trust and agency accounts	RCONB884 N/A	RCONB885 N/A	RCONC001 N/A	RCONC002 N/A	6.
7. Investment management and investment advisory agency accounts	RCONB886 N/A	RCONJ253 N/A	RCONB888 N/A	RCONJ254 N/A	7.
8. Foundation and endowment trust and agency accounts	RCONJ255 N/A	RCONJ256 N/A	RCONJ257 N/A	RCONJ258 N/A	8.
9. Other fiduciary accounts	RCONB890 N/A	RCONB891 N/A	RCONB892 N/A	RCONB893 N/A	9.
10. Total fiduciary accounts (sum of items 4 through 9)	RCONB894 N/A	RCONB895 N/A	RCONB896 N/A	RCONB897 N/A	10.
11. Custody and safekeeping accounts		RCONB898 N/A		RCONB899 N/A	11.
12. Not applicable					
13. Individual Retirement Accounts, Health Savings Accounts, and other similar accounts (included in items 5.c and 11)	RCONJ259 N/A	RCONJ260 N/A	RCONJ261 N/A	RCONJ262 N/A	13.

Schedule RC-T—Continued

Dollar Amounts in Thousands		Bil | Mil | Thou	
Fiduciary and Related Services Income			
14. Personal trust and agency accounts	RIADB904	N/A	14.
15. Employee benefit and retirement-related trust and agency accounts:			
a. Employee benefit—defined contribution	RIADB905	N/A	15.a.
b. Employee benefit—defined benefit	RIADB906	N/A	15.b.
c. Other employee benefit and retirement-related accounts	RIADB907	N/A	15.c.
16. Corporate trust and agency accounts	RIADA479	N/A	16.
17. Investment management and investment advisory agency accounts	RIADJ315	N/A	17.
18. Foundation and endowment trust and agency accounts	RIADJ316	N/A	18.
19. Other fiduciary accounts	RIADA480	N/A	19.
20. Custody and safekeeping accounts	RIADB909	N/A	20.
21. Other fiduciary and related services income	RIADB910	N/A	21.
22. Total gross fiduciary and related services income (sum of items 14 through 21) (must equal Schedule RI, item 5.a)	RIAD4070	N/A	22.
23. Less: Expenses	RIADC058	N/A	23.
24. Less: Net losses from fiduciary and related services	RIADA488	N/A	24.
25. Plus: Intracompany income credits for fiduciary and related services	RIADB911	N/A	25.
26. Net fiduciary and related services income	RIADA491	N/A	26.

Memoranda

Dollar Amounts in Thousands	(Column A) Personal Trust and Agency and Investment Management Agency Accounts		(Column B) Employee Benefit and Retirement-Related Trust and Agency Accounts		(Column C) All Other Accounts		
1. Managed assets held in fiduciary accounts:							
a. Noninterest-bearing deposits	RCONJ263	N/A	RCONJ264	N/A	RCONJ265	N/A	M.1.a.
b. Interest-bearing deposits	RCONJ266	N/A	RCONJ267	N/A	RCONJ268	N/A	M.1.b.
c. U.S. Treasury and U.S. Government agency obligations	RCONJ269	N/A	RCONJ270	N/A	RCONJ271	N/A	M.1.c.
d. State, county, and municipal obligations	RCONJ272	N/A	RCONJ273	N/A	RCONJ274	N/A	M.1.d.
e. Money market mutual funds	RCONJ275	N/A	RCONJ276	N/A	RCONJ277	N/A	M.1.e.
f. Equity mutual funds	RCONJ278	N/A	RCONJ279	N/A	RCONJ280	N/A	M.1.f.
g. Other mutual funds	RCONJ281	N/A	RCONJ282	N/A	RCONJ283	N/A	M.1.g.
h. Common trust funds and collective investment funds	RCONJ284	N/A	RCONJ285	N/A	RCONJ286	N/A	M.1.h.
i. Other short-term obligations	RCONJ287	N/A	RCONJ288	N/A	RCONJ289	N/A	M.1.i.
j. Other notes and bonds	RCONJ290	N/A	RCONJ291	N/A	RCONJ292	N/A	M.1.j.
k. Investments in unregistered funds and private equity investments	RCONJ293	N/A	RCONJ294	N/A	RCONJ295	N/A	M.1.k.
l. Other common and preferred stocks	RCONJ296	N/A	RCONJ297	N/A	RCONJ298	N/A	M.1.l.
m. Real estate mortgages	RCONJ299	N/A	RCONJ300	N/A	RCONJ301	N/A	M.1.m.
n. Real estate	RCONJ302	N/A	RCONJ303	N/A	RCONJ304	N/A	M.1.n.
o. Miscellaneous assets	RCONJ305	N/A	RCONJ306	N/A	RCONJ307	N/A	M.1.o.
p. Total managed assets held in fiduciary accounts (for each column, sum of Memorandum items 1.a through 1.o)	RCONJ308	N/A	RCONJ309	N/A	RCONJ310	N/A	M.1.p.

Schedule RC-T—Continued

Memoranda—Continued

Dollar Amounts in Thousands	(Column A) Managed Assets		(Column B) Number of Managed Accounts		
1.q. Investments of managed fiduciary accounts in advised or sponsored mutual funds	RCONJ311	N/A	RCONJ312	N/A	M.1.q.

Dollar Amounts in Thousands	(Column A) Number of Issues		(Column B) Principal Amount Outstanding		
2. Corporate trust and agency accounts:					
a. Corporate and municipal trusteeships	RCONB927	N/A	RCONB928	N/A	M.2.a.
(1) Issues reported in Memorandum item 2.a that are in default	RCONJ313	N/A	RCONJ314	N/A	M.2.a.(1)
b. Transfer agent, registrar, paying agent, and other corporate agency	RCONB929	N/A			M.2.b.

Dollar Amounts in Thousands	(Column A) Number of Funds		(Column B) Market Value of Fund Assets		
3. Collective investment funds and common trust funds:					
a. Domestic equity	RCONB931	N/A	RCONB932	N/A	M.3.a.
b. International/Global equity	RCONB933	N/A	RCONB934	N/A	M.3.b.
c. Stock/Bond blend	RCONB935	N/A	RCONB936	N/A	M.3.c.
d. Taxable bond	RCONB937	N/A	RCONB938	N/A	M.3.d.
e. Municipal bond	RCONB939	N/A	RCONB940	N/A	M.3.e.
f. Short term investments/Money market	RCONB941	N/A	RCONB942	N/A	M.3.f.
g. Specialty/Other	RCONB943	N/A	RCONB944	N/A	M.3.g.
h. Total collective investment funds (sum of Memorandum items 3.a through 3.g)	RCONB945	N/A	RCONB946	N/A	M.3.h.

Dollar Amounts in Thousands	(Column A) Gross Losses Managed Accounts		(Column B) Gross Losses Non-Managed Accounts		(Column C) Recoveries		
4. Fiduciary settlements, surcharges, and other losses:							
a. Personal trust and agency accounts	RIADB947	N/A	RIADB948	N/A	RIADB949	N/A	M.4.a.
b. Employee benefit and retirement-related trust and agency accounts	RIADB950	N/A	RIADB951	N/A	RIADB952	N/A	M.4.b.
c. Investment management and investment advisory agency accounts	RIADB953	N/A	RIADB954	N/A	RIADB955	N/A	M.4.c.
d. Other fiduciary accounts and related services	RIADB956	N/A	RIADB957	N/A	RIADB958	N/A	M.4.d.
e. Total fiduciary settlements, surcharges, and other losses (sum of Memorandum items 4.a through 4.d) (sum of columns A and B minus column C must equal Schedule RC-T, item 24)	RIADB959	N/A	RIADB960	N/A	RIADB961	N/A	M.4.e.

Schedule RC-T—Continued

Memoranda—Continued

Person to whom questions about Schedule RC-T—Fiduciary and Related Services should be directed:

N/A
Name and Title (TEXT B962)

N/A
E-mail Address (TEXT B926)

N/A
Telephone: Area code/phone number/extension (TEXT B963)

N/A
FAX: Area code/phone number (TEXT B964)

Schedule RC-V—Variable Interest Entities

Dollar Amounts in Thousands	(Column A) Securitization Vehicles		(Column B) ABCP Conduits		(Column C) Other VIEs		
1. Assets of consolidated variable interest entities (VIEs) that can be used only to settle obligations of the consolidated VIEs:							
a. Cash and balances due from depository institutions	RCONJ981	0	RCONJ982	0	RCONJ983	0	1.a.
b. Held-to-maturity securities	RCONJ984	0	RCONJ985	0	RCONJ986	0	1.b.
c. Available-for-sale securities	RCONJ987	0	RCONJ988	0	RCONJ989	0	1.c.
d. Securities purchased under agreements to resell	RCONJ990	0	RCONJ991	0	RCONJ992	0	1.d.
e. Loans and leases held for sale	RCONJ993	0	RCONJ994	0	RCONJ995	0	1.e.
f. Loans and leases, net of unearned income	RCONJ996	0	RCONJ997	0	RCONJ998	0	1.f.
g. Less: Allowance for loan and lease losses	RCONJ999	0	RCONK001	0	RCONK002	0	1.g.
h. Trading assets (other than derivatives)	RCONK003	0	RCONK004	0	RCONK005	0	1.h.
i. Derivative trading assets	RCONK006	0	RCONK007	0	RCONK008	0	1.i.
j. Other real estate owned	RCONK009	0	RCONK010	0	RCONK011	0	1.j.
k. Other assets	RCONK012	0	RCONK013	0	RCONK014	0	1.k.
2. Liabilities of consolidated VIEs for which creditors do not have recourse to the general credit of the reporting bank							
a. Securities sold under agreements to repurchase	RCONK015	0	RCONK016	0	RCONK017	0	2.a.
b. Derivative trading liabilities	RCONK018	0	RCONK019	0	RCONK020	0	2.b.
c. Commercial paper	RCONK021	0	RCONK022	0	RCONK023	0	2.c.
d. Other borrowed money (exclude commercial paper)	RCONK024	0	RCONK025	0	RCONK026	0	2.d.
e. Other liabilities	RCONK027	0	RCONK028	0	RCONK029	0	2.e.
3. All other assets of consolidated VIEs (not included in items 1.a through 1.k above)	RCONK030	0	RCONK031	0	RCONK032	0	3.
4. All other liabilities of consolidated VIEs (not included in items 2.a through 2.e above)	RCONK033	0	RCONK034	0	RCONK035	0	4.

Optional Narrative Statement Concerning the Amounts Reported in the Reports of Condition and Income

The management of the reporting bank may, *if it wishes*, submit a brief narrative statement on the amounts reported in the Reports of Condition and Income. This optional statement will be made available to the public, along with the publicly available data in the Reports of Condition and Income, in response to any request for individual bank report data. However, the information reported in Schedule RI-E, item 2.g; Schedule RC-O, Memorandum items 6 through 9, 14, 15, and 18; and Schedule RC-P, items 7.a and 7.b, is regarded as confidential and will not be released to the public. BANKS CHOOSING TO SUBMIT THE NARRATIVE STATEMENT SHOULD ENSURE THAT THE STATEMENT DOES *NOT* CONTAIN THE NAMES OR OTHER IDENTIFICATIONS OF INDIVIDUAL BANK CUSTOMERS, REFERENCES TO THE AMOUNTS REPORTED IN THE CONFIDENTIAL ITEMS IDENTIFIED ABOVE, OR ANY OTHER INFORMATION THAT THEY ARE NOT WILLING TO HAVE MADE PUBLIC OR THAT WOULD COMPROMISE THE PRIVACY OF THEIR CUSTOMERS. Banks choosing *not* to make a statement may check the "No comment" box below and should make no entries of any kind in the space provided for the narrative statement; i.e., DO *NOT* enter in this space such phrases as "No statement," "Not applicable," "N/A," "No comment," and "None."

The optional statement must be entered on this sheet. The statement should not exceed 100 words. Further, regardless of the number of words, the statement must not exceed 750 characters, including punctuation, indentation, and standard spacing between words and sentences. If any submission should exceed 750 characters, as defined, it will be truncated at 750 characters with no notice to the submitting bank and the truncated statement will appear as the bank's statement both on agency computerized records and in computer-file releases to the public.

All information furnished by the bank in the narrative statement must be accurate and not misleading. Appropriate efforts shall be taken by the submitting bank to ensure the statement's accuracy.

If, subsequent to the original submission, *material* changes are submitted for the data reported in the Reports of Condition and Income, the existing narrative statement will be deleted from the files, and from disclosure; the bank, at its option, may replace it with a statement appropriate to the amended data.

The optional narrative statement will appear in agency records and in release to the public exactly as submitted (or amended as described in the preceding paragraph) by the management of the bank (except for the truncation of statements exceeding the 750-character limit described above). THE STATEMENT WILL *NOT* BE EDITED OR SCREENED IN ANY WAY BY THE SUPERVISORY AGENCIES FOR ACCURACY OR RELEVANCE. DISCLOSURE OF THE STATEMENT SHALL NOT SIGNIFY THAT ANY FEDERAL SUPERVISORY AGENCY HAS VERIFIED OR CONFIRMED THE ACCURACY OF THE INFORMATION CONTAINED THEREIN. A STATEMENT TO THIS EFFECT WILL APPEAR ON ANY PUBLIC RELEASE OF THE OPTIONAL STATEMENT SUBMITTED BY THE MANAGEMENT OF THE REPORTING BANK.

Comments? NO
(RCON 6979)

BANK MANAGEMENT STATEMENT (750 character limit):
(TEXT 6980)

CENTRAL BANCOMPANY'S 2012 ANNUAL REPORT FOLLOWS THIS PAGE

Central Bancompany 2013 ANNUAL REPORT

Strong roots. Endless possibilities.℠

Company Overview

A *Forbes* Top Twenty-Five Bank for the Fifth Year in a Row!

For the fifth consecutive year, ***Forbes Magazine*** has selected Central Bancompany as one of the top twenty-five, best big banks in America, placing eighteenth in 2014. With this honor, our holding company continues to gain national recognition for our consistently strong performance and return on investment. ***Forbes*** research partner, ***SNL Financial's*** selection criteria included asset quality, capital adequacy, profitability by assets, and new in 2014, revenue growth. But the reasons for our success remain the same: Our ongoing commitment to continuous improvement and leading-edge, technologically-driven, products and services, our prudent management and targeted growth strategies, our dedicated employees in four states who work tirelessly to achieve our common objectives, and most important, our loyal customers and business clients.

Regional Leadership

We continue to be a regional leader in the development of technologically-advanced financial products and services. In 2013, we launched "Checknology℠", our branded collection of advanced, personal checking and money management tools. This innovative concept was extremely well received by all thirteen of our banks and their respective retail customer bases. Checknology, coupled with a gradually improving economy, helped us achieve 14% growth in our retail checking account base, over 2012. As a result, we outperformed our bank peer group in this important category. In 2013, we also made significant investments in new product development, including mobile and business banking, personal and business payment systems, analytics, and strategic additions to staff.

Looking Ahead

2014 will be another ground-breaking year for Central Bancompany. As with most businesses, our expansion into new geographic markets has been slowed in recent years, a result of the economic downturn. But with the emerging economy, we will focus on growing our banks and business units in select, high-potential markets.

Also in 2014, we will launch our new "World Account" package of exclusive financial services, designed for our retail and business customers. Last year, we introduced Mobile Check Deposit for our retail base. In 2014, we will begin offering it to our small business customers.

Following the successful launch of our "Outlook℠" reloadable, prepaid debit card in 2013, we will expand our marketing initiatives to include new, here-to-fore, untapped customer segments who desire the card's ease of use, flexibility and financial control. Finally, in 2014, we will add to our growing array of middle-market business products.

Forbes | 2014
BEST BANKS
IN AMERICA

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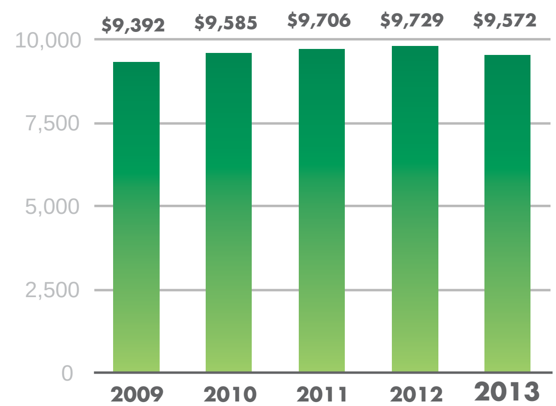
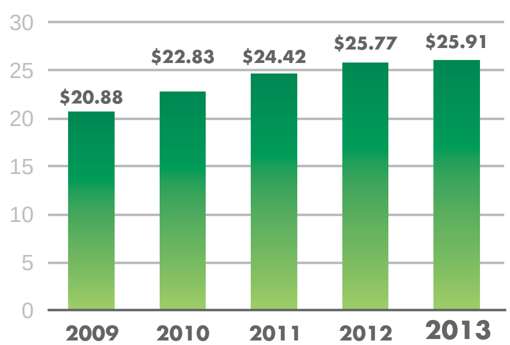
Financial Highlights

NET INCOME (in millions)

TOTAL ASSETS (in millions)



EARNINGS PER SHARE



BOOK VALUE PER SHARE

ANNUAL DIVIDENDS PER SHARE

Central Bancompany

Strong roots. Endless possibilities.℠

For the Year	2013	2012
Interest Income	$ 357,052,000	$ 381,140,000
Interest Expense	24,763,000	32,264,000
Net Interest Income	332,289,000	348,876,000
Provision for Loan Losses	16,884,000	39,903,000
Noninterest Income	140,777,000	139,709,000
Noninterest Expense	287,684,000	280,230,000
Income Taxes	53,793,000	54,341,000
Net Income	114,705,000	114,111,000
Average Daily Assets	10,384,894,000	10,193,041,000
Average Daily Deposits	7,728,889,000	7,529,480,000
Average Daily Loans	6,259,278,000	6,097,789,000
At Year End		
Total Assets	$9,571,714,000	$9,729,340,000
Investment Securities	2,224,265,000	2,444,057,000
Loans	6,354,197,000	6,290,301,000
Deposits	7,279,958,000	7,421,965,000
Stockholders' Equity	1,414,512,000	1,316,049,000
Number of Outstanding Shares	4,427,670	4,427,670

To Our Shareholders

from Bryan and Sam Cook

To Our Shareholders

Central Bancompany had another successful year in 2013. Our net income was $114.7 million. Since 2000, we have achieved an increase in earnings each year except for 2009, the year following our extraordinary gain from the sale of our conservation license business. In addition, for the fifth year in a row Central Bancompany was named by ***Forbes Magazine*** as one of the top twenty–five banking companies among the one hundred largest in America.

We are pleased to have achieved earnings growth and maintained a strong company throughout the recent recession and this sluggish economy. But, business and profit growth is becoming more difficult to achieve.

Our challenges are weak loan growth accompanied by lower earning asset yields due to near zero interest rates, and our inability to offset these pressures with lower funding cost. This environment is caused by a Federal Reserve policy that has kept interest rates at these low levels for over five years, creating excess liquidity on the balance sheets of banks and corporations which results in a marketplace with intense competition for scarce earning assets.

Another challenge to maintaining our margin is as securities in our portfolio have matured the past few years, we have had to replace them with securities with lower yields than the ones maturing.

The net result of this economic anomaly is that even though our earning assets increased by 2.1%, our net interest margin has declined from 3.83% to 3.57%. This resulted in an overall decrease in our net interest income of $17.5 million or 4.8% from 2012.

Noninterest Income was weaker in 2013, as residential real estate originations slowed due to an increase in the 10 year treasury rates, the rate most closely related to mortgage rates. Gains from the sale of residential loans were down $12.2 million or about 32% from the prior year. We did benefit from our decision to sell some municipal securities for a gain, adding just under $6.0 million before taxes to our Noninterest Income.

We continued to maintain a strong Reserve for Loan Loss position at 2.00% of loans at year end 2013, about the same as the 2.01% Reserve at the end of 2012. The overall strength of our reserves continues to grow as credit quality continues to improve.

A major challenge in expense control has been dealing with the large volume of new regulations coming from Washington, D. C. We have had to increase staff in compliance and other areas of the Company to deal with the new regulations and more increases are likely in the future.

Financial Highlights

The following is a summary of key 2013 results:

- Net Income of $114.7 million in 2013 versus $114.1 million in 2012, a $0.6 million or 0.5% increase.
- Average daily assets of $10.38 billion in 2013 compared to $10.19 billion in 2012, an increase of $0.2 billion or 1.88%.
- An increase in Shareholders' Equity of $98.5 million or 7.48% from $1.31 billion, as of December 31, 2012 to $1.41 billion at December 31, 2013.
- Shareholder Dividends of $3.10 per share in 2013 compared to $13.00 per share in 2012. Dividends in 2012 included regular dividends of $3.00 per share and a special dividend of $10.00 per share in the fourth quarter, in anticipation of higher income tax rates in 2013.
- An increase in our Tangible Equity to Asset ratio from 10.70% in 2012, to 11.69% in 2013, both well above regulatory "Well Capitalized" guidelines.
- A Reserve for Loan Losses of $127.4 million or 2.00% of loans versus $126.9 million or 2.01% of loans, as of December 31, 2012 and a provision for Loan Losses which decreased to $16.9 million in 2013 from $39.9 million in 2012, a $23.0 million decrease.
- A decrease in Taxable Equivalent Net Interest Income of $17.5 million to $345.1 million, compared to $362.7 million in 2012.
- A 2.7% increase in Noninterest Expense in 2013 over 2012.
- As of December 31, 2013, Central Bancompany, Inc. had strong liquidity with no debt and $303 million in cash and short-term investments.

Enhanced Services

Our strong, local, community banks, coupled with our leading-edge technology were two of the keys to our continued success in 2013. Going forward, we are firmly committed to investing heavily in research and product development to ensure we deliver the latest in proven technology to our retail customers, business clients and prospects.

- General purpose, reloadable, prepaid cards are a relatively new financial product that is growing in popularity. Central Bancompany sees prepaid cards as an opportunity to expand our reach and address a new customer segment. Our "Outlook" prepaid card was launched in July of 2013. With it, we can serve a growing customer base that, until now, has been conducting their financial business outside of the traditional banking system. Complete with online and mobile functionality, branch and ATM access, the Outlook card is a convenient way for newcomers, or consumers who have struggled financially, to safely and securely manage their funds.
- For bank customers, debit cards are still one of the most important payment options. We recognize the importance of quickly getting a replacement card in our customers' hands, particularly when we are reissuing for a customer who has lost their card or is a victim

of fraud. Over half of our branch network is now equipped with instant issue card machines. Our customers can now leave the branch with their new card in hand, giving them immediate access to their money.

- Our eCommerce team continually works to improve our online and mobile banking offerings. Significantly, in 2013, we enhanced the online delivery of our customers' statements and document storage. Along with their monthly checking/savings account statement, our customers can now view all of their tax documents, monthly mortgage statements, and billing statements, online. Moreover, they can utilize us for free online storage of these documents for up to seven years. Our customers have responded very positively to these new, online document services. In 2013, we reached a significant milestone, with over 50% of our customer base now choosing to receive their statements online. This, in turn, greatly reduces our paper, postage and labor expenses.
- Following the launch of Mobile Check Deposit for our retail customers in 2012, we introduced Business Mobile Check Deposit in October of 2013, bringing the same technology-driven convenience to our small business customers. This product, coupled with our traditional eDeposit service for larger businesses, has rounded out our online product line, targeted to our growing base of commercial customers and prospects.
- In November 2013, we began offering ePayroll, our full-service, online payroll product, for small businesses. ePayroll is designed to serve businesses with 1 to 100 employees. It gives this important segment, a faster, simpler, more cost-effective alternative to access their business accounts, when compared to more traditional payroll processing systems.
- We launched Business Analyzer, our online business and commercial product and services decision tool, on a limited basis, in late 2013. Business Analyzer assists both prospective and existing business and commercial customers, by recommending the financial products and services that best fit their particular needs. This powerful, interactive, analytics-driven, tool will help us build stronger relationships with our customers, by anticipating and offering them customized banking solutions.
- It also aids our bankers, as they have the opportunity to work one-on-one with our business customers in their branches, to identify the specific financial products and services that will make them more productive, better track their finances, and enhance their overall banking experience with us. Business Analyzer will be introduced throughout our branch network in early 2014.

Looking Ahead

We are optimistic that the economy has stabilized and is showing some modest signs of improvement. A stable economy will help businesses plan for the future, grow and employ more workers. The banking industry has recovered from the recession with stronger asset quality and liquidity. Most of the weaker banking institutions have been removed from the system and we believe the industry will be stable for the next few years.

But, looking ahead to 2014, our company will have to make some difficult choices. Here is the dilemma we and all Financial Institutions face: Based on history, interest rates will eventually start to increase, generally concurrent with an economic recovery. Long-term rates did move up some in 2013 but short-term rates did not. The question is, when and how much will rates increase in the next few years? In the meantime, how do we reinvest our maturing securities and free cash? Do we stay short and liquid, giving up current earnings, or do we invest longer to support current earnings at the risk of sacrificing earnings in future years? To a large extent, our earnings in 2014 and 2015 will depend on how we navigate these uncertain waters.

Further, despite the modest growth mentioned above, there is still quite a bit of slack in the economy as it continues to operate well below capacity and with a number of meaningful headwinds. We anticipate the economy will continue to plug along for the next few years with continued high under-employment.

As we mentioned last year, our economy faces headwinds with our Federal fiscal policy. There still has not been any meaningful action to reduce the large federal deficit or a willingness to control excessive spending. As a result, the large national debt will be a burden on economic growth for many years in the future, because higher taxes will be required to service the huge debt burden.

We are also concerned that the extraordinary accommodative monetary policy is likewise building headwinds to future economic growth. Just as large fiscal deficits have built a mountain of debt for future generations, the accumulative "Quantitative Easing" (the Federal Reserve's purchase of U. S. government debt and mortgage backed securities) has laid the foundation for a tighter monetary policy in the future as the Federal Reserve reverses past easy monetary policy. This is currently happening as the Fed has begun "tapering", a process to reduce and eliminate the purchase of securities; and with the possibility of selling the trillions of dollars of debt securities they currently hold. These actions together with concerns for inflation will cause higher interest rates. Both higher taxes and higher interest rates will slow economic growth and job creation in future years.

Your Company has grown stronger since the financial crisis. We have strengthened our capital and reserve positions, improved our credit quality and have ample liquidity. However, as mentioned earlier, we believe our net interest margin will continue to decline in 2014 due to margin pressures associated with a slow economy and near zero interest rates. In addition, we forecast that our residential mortgage income will decrease due to the near disappearance of mortgage refinancing opportunities. Purchase money mortgage originations will pick up mid-year, but not enough to offset the decrease in refinancing. On the positive side, we project a normal level of credit costs in 2014. Overall, we anticipate another good year in 2014; but it will be difficult to reach earnings at the same level achieved in 2013.

In the past, we have written about the burdens of the Dodd/Frank legislation and the huge volume of regulations which are now being implemented. These rules have increased our costs and reduced credit availability to our customers. Our economy needs sensible regulations that free the banking industry and businesses from excessive regulatory burdens and inefficiencies not experienced by many of our global competitors.

A recent example of new government regulations is one requiring Capital Stress Testing for our company. This new rule requires us to forecast our earnings statement and balance sheet for nine quarters in the future, using three hypothetical economic scenarios. This rule originally applied only to a few very large multinational banking institutions, but has now been extended to mid-sized companies like ours, beginning in 2014. The stress testing project has taken a tremendous amount of management time and resources and we will have to add even more in coming years, to comply with this regulation.

The Durbin amendment, as part of the Dodd/Frank legislation, directed the Federal Reserve to place price controls on debit card interchange income, a key component of fee income that helps to offset the cost of retail checking accounts. For the past three years, we have implemented strategies to avoid this punitive reduction in fees. But, it is becoming more costly and difficult to implement these strategies, so we will evaluate them in 2014 to determine if the current benefits continue to outweigh the long term cost.

We continue to project that many small community banks will not be able to absorb the cost of the new rules as they assimilate them into their business processes. Some of these banks will merge or consolidate with larger institutions to create the economies of scale necessary to absorb the increased compliance costs. We will continue to actively pursue acquisitions that further our strategic interests.

We never stop working to develop convenient and innovative banking products. In retail banking, we look to the future by enhancing our mobile and internet banking products and services. Technology is transforming how we deliver banking services and mobile banking is becoming the preferred delivery channel for many retail and commercial banking customers. At the same time, we continue to offer a convenient brick and mortar branch network for customers who prefer more traditional banking.

In commercial banking, we value our role as a trusted financial advisor and resource for the financial needs of each and every customer. We recognize the mutual benefits of a strong partnership with our customers and have focused on deepening those relationships by developing and improving our business products and providing professional services.

In closing, we project only modest but stable economic growth the next few years. There are challenges ahead but we are confident your management team will meet these challenges and continue to create value for our customers and shareholders. You can be assured that we are working hard to implement the right strategies for our continued success. Finally, we want to thank our shareholders, directors, customers and employees for your continued support.

Sam B. Cook,
Senior Chairman of the Board

S. Bryan Cook,
President and Chief Executive Officer

Financial Review

Results of Operations

Central Bancompany, Inc., recorded net income of $114,704,971 in 2013, a $593,528 increase compared to 2012 net income of $114,111,443. Two key bank performance measures are the return on assets and the return on equity. The Company's return on average assets was 1.10% in 2013 compared to 1.12% in 2012. The return on equity was 8.84% in 2013 and 9.20% in 2012.

Consolidated assets of the Company on December 31, 2013 were $9.572 billion compared to $9.729 billion at year-end 2012, a 1.67% decrease. Deposits decreased by 1.9% to $7.280 billion on December 31, 2013 and loans increased by 1.0% to $6.354 billion.

Total stockholders' equity increased by 7.5% to $1,414,512,000 as of December 31, 2013. The Company's 2013 year-end tangible equity to asset ratio amounted to 11.69% compared to 10.70% in 2012; total dividends paid by the Company in 2013 amounted to $13,726,000 or $3.10 per share compared to $57,560,000 in 2012 or $13.00 per share. Included in 2012's payment was a special $10.00 dividend paid in December of 2012.

Net Interest Income

Net interest income comprises the major source of earnings for the Company. Net interest income is the difference between interest and fees earned by the Company from loans, securities, and other interest-bearing investments less interest paid on deposits and other interest-bearing liabilities.

In measuring net interest income, it is necessary to evaluate all elements on a fully taxable equivalent basis (FTE). FTE adjusts for the tax-exempt status of interest earned on state and municipal investments of the Company and the nondeductible interest expense associated with funding certain tax-free investments.

Net interest income is affected by two factors: The volume of earning assets utilized by the Company and the net interest rate spread, which is the difference in the rate earned on loans and investments and the overall rate paid on deposits and other funding liabilities.

In 2013, net interest income was $345.1 million on a taxable equivalent basis, down $17.5 million or 4.8% from 2012. The volume of average earning assets grew by 2.1% to $9.669 billion in 2013. Average loans increased by 2.6% to $6.259 billion, while average deposits increased by 2.7% to $7.729 billion. The Company's level of investment securities and short-term investments averaged $3.410 billion in 2013, a 1.1% increase.

The Company's net interest margin decreased from 3.83% in 2012 to 3.57% in 2013.

The loan portfolio yielded 4.92% in 2013 and 5.29% in 2012 while the yield on the investment portfolio was 2.39% in 2013 and 2.61% in 2012. The Company's cost to fund the earning assets was 0.26% in 2013 and 0.35% in 2012.

Allowance for Loan Losses

The Company accounts for losses experienced in its loan portfolio on a reserve basis. The reserve is funded with provisions that are charged to expense, thereby lowering operating earnings. Loan losses represent charges to the reserve at such time that a loan is determined to be uncollectible. The reserve is maintained at a level to cover possible losses in the loan portfolio.

The Company's provision for loan losses was $16.9 million in 2013 compared to $39.9 million in 2012. Net loan charge-offs were $16.4 million in 2013 and $37.2 million in 2012. Net loan charge-offs as a percentage of average loans were 0.26% in 2013 and 0.61% in 2012. The reserve for possible loan losses was $127.4 million on December 31, 2013 or 2.00% of outstanding loans; this compares to a reserve of $126.9 million on December 31, 2012 or 2.01% of loans.

Noninterest Income

Noninterest income is comprised of fees and commissions that are received for various services. Included in this category is income from the trust company, service charges on deposit accounts, fees for data processing services performed by our computer center, safe deposit box rental fees, investment management and brokerage fees, fees associated with our credit card processing, fees for servicing loans, and gains on securities and loans sold.

Noninterest income amounted to $140.8 million in 2013, a $1.1 million or 0.8% increase compared to 2012. Service charges, commissions and fees, the largest component of noninterest income, increased by $5.4 million in 2013 to $80.2 million. Fiduciary fee income amounted to $22.8 million in 2013 and $21.5 million in 2012, a 6.0% increase. Mortgage banking revenue in 2013 was $28.0 million compared to $37.3 million in 2012, as re-financing transactions decreased in 2013. All other income increased by $3.7 million to $9.8 million in 2013.

Noninterest Expense

Noninterest expense includes all expenses other than interest expense and the provision for loan losses. Noninterest expense is summarized on the Company's financial statements in the following categories – 1) Salaries and employee benefits; 2) Net occupancy and equipment expense; and 3) Other expense. Other expense includes expenditures for advertising, insurance, travel, education, public relations, dues, supplies, other real estate property costs, service charges paid to correspondent banks, FDIC insurance, legal fees, management and consulting fees, software costs, and expenses associated with collecting and processing loans.

Noninterest expense increased by $7.5 million to $287.7 million in 2013.

Salaries and employee benefits were $172.1 million in 2013 compared to $170.7 million in 2012, a 0.8% increase.

Compensation increased by $0.9 million or 0.6% in 2013. Employee benefit costs increased by $0.5 million or 1.4% in 2013. Net occupancy expense increased by $1.0 million to $22.2 million in 2013. Equipment cost decreased from $14.4 million in 2012 to $13.7 million in 2013.

All other expenses increased by $5.8 million to $79.7 million in 2013.

Income Taxes

For 2013, the Company recorded an expense for income taxes of $53.8 million compared to $54.3 million in 2012.

The Company's effective tax rate (Federal and State) amounted to 31.9% in 2013 and 32.3% in 2012.

5 YEAR Consolidated Average Balance Sheet

CENTRAL BANCOMPANY, INC. AND SUBSIDIARIES

Assets	2013	2012	2011	2010	2009
Cash and Due From Banks	$ 169,897,000	$ 165,988,000	$ 161,616,000	$ 165,167,000	$ 171,039,000
Investment Securities	2,428,454,000	2,595,364,000	2,314,784,000	2,076,484,000	1,995,998,000
Money Market Obligations	980,131,000	776,298,000	760,215,000	688,689,000	489,645,000
Loans Less Unearned Income	6,259,278,000	6,097,789,000	5,927,100,000	5,805,604,000	5,916,489,000
Allowance for Loan Losses	(130,931,000)	(124,809,000)	(123,072,000)	(120,218,000)	(104,402,000)
Net Loans	6,128,347,000	5,972,980,000	5,804,028,000	5,685,386,000	5,812,087,000
Other Assets	678,065,000	682,411,000	690,229,000	670,927,000	598,944,000
Total Assets	$10,384,894,000	$10,193,041,000	$9,730,872,000	$9,286,653,000	$9,067,713,000

Liabilities and Stockholders' Equity

Noninterest–Bearing Demand Deposits	$2,120,682,000	$1,844,685,000	$1,722,667,000	$1,446,193,000	$1,446,539,000
Savings, NOW, and Money Market Deposits	3,672,593,000	3,485,032,000	3,091,678,000	2,863,235,000	2,548,128,000
Time Deposits	1,935,614,000	2,199,763,000	2,425,587,000	2,607,147,000	2,805,866,000
Total Deposits	7,728,889,000	7,529,480,000	7,239,932,000	6,916,575,000	6,800,533,000
Federal Funds Purchased & Repurchase Agreements	1,122,656,000	1,174,845,000	1,115,804,000	1,084,072,000	1,050,806,000
Borrowed Funds	14,167,000	16,947,000	22,284,000	28,255,000	37,997,000
Other Liabilities	153,593,000	153,879,000	143,722,000	135,917,000	154,249,000
Total Liabilities	9,019,305,000	8,875,151,000	8,521,742,000	8,164,819,000	8,043,585,000
Stockholders' Equity	1,365,589,000	1,317,890,000	1,209,130,000	1,121,834,000	1,024,128,000
Total Liabilities and Stockholders' Equity	$10,384,894,000	$10,193,041,000	$9,730,872,000	$9,286,653,000	$9,067,713,000

5 YEAR Consolidated Summary of Operations

CENTRAL BANCOMPANY, INC. AND SUBSIDIARIES

	2013	2012	2011	2010	2009
Interest Income	$ 357,052,000	381,140,000	$ 396,225,000	$ 404,061,000	$ 424,591,000
Interest Expense	24,763,000	32,264,000	42,752,000	59,746,000	92,331,000
Net Interest Income	332,289,000	348,876,000	353,473,000	344,315,000	332,260,000
Provision for Loan Losses	16,884,000	39,903,000	39,778,000	48,020,000	51,320,000
Noninterest Income	140,777,000	139,709,000	122,488,000	127,778,000	133,289,000
Noninterest Expense	287,684,000	280,230,000	274,362,000	270,702,000	272,967,000
Income Before Taxes	168,498,000	168,452,000	161,821,000	153,371,000	141,262,000
Income Taxes	53,793,000	54,341,000	53,712,000	52,274,000	48,786,000
Net Income	$ 114,705,000	$ 114,111,000	$ 108,109,000	$ 101,097,000	$ 92,476,000

Financial Data of Affiliate Banks

As of December 31, 2013

Bank	Total Assets	Loans	Investment Securities	Deposits	Stockholders' Equity
Central Trust Bank, Jefferson City	$1,907,541,000	$ 793,992,000	$ 901,229,000	$ 1,303,278,000	$ 182,603,000
Boone County National Bank, Columbia	1,403,345,000	838,104,000	343,024,000	1,171,815,000	109,073,000
First National Bank of St. Louis, Clayton	1,390,150,000	1,100,459,000	205,303,000	1,019,087,000	165,721,000
Metcalf Bank, Lee's Summit	1,206,609,000	915,004,000	110,239,000	932,187,000	193,166,000
Empire Bank, Springfield	1,026,257,000	831,562,000	130,882,000	794,306,000	95,165,000
ONB Bank, Tulsa, OK	597,982,000	482,849,000	27,200,000	463,315,000	127,585,000
Central Bank of Lake of the Ozarks, Osage Beach	506,604,000	352,108,000	91,290,000	446,066,000	48,845,000
Jefferson Bank of Missouri, Jefferson City	486,930,000	375,269,000	65,650,000	427,008,000	40,589,000
Third National Bank, Sedalia	380,269,000	242,499,000	86,811,000	337,810,000	36,005,000
Ozark Mountain Bank, Branson	303,460,000	186,271,000	63,319,000	266,647,000	27,379,000
First Central Bank, Warrensburg	204,024,000	95,333,000	53,086,000	166,757,000	35,479,000
First National Bank of Audrain County, Mexico	153,087,000	93,477,000	30,060,000	121,392,000	12,838,000
City Bank and Trust Company, Moberly	150,664,000	61,014,000	50,324,000	111,077,000	12,638,000

KPMG LLP
Suite 1000
1000 Walnut Street
Kansas City, MO 64106-2162

Independent Auditors' Report

The Board of Directors
Central Bancompany, Inc.:

Report on the Financial Statements

We have audited the accompanying consolidated financial statements of Central Bancompany, Inc. and subsidiaries (the Company), which comprise the consolidated balance sheets as of December 31, 2013 and 2012, and the related consolidated statements of income, comprehensive income, stockholders' equity, and cash flows for the years then ended, and the related notes to the consolidated financial statements.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation and fair presentation of these consolidated financial statements in accordance with U.S. generally accepted accounting principles; this includes the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of consolidated financial statements that are free from material misstatement, whether due to fraud or error.

Auditors' Responsibility

Our responsibility is to express an opinion on these consolidated financial statements based on our audits. We conducted our audits in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the consolidated financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the consolidated financial statements. The procedures selected depend on the auditors' judgment, including the assessment of the risks of material misstatement of the consolidated financial statements, whether due to fraud or error. In making those risk assessments, the auditors consider internal control relevant to the entity's preparation and fair presentation of the consolidated financial statements in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluating the overall presentation of the consolidated financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Opinion

In our opinion, the consolidated financial statements referred to above present fairly, in all material respects, the financial position of Central Bancompany, Inc. and subsidiaries as of December 31, 2013 and 2012, and the results of their operations and their cash flows for the years then ended, in accordance with U.S. generally accepted accounting principles.

Report on Other Legal and Regulatory Requirements

We also have examined in accordance with attestation standards established by the American Institute of Certified Public Accountants, the Company's internal control over financial reporting as of December 31, 2013, based on criteria established in *Internal Control – Integrated Framework* issued by the Committee of Sponsoring Organizations of the Treadway Commission (COSO), and our report dated March 24, 2014 expressed an unqualified opinion on the effectiveness of the Company's internal control over financial reporting.

KPMG LLP

Kansas City, Missouri
March 24, 2014

CENTRAL BANCOMPANY, INC. AND SUBSIDIARIES

Consolidated Balance Sheets

December 31, 2013 and 2012

Assets		**2013**	**2012**
Cash and due from banks	$	214,026,957	235,843,951
Short-term interest bearing deposits		136,845,787	47,256,903
Time deposits		104,631,118	142,392,853
Federal funds sold and securities purchased under agreements to resell		4,932,093	2,118,161
Investment securities (note 2):			
Available for sale (AFS)		2,023,633,162	2,221,181,479
Held to maturity (fair value of $203,855,100 and $231,824,201, respectively)		200,406,727	219,444,872
Trading		224,671	3,430,891
Total investment securities		2,224,264,560	2,444,057,242
Loans (note 3)		6,354,197,344	6,290,300,984
Less allowance for loan losses (note 4)		127,415,341	126,926,928
Net loans		6,226,782,003	6,163,374,056
Land, buildings, and equipment, net (note 6)		176,665,015	186,234,553
Deferred tax assets, net (note 8)		29,020,209	23,279,597
Foreclosed assets held for sale		36,012,000	52,290,000
Goodwill (note 7)		244,927,702	244,927,702
Core deposit and other intangibles (note 7)		8,962,996	11,933,293
Mortgage servicing rights (note 5)		20,755,505	19,036,776
Prepaid FDIC insurance		—	13,045,788
Other assets		143,887,800	143,548,991
Total assets	$	9,571,713,745	9,729,339,866

See accompanying notes to consolidated financial statements.

CENTRAL BANCOMPANY, INC. AND SUBSIDIARIES

Consolidated Balance Sheets

December 31, 2013 and 2012

Liabilities and Stockholders' Equity		**2013**	**2012**
Deposits:			
Noninterest-bearing demand	$	2,081,349,907	2,057,240,347
Savings and interest-bearing demand		3,443,531,112	3,357,110,575
Time (note 9)		1,755,076,511	2,007,613,855
Total deposits		7,279,957,530	7,421,964,777
Federal funds purchased and securities sold under agreements to repurchase (note 10)		735,398,149	825,396,277
Borrowed funds (note 11)		13,155,000	15,395,000
Other liabilities (note 12)		128,691,150	150,534,625
Total liabilities		8,157,201,829	8,413,290,679
Stockholders' equity:			
Class A voting common stock, $1 par value. Authorized, 3,993,779 shares; issued, 1,993,779 shares		1,993,779	1,993,779
Class B nonvoting common stock, $1 par value. Authorized, 7,962,278 shares; issued, 3,962,278 shares		3,962,278	3,962,278
Capital surplus		5,250,000	5,250,000
Retained earnings		1,465,339,371	1,364,360,177
Accumulated other comprehensive income		16,453,858	18,970,323
		1,492,999,286	1,394,536,557
Less treasury stock of 447,682 and 447,682 shares of Class A voting common stock in 2013 and 2012, respectively; 1,080,705 and 1,080,705 shares of Class B nonvoting common stock in 2013 and 2012, respectively		78,487,370	78,487,370
Total stockholders' equity		1,414,511,916	1,316,049,187
Commitments and contingencies (see notes to consolidated financial statements)			
Total liabilities and stockholders' equity	$	9,571,713,745	9,729,339,866

CENTRAL BANCOMPANY, INC. AND SUBSIDIARIES

Consolidated Statements of Income

Years ended December 31, 2013 and 2012

		2013	2012
Interest income:			
Loans	$	306,295,824	321,267,654
Investment securities		47,660,007	56,751,514
Federal funds sold and securities purchased under agreements to resell		3,096,021	3,120,645
Total interest income		357,051,852	381,139,813
Interest expense:			
Deposits		19,950,896	27,211,227
Federal funds purchased, securities sold under agreements to repurchase, and borrowed funds		4,812,136	5,052,407
Total interest expense		24,763,032	32,263,634
Net interest income		332,288,820	348,876,179
Provision for loan losses (note 4)		16,884,461	39,902,512
Net interest income after provision for loan losses		315,404,359	308,973,667
Other income:			
Service charges and commissions		80,167,216	74,765,827
Fees for fiduciary services		22,809,631	21,513,386
Mortgage banking revenues (note 5)		28,033,634	37,291,239
Other		3,845,034	5,891,358
Investment securities gains, net		5,921,380	246,787
Total other income		140,776,895	139,708,597
Other expense:			
Salaries and employee benefits (note 12)		172,086,962	170,704,898
Net occupancy (notes 6 and 14)		22,239,990	21,202,881
Equipment (notes 6 and 14)		13,695,289	14,411,710
Computer Software & Maintenace		8,691,409	8,430,580
Marketing and business development		8,783,498	8,590,529
FDIC insurance		6,216,216	6,505,677
Management & Consulting Fees		5,820,769	4,713,985
Other		50,149,790	45,669,246
Total other expense		287,683,923	280,229,506
Income before income taxes		168,497,331	168,452,758
Income taxes (note 8)		53,792,360	54,341,315
Net income	$	114,704,971	114,111,443

See accompanying notes to consolidated financial statements.

CENTRAL BANCOMPANY, INC. AND SUBSIDIARIES

Consolidated Statement of Comprehensive Income

Years ended December 31, 2013 and 2012

		2013	2012
Total comprehensive income:			
Net income	$	114,704,971	114,111,443
Change in unrealized gain on AFS securities, net of income taxes		(18,156,017)	11,169,215
Change in pension plan, net of tax		19,287,714	(4,528,358)
Reclassification adjustment for gains included in net income, net of income taxes		(3,648,162)	(152,045)
Total comprehensive income	$	112,188,506	120,600,255

See accompanying notes to consolidated financial statements.

CENTRAL BANCOMPANY, INC. AND SUBSIDIARIES

Consolidated Statement of Stockholders' Equity

Years ended December 31, 2013 and 2012

		2013	2012
Preferred stock:			
Balance at beginning and end of year	$	—	—
Common stock:			
Balance at beginning and end of year, Class A, voting		1,993,779	1,993,779
Balance at beginning and end of year, Class B, nonvoting		3,962,278	3,962,278
Capital surplus:			
Balance at beginning and end of year		5,250,000	5,250,000
Retained earnings:			
Balance at beginning of year		1,364,360,177	1,307,808,444
Net income		114,704,971	114,111,443
Cash dividends ($3.10 per common share in 2013 and $13.00 per common share in 2012)		(13,725,777)	(57,559,710)
Balance at end of year		1,465,339,371	1,364,360,177
Accumulated other comprehensive income:			
Balance at beginning of year		18,970,323	12,481,511
Change in unrealized gain on AFS securities, net of income taxes		(18,156,017)	11,169,215
Change in pension plan, net of tax		19,287,714	(4,528,358)
Reclassification adjustment for losses included in net income, net of income taxes		(3,648,162)	(152,045)
Balance at end of year		16,453,858	18,970,323
Treasury stock:			
Balance at beginning and end of year		(78,487,370)	(78,487,370)
Total stockholders' equity	$	1,414,511,916	1,316,049,187

See accompanying notes to consolidated financial statements.

CENTRAL BANCOMPANY, INC. AND SUBSIDIARIES

Consolidated Statements of Cash Flows

Years ended December 31, 2013 and 2012

		2013	2012
Cash flows from operating activities:			
Net income	$	114,704,971	114,111,443
Adjustments to reconcile net income to net cash provided by operating activities:			
Depreciation and amortization		26,756,870	22,555,144
Accretion of discounts and amortization of premiums, net		16,127,090	15,718,940
Deferred income taxes		(4,193,135)	5,828,839
Provision for loan losses		16,884,461	39,902,512
Gain on sale of loans		(25,890,971)	(37,791,619)
Purchase of trading securities		(1,617,410,617)	(1,668,913,057)
Sales of trading securities		1,620,616,837	1,667,068,645
Originations of mortgage loans held for sale		(835,966,972)	(1,341,688,284)
Proceeds from sales of mortgage loans held for sale		854,641,767	1,368,964,321
Decrease (increase) in other assets		20,331,607	(14,809,801)
Increase (decrease) in other liabilities		9,462,667	(9,376,449)
Net cash provided by operating activities		196,064,575	161,570,634
Cash flows from investing activities:			
Purchase of available-for-sale securities		(1,197,660,169)	(1,291,417,722)
Purchase of held-to-maturity securities		(5,807,840)	(20,742,670)
Proceeds from sales of available-for-sale securities		106,702,138	90,496,346
Proceeds from maturities of available-for-sale securities		1,237,651,925	1,167,478,458
Proceeds from maturities of held-to-maturity securities		24,203,234	16,766,230
Net change in interest bearing deposits		37,761,735	(142,392,853)
Purchase of banks, net of cash acquired		—	20,096,842
Net increase in loans		(73,076,232)	(307,282,122)
Additions to land, buildings, and equipment, net		(7,282,392)	(13,783,794)
Net cash provided by investing activities		122,492,399	(480,781,285)
Cash flows from financing activities:			
(Decrease) increase in deposits		(142,007,247)	75,504,634
Decrease in federal funds purchased and securities sold under agreements to repurchase		(89,998,128)	(194,241,255)
Repayment of borrowed funds		(2,240,000)	(5,068,663)
Dividends paid		(13,725,777)	(57,559,710)
Net cash used in financing activities		(247,971,152)	(181,364,994)
Net increase (decrease) in cash and cash equivalents		70,585,822	(500,575,645)
Cash and cash equivalents at beginning of year		285,219,015	785,794,660
Cash and cash equivalents at end of year	$	355,804,837	285,219,015
Cash and due from banks	$	214,026,957	235,843,951
Short-term interest bearing deposits		136,845,787	47,256,903
Federal funds sold and securities purchased under agreements to resell		4,932,093	2,118,161
Total cash and cash equivalents	$	355,804,837	285,219,015
Supplemental disclosure of cash flow information:			
Interest paid	$	23,861,461	31,247,576
Income taxes paid		55,330,945	52,438,265
Loans transferred to foreclosed assets held for sale		20,867,000	46,298,000

See accompanying notes to consolidated financial statements.

(1) Summary of Significant Accounting Policies

(a) Principles of Consolidation

The accompanying consolidated financial statements include the accounts of Central Bancompany, Inc. and its subsidiary banks and companies (the Company). All significant intercompany accounts and transactions have been eliminated. The Company evaluated subsequent events for recognition or disclosure through March 24, 2014, the date on which the consolidated financial statements were issued.

(b) Use of Estimates

Management has made a number of estimates and assumptions relating to the reporting of assets and liabilities and the disclosure of contingent assets and liabilities to prepare these consolidated financial statements in conformity with U.S. generally accepted accounting principles. Actual results could differ from those estimates.

(c) Cash and Cash Equivalents

For purposes of the consolidated statements of cash flows, the Company considers cash and due from banks, short-term interest bearing deposits maturing within 90 days, and federal funds sold and securities purchased under agreements to resell maturing within 90 days to be cash equivalents.

(d) Investment Securities

The Company classifies investment securities in one of three categories: trading, available-for-sale, or held-to-maturity. Trading securities are bought and held principally for the purpose of selling them in the near term. Held-to-maturity securities are those that the Company has the positive intent and ability to hold to maturity. All other securities are classified as available-for-sale.

Held-to-maturity securities are recorded at amortized cost. Trading and available-for-sale securities are recorded at fair value. Unrealized holding gains and losses on trading securities are included in earnings. Unrealized holding gains and losses, net of related tax effect, on available-for-sale securities are excluded from earnings and are reported as a separate component of accumulated other comprehensive income (loss) until realized. Realized gains and losses upon disposition of available-for-sale securities are included in income using the specific-identification method for determining the cost of the securities sold.

Securities are periodically evaluated for other-than-temporary impairments in accordance with guidance provided in Accounting Standards Codification (ASC) 320-10-35. For securities with other-than-temporary impairments, the entire loss in fair value is required to be recognized in current earnings if the Company intends to sell the securities or believes it likely that it will be required to sell the security before the anticipated recovery. If neither condition is met, but the Company does not expect to recover the amortized cost basis, the Company determines whether a credit loss has occurred, which is then recognized in current earnings. The noncredit-related portion of the overall loss is reported in other comprehensive income (loss).

Purchased premiums and discounts on investment securities are amortized/accreted into interest income using the constant yield method based upon the remaining contractual maturity of the asset, adjusted for any expected prepayments.

(e) Loans

Interest on loans is accrued and credited to income based upon the principal amount outstanding using primarily a simple interest calculation. Fees associated with the origination of loans are deferred and amortized over the life of the loans and are shown as an adjustment to interest income using the straight-line method, which materially approximates the level-yield method. The accrual of interest on loans is discontinued when, in management's judgment, the interest is uncollectible in the normal course of business. When discontinued, all unpaid interest is reversed. Interest received on nonaccrual loans is recognized on a cash basis. The loan is returned to accrual status only when the borrower has brought all past-due principal and interest payments current and, in the opinion of management, has demonstrated the ability to make future payments of principal and interest as scheduled.

(f) Land, Buildings, and Equipment

Land, buildings, and equipment are stated at cost less accumulated depreciation. Depreciation is computed on the straight-line or declining balance method depending upon the type of asset. The company generally assigns depreciable lives of 25-30 years for buildings; 15 years for building improvements; 15 years for land improvements; and 3-7 years for furniture, equipment, and software. Maintenance and repair costs are charged to expense as incurred. Major improvements are considered individually and are capitalized or expensed as the facts dictate.

(g) Goodwill and Other Intangible Assets

Goodwill represents the excess of cost over equity in net assets of subsidiaries acquired. The Company accounts for goodwill in accordance with ASC 350, *Intangibles – Goodwill and Other*. Under ASC 350, goodwill and intangible assets that have indefinite useful lives are not amortized, but rather tested at least annually for impairment. Intangible assets that have finite useful lives continue to be amortized over 7 to 20 years.

(h) Provision for Loan Losses

The provision for loan losses is based upon management's estimate of the amount required to maintain an adequate allowance for loan losses that reflects the risks and probable losses in the loan portfolio. The estimate is based on reviews of the loan portfolio, past loan loss experience, current economic conditions, and such other factors that, in the opinion of management, deserve current recognition. Loans are also subject to periodic examination by regulatory agencies. Such agencies may require charge-offs or additions to the allowance based upon their judgments about information available at the time of their examination.

(i) Foreclosed Assets

Foreclosed assets consist of property that has been formally repossessed. Collateral obtained through foreclosure is comprised of commercial and residential real estate and other non-real estate property, including automobiles. The assets are initially recorded at the lesser of the loan balance or fair value less estimated selling costs at the time of foreclosure, with any valuation adjustments charged to the allowance for loan losses. Subsequently, the asset is carried at the lower of fair value or market. Future operating results, including unrealized losses and realized gains and losses on sale, are recorded in other noninterest expense.

(j) Income Taxes

The Company and its subsidiaries file a consolidated federal income tax return. Certain income and expense items are accounted for differently for financial reporting purposes than for income tax purposes. Deferred income taxes are provided in recognition of these temporary differences at rates expected to be in effect when such differences reverse.

(k) Comprehensive Income

Comprehensive income is defined as the change in equity (net assets) of a business enterprise during a period from transactions and other events and circumstances from nonowner sources. For the Company, this includes net income, changes in unrealized gains and losses on available-for-sale investment securities, and the net periodic benefit cost related to the Company’s defined benefit pension plan, net of applicable tax effects. The amounts recognized in accumulated other comprehensive income related to the defined benefit pension plan are adjusted out of accumulated other comprehensive income when they are subsequently recognized as components of net periodic benefit cost.

(l) Mortgage Banking

The fair value of retained mortgage servicing rights related to loans originated and sold is capitalized as an asset in accordance with ASC 122, thereby increasing the gain on sale of the loan by the amount of the asset. Such mortgage servicing rights are amortized in proportion to and over the period of estimated net servicing income, considering appropriate prepayment assumptions. Any remaining unamortized amount is charged to expense if the related loan is repaid prior to maturity.

Management monitors the capitalized mortgage servicing rights on a disaggregated basis by stratum for impairment based on the fair value of those rights. Any impairment is recognized through a valuation allowance.

(m) Securities Sold under Agreements to Repurchase

The Company enters into sales of securities under agreements to repurchase as of a specified future date. Such repurchase agreements are considered financing agreements, and accordingly, the obligation to repurchase assets sold is reflected as a liability in the consolidated balance sheet of the Company. Repurchase agreements are collateralized by debt securities that are under the control of the Company.

(n) Recent Accounting Pronouncements

Troubled Debt Restructurings – In April 2011, the FASB issued ASU 2011-02, *A Creditor's Determination of Whether a Restructuring Is a Troubled Debt Restructuring*. The ASU seeks to create consistency in the application of U.S. GAAP for identifying and evaluating debt restructurings. It clarifies existing guidance on a creditor's evaluation of whether it has granted a concession and whether a debtor is experiencing financial difficulties for purposes of determining whether a restructuring constitutes a troubled debt restructuring. The ASU specifically addresses how the debtor's access to funds at a market interest rate, increases in the contractual interest rate, and payment delays should be considered when determining whether a concession has been granted. The ASU was effective for annual reporting periods on or after December 15, 2012 which were newly identified as troubled debt restructurings under the new guidance. Because the Company had generally applied the ASU's guidance in identifying troubled debt restructurings in the past, no new troubled debt restructurings were identified as a result of the adoption of the ASU.

Other Comprehensive Income **–** In June 2011, the FASB issued ASU 2011-05, *Presentation of Comprehensive Income*. The ASU increases the prominence of other comprehensive income in financial statements by requiring comprehensive income to be reported in either a single statement or in two consecutive statements which report both net income and other comprehensive income. It eliminates the option to report other comprehensive income and its components in the statement of changes in equity. The ASU is effective for periods beginning January 1, 2013. The ASU does not change the components of other comprehensive income, the timing of items reclassified to net income, or the net income basis for income per share calculations.

Goodwill – In September 2011, the FASB issued ASU 2011-08, *Testing Goodwill for Impairment*. The ASU allows an entity to first assess qualitative factors to determine whether it is necessary to perform the two-step quantitative goodwill impairment test. Previous guidance required, on an annual basis, testing goodwill for impairment by comparing the fair value of a reporting unit to its carrying amount (including goodwill). As a result of this amendment, an entity will not be required to calculate the fair value of a reporting unit unless the entity determines that it is more likely than not that its fair value is less than its carrying amount. The ASU is effective for annual and interim goodwill impairment tests performed for periods beginning January 1, 2013, and early adoption is permitted. The adoption of this guidance did not have a significant effect on the Company's consolidated financial statements.

In January 2014, the FASB issued ASU 2014-02, *Accounting for Goodwill*, to simplify the goodwill impairment model for private companies by providing an alternative to annual impairment assessment. Under the goodwill alternative, a non-public entity is able to amortize goodwill on a straight-line basis over a period of ten years or over a shorter period if the company demonstrates that another useful life is more appropriate. Goodwill would be subject to impairment testing only upon the occurrence of a triggering event, and a single-step impairment test is required to be used. If a non-public entity elects to apply the alternative, it will be required to apply all aspects of the alternative (i.e., both amortization and the simplified impairment test). The goodwill alternative would be applied on a prospective basis, with amortization of existing goodwill commencing at the beginning of the period of adoption. The standard is effective for annual periods beginning after

December 15, 2014, and early adoption is permitted. The Company is currently evaluating the effects of this pronouncement on its financial statements, although no impact on its financial position, results of operations, or cash flows is expected.

Income Taxes – In January 2014, the FASB issued ASU 2014-01, *Accounting for Investments in Qualified Affordable Housing Projects*, to revise the accounting for investments in qualified affordable housing projects. The ASU modifies the conditions that must be met to present the pre-tax effects and related tax benefits of such investments as a component of income taxes ("net" within income tax expense). For investments that qualify for the "net" presentation of investment performance, the ASU introduces a "proportional amortization method" that can be elected to amortize the investment basis. If elected, the method is required for all eligible investments in qualified affordable housing projects. The ASU is effective for annual periods beginning after December 15, 2014, with early adoption permitted. The Company is currently evaluating the effects of this pronouncement on its financial statements, although no impact on its financial position, results of operations, or cash flows is expected.

(o) Reclassifications

Certain reclassifications to prior year amounts have been made to conform to current year presentation. Such reclassifications had no effect on net income or total assets.

(2) Investment Securities

The following table shows the carrying amount, gross unrealized holding gains, gross unrealized holding losses, and fair value of AFS and HTM securities by security type at December 31, 2013. Included in gross unrealized gains/losses at December 31, 2013 are other-than-temporary impairment (OTTI) losses of $16 thousand relating to certain nonagency mortgage-backed securities, which represent the noncredit related portion of the overall impairment amount.

	Amortized cost	Gross unrealized gains	Gross unrealized losses	Fair values
Available for sale:				
United States government obligations and government-sponsored enterprises	$ 1,329,006,319	21,173,909	(6,628,625)	1,343,551,603
Obligations of states and political subdivisions	429,995,912	11,362,203	(1,185,702)	440,172,413
Other securities	209,413,177	30,589,627	(93,658)	239,909,146
	$ 1,968,415,408	63,125,739	(7,907,985)	2,023,633,162
Held to maturity:				
United States government obligations and government-sponsored enterprises	$ 405,262	24,679	—	429,941
Obligations of states and political subdivisions	200,001,465	4,290,946	(867,252)	203,425,159
Other securities	—	—	—	—
	$ 200,406,727	4,315,625	(867,252)	203,855,100

(Continued)

The following table shows the carrying amount, gross unrealized holding gains, gross unrealized holding losses, and fair value of AFS and HTM securities by security type at December 31, 2012. Included in gross unrealized gains/losses at December 31, 2012 are other-than-temporary impairment (OTTI) losses of $31 thousand relating to certain nonagency mortgage-backed securities, which represent the noncredit related portion of the overall impairment amount.

		Amortized cost	Gross unrealized gains	Gross unrealized losses	Fair values
Available for sale:					
United States government obligations and government-sponsored enterprises	$	1,447,550,035	34,295,383	(758,358)	1,481,087,060
Obligations of states and political subdivisions		455,570,979	32,314,356	(74,941)	487,810,394
Other securities		227,404,625	24,960,693	(81,293)	252,284,025
	$	2,130,525,639	91,570,432	(914,592)	2,221,181,479
Held to maturity:					
United States government obligations and government-sponsored enterprises	$	513,661	33,638	—	547,299
Obligations of states and political subdivisions		218,931,211	12,386,066	(40,375)	231,276,902
Other securities		—	—	—	—
	$	219,444,872	12,419,704	(40,375)	231,824,201

The Company's impairment policy requires a review of all securities for which fair value is less than amortized cost. Special emphasis and analysis is placed on securities whose credit rating has fallen below Aa2/AA or have been identified based on management's judgment. These securities are placed on a watch list, and for all such securities, detailed cash flow models are prepared, which use inputs specific to each security. Inputs to these models include factors such as cash flow received, contractual payments required, and various other information related to the underlying collateral (including current delinquencies), collateral loss severity rates (including loan-to-value ratios), expected delinquency rates, credit support from other tranches, and prepayment speeds. Stress tests are performed at varying levels of delinquency rates, prepayment speeds, and loss severities in order to gauge probable ranges of credit losses. The fair value of securities on this watch list as of December 31, 2013 and 2012, respectively, was $1,101,000 and $1,198,000.

As of December 31, 2013 and 2012, the Company had recorded an OTTI on one whole loan CMO having an aggregate par value of $1,117,000and $1,229,000, respectively.

(Continued)

The amortized cost and fair value of available-for-sale and held-to-maturity securities at December 31, 2013, by contractual maturity, are shown below:

		United States government obligations and government-sponsored enterprises		Obligations of states and political subdivisions		Obligations of other securities	
		Amortized cost	Fair value	Amortized cost	Fair value	Amortized cost	Fair value
Available for sale:							
Within 1 year	$	41,048,103	41,185,976	5,335,482	5,354,664	39,003,356	39,280,443
After 1 but within 5 years		290,858,635	290,831,364	149,160,744	152,257,047	113,452,455	114,929,766
After 5 but within 10 years		—	—	175,701,168	179,841,323	—	—
After 10 years		—	—	99,798,518	102,719,379	—	—
Mortgage – and asset-backed securities		997,099,581	1,011,534,263	—	—	31,636,582	32,098,236
	$	1,329,006,319	1,343,551,603	429,995,912	440,172,413	184,092,393	186,308,445
Held to maturity:							
Within 1 year	$	—	—	8,112,031	8,178,639	—	—
After 1 but within 5 years		—	—	44,950,118	46,516,666	—	—
After 5 but within 10 years		—	—	75,847,703	76,672,588	—	—
After 10 years		—	—	71,091,613	72,057,265	—	—
Mortgage – and asset-backed securities		405,262	429,942	—		—	—
	$	405,262	429,942	200,001,465	203,425,158	—	—

The Company's trading securities consist of a segregated portfolio of debt securities purchased with the intent to actively manage and trade such securities frequently. Realized (losses) gains on the trading portfolio, in 2013 and 2012, aggregated $(517,358) and $29,464, respectively.

Proceeds from sales of available-for-sale securities in 2013 and 2012 were $106,702,138 and $90,496,346, respectively. Gross gains of $6,101,548 and $460,525 were realized on those sales in 2013 and 2012, respectively. Gross losses of $180,168 and $213,738 were realized on those sales in 2013 and 2012, respectively.

Other securities consist primarily of various common stock investments, private issue collateralized mortgage obligations (CMOs), corporate bonds, Federal Home Loan Bank (FHLB) stock, and Federal Reserve Bank stock. Investment securities and money market obligations with a carrying value of approximately $1,865,895,914 and $1,901,863,821 were pledged to secure public deposits, repurchase agreements, borrowed funds, and trust deposits at December 31, 2013 and 2012, respectively.

(Continued)

Gross unrealized losses on available-for-sale investment securities and the fair value of the related securities, aggregated by investment category and length of time that individual securities have been in a continuous unrealized loss position, at December 31, 2013 were as follows:

	Less than 12 months		12 months or more		Total	
	Fair value	Unrealized losses	Fair value	Unrealized losses	Fair value	Unrealized losses
Available for sale:						
United States government obligations and government-sponsored enterprises	$ 326,149,080	(4,982,158)	74,441,887	(1,646,467)	400,590,967	(6,628,625)
Obligations of states and political subdivisions and other securities	94,700,348	(1,011,633)	17,159,217	(267,727)	111,859,565	(1,279,360)
	$ 420,849,428	(5,993,791)	91,601,104	(1,914,194)	512,450,532	(7,907,985)

Gross unrealized losses on available-for-sale investment securities and the fair value of the related securities, aggregated by investment category and length of time that individual securities have been in a continuous unrealized loss position, at December 31, 2012 were as follows:

	Less than 12 months		12 months or more		Total	
	Fair value	Unrealized losses	Fair value	Unrealized losses	Fair value	Unrealized losses
Available for sale:						
United States government obligations and government-sponsored enterprises	$ 98,831,147	(441,342)	39,095,870	(317,016)	137,927,017	(758,358)
Obligations of states and political subdivisions and other securities	22,224,560	(75,619)	12,870,626	(80,615)	35,095,186	(156,234)
	$ 121,055,707	(516,961)	51,966,496	(397,631)	173,022,203	(914,592)

(Continued)

Gross unrealized losses on held-to-maturity investment securities and the fair value of the related securities, aggregated by investment category and length of time that individual securities have been in a continuous unrealized loss position, at December 31, 2013 were as follows:

	Less than 12 months		12 months or more		Total	
	Fair value	**Unrealized losses**	**Fair value**	**Unrealized losses**	**Fair value**	**Unrealized losses**
Held to maturity:						
United States government obligations and government-sponsored enterprises	$ —	—	—	—	—	—
Obligations of states and political subdivisions and other securities	41,538,032	(715,562)	3,460,996	(151,690)	44,999,028	(867,252)
	$ 41,538,032	(715,562)	3,460,996	(151,690)	44,999,028	(867,252)

Gross unrealized losses on held-to-maturity investment securities and the fair value of the related securities, aggregated by investment category and length of time that individual securities have been in a continuous unrealized loss position, at December 31, 2012 were as follows:

	Less than 12 months		12 months or more		Total	
	Fair value	**Unrealized losses**	**Fair value**	**Unrealized losses**	**Fair value**	**Unrealized losses**
Held to maturity:						
United States government obligations and government-sponsored enterprises	$ —	—	—	—	—	—
Obligations of states and political subdivisions and other securities	2,598,742	(19,555)	1,004,100	(20,820)	3,602,842	(40,375)
	$ 2,598,742	(19,555)	1,004,100	(20,820)	3,602,842	(40,375)

For the investments in the tables above, management has determined that the unrealized losses are temporary in nature. A primary factor considered in making that determination is management’s intent and ability to hold each investment for a period of time sufficient to allow for an anticipated recovery in fair value. Management has the positive intent and ability to hold each investment until the earlier of its anticipated recovery or maturity. Additional factors considered in determining whether a loss is temporary include:

- The length of time and the extent to which fair value has been below cost
- The severity of the impairment
- The cause of the impairment and the financial condition and near-term prospects of the issuer
- Activity in the market of the issuer, which may indicate adverse credit conditions

(Continued)

Other-than-temporary impairment may arise in future periods, due to further deterioration in the general economy and national housing markets, and changing cash flows, loss severities, and delinquency levels of the securities' underlying collateral, which would negatively affect the Company's financial results.

Securities that were temporarily impaired at December 31, 2013 and 2012 are shown above, along with the length of the impairment period. Out of the total available-for-sale portfolio, consisting of over 2,243 individual securities at December 31, 2013, 486 securities were temporarily impaired at December 31, 2013. Of these securities, 107 securities, amounting to 4.5% of the portfolio value, were temporarily impaired for 12 months or longer.

United States government and federal agency obligations: The unrealized losses on investments in securities of U.S. government and federal agency obligations were caused by interest rate changes and other market conditions. The contractual terms of these investments do not permit the issuer to settle the securities at a price less than the amortized cost of the investment. Because the Company has the ability and intent to hold these investments until a market price recovery or maturity, these investments are not considered other-than-temporarily impaired.

Obligations of states and political subdivisions: The unrealized losses on investments in obligations of states and political subdivisions were caused by interest rate changes and other market conditions. The contractual terms of these investments do not permit the issuer to settle the securities at a price less than the amortized cost of the investment. Because the Company has the ability and intent to hold these investments until a market price recovery or maturity, these investments are not considered other-than-temporarily impaired.

(3) Loans

Loans consisted of the following at December 31, 2013 and 2012:

		2013		2012	
		Acquired loans	**All other**	**Acquired loans**	**All other**
Commercial	$	—	4,671,646,330	8,288,963	4,602,658,952
Real estate		—	873,856,943	49,028,398	897,934,506
Individual		—	840,836,082	4,933,344	761,197,577
		—	6,386,339,355	62,250,705	6,261,791,035
Less unearned income		—	5,853,265	—	5,258,838
Less fair value adjustment (note 17)		—	26,288,746	10,263,000	18,218,918
Total loans	$	—	6,354,197,344	51,987,705	6,238,313,279

The acquired loans presented in the table above for 2012 are included in all other loans in 2013.

(Continued)

Loans made to officers and directors of the Company, including subsidiary banks and their related businesses, were $252,681,000 and $237,282,000 at December 31, 2013 and 2012, respectively. Such loans were made in the ordinary course of business at market rates.

Mortgage loans held-for-sale at December 31, 2013 and 2012 aggregated approximately $26,253,000 and $90,752,000, respectively. The Company determines at the time of origination whether mortgage loans will be held for the Company's portfolio or sold to the secondary market. Loans originated and intended for sale in the secondary market are recorded at the lower of aggregate cost or estimated fair value. The loans held for sale are included in loans on the balance sheet of the accompanying consolidated financial statements.

Nonaccruing loans at December 31, 2013 and 2012 aggregated approximately $75,701,000 and $89,626,000, respectively. The interest income on nonaccrual loans was approximately $2,949,000 and $2,654,000 in 2013 and 2012, respectively.

Restructured loans at December 31, 2013 and 2012 aggregated $67,986,000 and $77,293,000, respectively. The interest income recognized on restructured loans at December 31, 2013 and 2012 was approximately $2,742,000 and $3,076,000, respectively. The Company has entered into commitments to lend additional funds to the borrowers whose loans have been restructured and included in the totals disclosed above of approximately $2,269,000 at December 31, 2013. The table below shows the outstanding balance of loans classified as troubled debt restructurings (TDR) at December 31, 2013 and 2012.

	2013			2012		
	Performing loans	**Nonperforming other**	**Total TDR**	**Performing loans**	**Nonperforming other**	**Total TDR**
Commercial	$ 28,843,000	18,554,000	47,397,000	32,542,000	20,032,000	52,574,000
Real estate	11,396,000	7,105,000	18,501,000	12,456,000	7,108,000	19,564,000
Individual	1,785,000	303,000	2,088,000	1,987,000	3,168,000	5,155,000
Total loans	$ 42,024,000	25,962,000	67,986,000	46,985,000	30,308,000	77,293,000

The Company has outstanding commitments to provide loans to customers and also has issued letters of credit. Loan commitments generally have fixed expiration dates or other termination clauses and may require payment of a fee. Since many of the commitments are expected to expire without being drawn upon, the total commitment amounts do not necessarily represent future cash requirements. Letters of credit are conditional commitments issued by the Company to guarantee the performance of a customer to a third party. The credit risk involved in issuing letters of credit is essentially the same as is involved in extending loan facilities to customers. At December 31, 2013 and 2012, the company had unfunded loan commitments of $1,560,357,000, and $1,409,177,000, respectively. Outstanding letters of credit as of December 31, 2013 and 2012 amounted to $62,052,000 and $69,644,000, respectively

The Company evaluates each customer's creditworthiness on a case-by-case basis. The amount of collateral obtained, if deemed necessary, by the Company upon extension of credit is based on management's credit evaluation of the customer. Collateral held varies, but may include accounts receivable, inventory, property, plant, equipment, and income-producing commercial properties. The Company's banking subsidiaries are located throughout the states of Missouri, Kansas, Illinois, and

(Continued)

Oklahoma, and the Company's loan portfolio has no unusual geographic concentrations of credit risk beyond its market areas.

(4) Allowance for Loan Losses

The following is a summary of activity in the allowance for loan losses:

	Commercial and commercial real estate	Residential real estate	Individual	Unallocated	Total
At December 31, 2013:					
Balance at beginning of year	$ 58,216,000	18,217,000	17,318,000	33,176,000	126,927,000
Provision for loan losses	9,882,000	1,708,000	3,466,000	1,828,000	16,884,000
Loans charged off	(14,553,000)	(1,040,000)	(6,870,000)	—	(22,463,000)
Recoveries on loans previously charged off	3,413,000	153,000	2,501,000	—	6,067,000
Balance at end of year	$ 56,958,000	19,038,000	16,415,000	35,004,000	127,415,000

	Commercial and commercial real estate	Residential real estate	Individual	Unallocated	Total
At December 31, 2012					
Balance at beginning of year	$ 58,009,000	17,238,000	15,768,000	33,164,000	124,179,000
Provision for loan losses	31,480,000	2,884,000	5,527,000	12,000	39,903,000
Loans charged off	(33,333,000)	(2,077,000)	(5,785,000)	—	(41,195,000)
Recoveries on loans previously charged off	2,060,000	172,000	1,808,000	—	4,040,000
Balance at end of year	$ 58,216,000	18,217,000	17,318,000	33,176,000	126,927,000

The following table provides the balance in the allowance for loan losses at December 31, 2013, and the related loan balance by impairment methodology. Loans evaluated under ASC 310-10-35 include loans on nonaccrual status, which are individually evaluated for impairment, troubled debt restructurings, and other impaired loans deemed to have similar risk characteristics. All other loans are collectively evaluated for impairment under ASC 450-20. Although the allowance for loan losses is comprised of specific and general allocations, the entire allowance is available to absorb credit losses.

(Continued)

	Commercial and commercial real estate	Residential real estate	Individual	Unallocated	Total
At December 31, 2013:					
Allowance for loan losses:					
Individually evaluated for impairment	$ 9,950,000	232,000	45,000	—	10,227,000
Collectively evaluated for impairment	47,008,000	18,806,000	16,370,000	35,004,000	117,188,000
Total	$ 56,958,000	19,038,000	16,415,000	35,004,000	127,415,000
Loans outstanding:					
Individually evaluated for impairment	$ 95,572,000	2,390,000	297,000	—	98,259,000
Collectively evaluated for impairment	4,544,289,000	871,264,000	840,385,000	—	6,255,938,000
Total	$ 4,639,861,000	873,654,000	840,682,000	—	6,354,197,000

	Commercial and commercial real estate	Residential real estate	Individual	Unallocated	Total
At December 31, 2012:					
Allowance for loan losses:					
Individually evaluated for impairment	$ 14,458,000	198,000	43,000	—	14,699,000
Collectively evaluated for impairment	51,212,000	8,682,000	18,900,000	33,434,000	112,228,000
Total	$ 65,670,000	8,880,000	18,943,000	33,434,000	126,927,000
Loans outstanding:					
Individually evaluated for impairment	$ 115,721,000	1,875,000	286,000		117,882,000
Collectively evaluated for impairment	4,461,778,000	944,875,000	765,766,000		6,172,419,000
Total	$ 4,577,499,000	946,750,000	766,052,000	—	6,290,301,000

(Continued)

The following table presents information on impaired loans at December 31:

		2013	2012
Impaired loans with a specific allowance provided			
Commercial and commercial real estate	$	37,472,965	51,680,883
Residential real estate		33,064,715	32,566,081
Individual		3,750,000	3,438,000
		74,287,680	87,684,964
Impaired loans with no specific allowance provided			
Commercial and commercial real estate		45,573,035	48,331,117
Residential real estate		862,285	594,919
Individual		—	—
		46,435,320	48,926,036
Total impaired loans	$	120,723,000	136,611,000
Allowance related to impaired loans			
Commercial and commercial real estate	$	9,949,621	14,457,718
Residential real estate		232,202	198,474
Individual		45,491	42,896
Total allowance related to impaired loans		10,227,314	14,699,088

Total average impaired loans during 2013 and 2012 are shown in the table below.

	2013			2012		
	Nonaccrual	Restructured and still accruing	Total	Nonaccrual	Restructured and still accruing	Total
Average Impaired Loans:						
Commercial and commercial real estate	$ 59,956,000	31,573,000	91,529,000	73,212,500	39,971,500	113,184,000
Residential real estate	21,014,500	12,529,500	33,544,000	22,988,000	12,614,500	35,602,500
Individual	1,693,000	1,901,000	3,594,000	1,329,500	4,669,500	5,999,000
Total	$ 82,663,500	46,003,500	128,667,000	97,530,000	57,255,500	154,785,500

(Continued)

Age Analysis of Past Due and Nonaccrual Loans

	Current or less than 30 days past due	30 – 89 Days past due	90 Days past due and still accruing	Nonaccrual	Total
At December 31, 2013:					
Commercial and					
commercial real estate	$ 4,573,265,000	14,152,000	2,000	52,442,000	4,639,861,000
Residential real estate	838,141,000	13,308,000	881,000	21,324,000	873,654,000
Individual	830,170,000	8,278,000	299,000	1,935,000	840,682,000
Total	$ 6,241,576,000	35,738,000	1,182,000	75,701,000	6,354,197,000

	Current or less than 30 days past due	30 – 89 Days past due	90 Days past due and still accruing	Nonaccrual	Total
At December 31, 2012:					
Commercial and					
commercial real estate	$ 4,487,324,000	21,861,000	845,000	67,470,000	4,577,500,000
Residential real estate	906,836,000	18,547,000	661,000	20,705,000	946,749,000
Individual	756,151,000	8,075,000	375,000	1,451,000	766,052,000
Total	$ 6,150,311,000	48,483,000	1,881,000	89,626,000	6,290,301,000

The following table provides information about the credit quality of the loan portfolio using the Company’s internal rating system reflecting management’s risk assessment. Loans are placed on *watch* status when (1) one or more weaknesses which could jeopardize timely liquidation exists; or (2) the margin or liquidity of an asset is sufficiently tenuous that adverse trends could result in a collection problem. Loans classified as *substandard* are inadequately protected by the current sound worth and paying capacity of the obligor or of the collateral pledged, if any. Loans so classified may have a well-defined weakness or weaknesses that jeopardize the repayment of the debt. Such loans are characterized by the distinct possibility that the Company may sustain some loss if the deficiencies are not corrected. Loans are placed on *nonaccrual* status when (1) deterioration in the financial condition of the borrower exists for which payment of full principal and interest is not expected, or (2) upon which principal or interest has been in default for a period of 90 days or more and the asset is not both well secured and in the process of collection.

(Continued)

	Commercial and commercial real estate	Residential real estate	Individual	Total
At December 31, 2013:				
Watch	$ 103,129,000	18,560,000	956,000	122,645,000
Substandard	143,891,000	30,852,000	3,173,000	177,916,000
Nonaccrual	52,442,000	21,324,000	1,935,000	75,701,000
Total	$ 299,462,000	70,736,000	6,064,000	376,262,000

	Commercial and commercial real estate	Residential real estate	Individual	Total
At December 31, 2012:				
Watch	$ 122,850,000	22,265,000	1,135,000	146,250,000
Substandard	164,722,000	36,919,000	4,262,000	205,903,000
Nonaccrual	67,470,000	20,705,000	1,451,000	89,626,000
Total	$ 355,042,000	79,889,000	6,848,000	441,779,000

(5) Mortgage Banking Activities

Certain subsidiary banks of the Company originate mortgage loans and sell those loans to the Federal Home Loan Mortgage Corporation (FHLMC), Federal National Mortgage Association (FNMA), and other private investors. Typically, these loans are sold with servicing retained by the subsidiary banks. Loans sold with servicing retained in 2013 and 2012 aggregated $806,884,000 and $1,174,348,000, respectively. Loans serviced for investors aggregated $3,267,558,000 and $3,182,733,000 at December 31, 2013 and 2012, respectively. Included in mortgage banking revenues in the accompanying consolidated statements of income are gains on the sale of mortgage loans aggregating $25,973,000 and $37,792,000 in 2013 and 2012, respectively. Servicing fees recorded by the banks, which are also recorded in mortgage banking revenues and recorded when collected, aggregated $8,145,000 and $7,862,000 in 2013 and 2012, respectively.

(Continued)

Included in gain on sales of mortgage loans during 2013 and 2012 are capitalized mortgage servicing rights aggregating $7,803,000 and $10,516,000, respectively. The amortization of mortgage servicing rights is netted against mortgage banking revenues in the accompanying consolidated financial statements. A summary of the mortgage servicing rights is as follows:

		2013	2012
Balance at beginning of year	$	19,036,776	16,883,254
Capitalized mortgage servicing rights		7,802,947	10,515,582
Amortization		(6,934,643)	(10,024,192)
Change in valuation allowance		850,425	1,662,132
Balance at end of year	$	20,755,505	19,036,776

The valuation allowance at December 31, 2013 and 2012 was $8,264 and $858,689, respectively.

The following table shows the estimated future amortization expense based on existing asset balances and the interest rate environment as of December 31, 2013. The Company's actual amortization expense in any given period may be different from the estimated amounts depending upon the addition of new intangible assets, changes in mortgage interest rates, prepayment rates, and other market conditions.

Year:		
2014	$	3,221,000
2015		2,755,000
2016		2,367,000
2017		2,038,000
2018 and after		10,375,000

(Continued)

(6) Land, Buildings, and Equipment

A summary of land, buildings, and equipment at December 31, 2013 and 2012 is as follows:

		2013	2012
Land	$	54,602,569	54,602,569
Buildings and improvements		216,895,086	217,720,159
Equipment		75,575,365	84,292,042
		347,073,020	356,614,770
Less accumulated depreciation		170,408,005	170,380,217
	$	176,665,015	186,234,553

The following table shows the estimated future depreciation expense based on existing asset balances as of December 31, 2013.

Year:		
2014	$	14,954,000
2015		12,697,000
2016		10,963,000
2017		9,378,000
2018		7,711,000
Thereafter		66,360,000

Depreciation of buildings and equipment charged to operating expense was approximately $16,852,000 and $17,418,000 in 2013 and 2012, respectively, and is included in net occupancy and equipment expense on the consolidated statements of income.

(7) Goodwill and Core Deposit Intangible Assets

Goodwill and core deposit intangible assets are summarized in the following table:

		2013			2012		
		Gross carrying amount	Accumulated amortization	Net amount	Gross carrying amount	Accumulated amortization	Net amount
Amortizable intangible assets:							
Core deposit intangible assets	$	21,209,810	(17,467,256)	3,742,554	21,209,810	(14,810,149)	6,399,661
Trust customer intangible asset		6,100,000	(913,291)	5,186,709	6,100,000	(636,901)	5,463,099
Noncompete intangible asset		184,000	(150,267)	33,733	184,000	(113,467)	70,533
Unamortizable intangible assets:							
Goodwill	$	244,927,702	244,927,702	489,855,404	244,927,702	—	244,927,702

(Continued)

Aggregate amortization expense on core deposit and other intangible assets for the years ended December 31, 2013 and 2012 was $2,970,297 and $2,942,833, respectively. The following table shows the estimated future amortization expense for the next five years based on existing asset balances and the interest rate environment as of December 31, 2013. The Company's actual amortization expense in any given period may be different from the estimated amounts depending upon the addition of new intangible assets and other market conditions.

2014	$ 2,437,736
2015	1,229,511
2016	791,226
2017	475,032
2018	466,094
Thereafter	3,563,397

(8) Income Taxes

The components of income tax expense on operations for the years ended December 31, 2013 and 2012 are as follows:

	2013	2012
Current income tax expense:		
Federal	$ 50,153,604	42,103,001
State	7,831,889	6,409,475
Total current income tax expense	57,985,493	48,512,476
Deferred income tax expense:		
Federal	(3,678,609)	5,233,795
State	(514,524)	595,044
Total deferred income tax expense	(4,193,133)	5,828,839
Total income tax expense on operations	$ 53,792,360	54,341,315

(Continued)

The reasons for the difference between the effective tax rates of 31.9% and 32.2% and the current federal statutory income tax rate of 35% are as follows:

	2013		2012	
	Amount	**Percentage**	**Amount**	**Percentage**
Income tax expense at federal statutory rate	$ 58,974,065	35.0%	$ 58,958,464	35.0%
Increase (reduction) in income taxes resulting from:				
Tax-exempt interest	(6,799,155)	(4.0)	(7,091,140)	(4.2)
State income taxes, net of federal income tax	4,756,287	2.8	4,552,937	2.7
Nondeductible expenses	588,471	0.3	450,090	0.2
Federal tax credits	(3,516,068)	(2.1)	(2,337,763)	(1.4)
Other, net	(211,240)	(0.1)	(191,273)	(0.1)
	$ 53,792,360	31.9%	$ 54,341,315	32.2%

The tax effects of temporary differences that give rise to significant portions of the deferred tax assets and deferred tax liabilities at December 31, 2013 and 2012 are presented below:

	2013	2012
Deferred tax assets:		
Loans, principally due to allowance for loan losses	$ 51,058,808	49,725,222
Accrued expenses for financial reporting purposes but not for income tax return purposes	34,243,694	34,189,353
Defined benefit plan (ASC 715-30)	10,986,173	23,004,601
Total gross deferred tax assets	96,288,675	106,919,176
Deferred tax liabilities:		
Buildings and equipment, principally due to accelerated depreciation for income tax return purposes	1,040,448	3,130,364
Prepaid pension expense	6,060,419	9,274,184
Mortgage servicing rights	7,970,335	7,310,266
Goodwill	25,018,720	23,184,376
Lease financing	4,635,626	4,840,620
Unrealized gain on available-for-sale securities	21,238,790	34,804,695
Other	1,304,128	1,095,074
Total gross deferred tax liabilities	67,268,466	83,639,579
Net deferred tax assets	$ 29,020,209	23,279,597

The Company has not recorded a valuation allowance related to the net deferred tax assets at December 31, 2013 or 2012 due to historical and expected future earnings of the bank subsidiaries.

(Continued)

The Company classifies interest and penalties on uncertain tax benefits as income tax expense. In the normal course of business, the Company provides for uncertain tax positions and the related interest and penalties and adjusts its unrecognized tax benefits and related interest and penalties accordingly. Unrecognized tax benefits rose by $0.5 million during 2013, totaling $4.6 million at December 31, 2013.

The Company's U.S. federal and state income tax returns for years prior to 2009 are no longer subject to examination by the tax authorities.

(9) Deposits

Maturities of time deposits are as follows at December 31, 2013:

Year:	
2014	$ 1,296,947,955
2015	270,930,632
2016	106,666,822
2017	37,387,192
2018	41,881,428
Thereafter	1,262,482
	$ 1,755,076,511

Time deposits include certificates of deposit of $100,000 and over, totaling approximately $687,903,000 and $798,356,000 at December 31, 2013 and 2012, respectively. Interest expense on such deposits amounted to $5,897,000 and $8,558,000 in 2013 and 2012, respectively.

(10) Securities Sold under Agreements to Repurchase

The Company's obligation to repurchase securities sold at December 31, 2013 and 2012 aggregated $694,973,000 and $766,742,000, respectively. Information concerning securities sold under agreements to repurchase during the year is as follows:

	2013	2012
Average monthly balance during the year	$ 988,059,000	1,010,992,000
Maximum month-end balance during the year	1,052,018,879	1,110,297,321
Average interest rate during the year	0.39%	0.39%

At December 31, 2013, such agreements were secured by investments and mortgage-backed securities in the amount of $1,363,230,000. Pledged securities are maintained by a safekeeping agent under the control of the Company.

(Continued)

(11) Borrowed Funds

Borrowed funds at December 31, 2013 and 2012 are as follows:

	2013	2012
Notes payable to the FHLB of Des Moines at various fixed and variable rates of interest (ranging from 3.69% to 5.48%), secured by certain qualifying mortgage loans of the Company, with various maturities from 2014 to 2026	$ 13,155,000	15,395,000

Scheduled maturities for the borrowed funds are as follows:

Year:	
2014	$ 150,000
2015	—
2016	1,270,000
2017	150,000
2018	10,000,000
Thereafter	1,585,000
	$ 13,155,000

(12) Employee Benefit Plans

The Company has a noncontributory defined benefit pension plan, the Central Bancompany, Inc. Retirement Plan (the Plan), available to qualified employees, as defined under the Plan. The benefits are based on employees' years of service and highest average salary during a consecutive 5-year period within the last 10 years of service. The Company's funding policy is to contribute funds to an account maintained by the pension plan trustee, as necessary, to provide for the normal cost and amortization of the unfunded actuarial accrued liability. Assets held in the Plan are primarily government and government agency obligations, common stock, corporate bonds, mutual funds, and money market accounts. A portion of the Plan's mutual fund investments are allocated to funds employing leverage and non-traditional investment strategies. Certain executives also participate in a supplemental pension plan (the CERP) that the Company funds only as retirement benefits are disbursed. The CERP carries no segregated assets.

Benefit obligations of the CERP are shown in the table immediately below. In all other tables presented, the pension plan and the CERP are presented on a combined basis, even though the CERP is unfunded.

	2013	2012
Projected benefit obligation	$ 19,173,169	20,288,816
Accumulated benefit obligation	18,358,952	17,587,788

(Continued)

The following items are components of net pension cost for the years ended December 31, 2013 and 2012:

		2013	2012
Service cost benefits earned during the year	$	8,119,128	7,519,626
Interest cost on projected benefit obligation		9,570,605	9,590,650
Expected return on plan assets		(11,478,247)	(10,375,027)
Amortization of prior service cost		(486,977)	457,098
Amortization of net loss		5,680,553	3,016,057
Net periodic pension cost	$	11,405,062	10,208,404

The following table sets forth the pension plans' funded status, using valuation dates of December 31, 2013 and 2012:

		2013	2012
Change in projected benefit obligation:			
Projected benefit obligation at prior valuation date	$	211,884,628	186,088,390
Service cost		8,119,128	7,519,626
Interest cost		9,570,605	9,590,650
Plan amendments		—	(7,746,250)
Benefits paid		(6,868,581)	(6,208,416)
Expected expenses			—
Actuarial loss		(19,811,373)	22,640,628
Projected benefit obligation at valuation date		202,894,407	211,884,628
Change in plan assets:			
Fair value of plan assets at beginning of year		148,644,005	129,550,586
Actual return on plan assets		17,779,441	14,446,210
Expected expenses			—
Employer contributions		12,213,262	10,855,625
Benefits paid		(6,868,581)	(6,208,416)
Fair value of plan assets at end of year		171,768,127	148,644,005
Funded status and net amount recognized at December 31	$	(31,126,280)	(63,240,623)

Amounts recognized on the December 31 balance sheets are as follows:

		2013	2012
Prepaid pension cost	$	15,849,951	14,270,587
Accrued benefit liability		(46,976,231)	(77,511,210)
Net amount recognized at December 31	$	(31,126,280)	(63,240,623)

(Continued)

The accumulated benefit obligation for both plans was $185,758,169 and $191,901,148 on December 31, 2013 and 2012, respectively.

The estimated net loss to be amortized from accumulated other comprehensive income into net periodic pension cost in 2014 is $1,802,708.

Amounts not yet reflected in net periodic benefit cost and included in accumulated other comprehensive income (loss), on a pretax basis, at December 31, 2013 are as follows:

Prior service asset	$	6,157,421
Accumulated loss		(34,774,704)
Accumulated other comprehensive loss, pretax		(28,617,283)
Cumulative employer contributions in excess of net periodic benefit cost		(2,508,997)
Net amount recognized on the December 31, 2013 balance sheet	$	(31,126,280)

The following weighted average assumptions have been used at December 31, 2013 and 2012:

	2013	2012
Determination of benefit obligation at year-end:		
Discount rate	5.40%	4.50%
Rate of compensation increase	3.00	3.83
Determination of net periodic benefit cost for the year ended:		
Discount rate	4.50%	5.20%
Expected long-term rate of return on Plan assets	7.50	7.50
Rate of compensation increase	3.00	3.83

The following table shows the Company's benefit cost, employer contributions, and benefits paid for the years ended December 31, 2013 and 2012:

		2013	2012
Benefit cost	$	8,119,128	7,519,626
Employer contribution		12,213,262	10,855,625
Benefits paid		6,868,581	6,208,416

(Continued)

The weighted average asset allocations as of December 31, 2013 and 2012, by asset category, are as follows:

	Plan assets as of December 31	
	2013	**2012**
Equity securities	53%	50%
Fixed income	29%	30%
Real assets	7%	6%
Alternative investments	10%	13%
Cash & equivalents	1	1
Total	100%	100%

The Plan's Investment Policy focuses on efficient allocation of capital among various asset classes to create a diversified portfolio in order to achieve the Plan's investment return objective of 7.5%. In making capital allocation decisions, the Trustee considers the expected return, standard deviation, and correlation of returns of various asset classes, as well as the current term structure of interest rates and current market conditions. In order to generate returns sufficient to meet actuarial estimates of the Plan's future obligations, the majority of the Plan's assets are typically invested in asset classes with higher expected rates of return, specifically equity securities. In order to limit risk, a lesser allocation is made to fixed income securities. Within strict policy ranges, the Trustee has discretion to increase or decrease the equity and fixed income allocations in response to changing market conditions.

The Company contributed $4,000,000 to the pension plan in January 2014.

The following benefit payments, which reflect expected future service, as appropriate, are expected to be paid:

2014	$ 8,273,183
2015	9,050,074
2016	9,744,353
2017	10,621,120
2018	11,944,991
2019 – 2023	69,368,260

Following is a description of the valuation methodologies used for assets measured at fair value in the pension plan:

Cash equivalents – Money market funds are valued at the closing price reported on the active market on which the funds are traded.

U.S. government and agency obligations – Federal agencies are priced utilizing industry-standard models that consider various assumptions, including time value, yield curves, volatility factors, prepayment speeds, default rates, loss severity, current market, and contractual prices for the underlying financial instruments, as well as other relevant economic measures. Substantially all of these assumptions are

(Continued)

observable in the marketplace, can be derived from observable data, or are supported by observable levels at which transactions are executed in the marketplace. Municipal and corporate securities are valued using a type of matrix, or grid, pricing in which securities are benchmarked against the treasury rate based on credit rating. These model and matrix measurements are classified as Level 2 in the fair value hierarchy.

Mutual funds and common stock – The fair value of these investments is based on quoted market prices from national securities exchanges.

The following table sets forth by level, within the fair value hierarchy, the pension plan's assets at fair value as of December 31, 2013:

		Fair value measurements at report date using		
	December 31, 2013	**Quoted prices in active markets for identical assets (Level 1)**	**Significant other unobservable inputs (Level 2)**	**Significant unobservable inputs (Level 3)**
Cash equivalents	$ 2,500,936	2,500,936		
U.S. government and agency obligations	5,301,758		5,301,758	
Common stocks	19,956,547	19,956,547		
Mutual funds	144,008,886	144,008,886		
Total	$ 171,768,127	166,466,369	5,301,758	—

The Company has established a Voluntary Employees Beneficiary Association Trust (VEBA) to fund an employee benefit plan covering medical and dental benefits. For the years ended December 31, 2013 and 2012, the Company contributed $10,412,000 and $11,315,000, respectively, to the VEBA.

The Company has established an employee savings plan under Section 401(k) of the Internal Revenue Code (the Code). Under this plan, employees are allowed to contribute a maximum of 75% of their base pay, subject to certain IRS limitations. The Company's matching contribution is equal to one-half of the employee's contribution up to a maximum of 6% of the employee's base pay. For the years ended December 31, 2013 and 2012, the Company contributed $2,561,000 and $2,588,000, respectively, to the 401(k) plan.

The Company has established a deferred compensation plan. The liability for the plan, aggregating $45,650,000 and $46,200,000 at December 31, 2013 and 2012, respectively, is recorded in other liabilities in the accompanying consolidated balance sheets. Total expense under these arrangements included in salaries and employee benefits was $3,730,831 and $4,097,860 for the years ended December 31, 2013 and 2012, respectively.

The Company has entered into a life insurance arrangement with its Senior Chairman of the Board. Under the terms of the arrangement, the Company makes annual advances to a trust. Those advances, along with

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additional compensation payments to the Chairman, are used to make annual premium payments on an insurance policy owned by the trust. The policy will pay a death benefit equal to the sum of $35 million plus the advances made by the Company to the trust. The trust, in turn, will repay the advances made by the Company.

The receivable from the trust at December 31, 2013 and 2012, which is included in other assets in the accompanying consolidated balance sheets, was approximately $32,804,000 and $31,548,000, respectively, which is collateralized by the cash surrender value of the policy (approximately $16.2 million and $15.2 million at December 31, 2013 and 2012, respectively). The death benefit due to the Company was approximately $43.7 million at December 31, 2013.

(13) Capital Adequacy

Quantitative measures established by regulation to ensure capital adequacy require the banks to maintain minimum amounts and ratios (set forth in the table below on a consolidated basis, amounts in thousands) of total and Tier 1 capital (as defined in the regulations) to risk-weighted assets, and of Tier 1 capital to average assets. At December 31, 2013, the Company met all capital requirements to which it is subject, and the Bank's capital position exceeded the regulatory definition of well-capitalized.

(Continued)

A summary of the Company's and its significant subsidiaries' (greater than $1.0 million in assets) capital ratios at December 31, 2013 and 2012 is as follows:

			For capital adequacy purposes		To be well-capitalized under prompt corrective action provisions	
	Amount	**Ratio**	**Amount**	**Ratio**	**Amount**	**Ratio**
As of December 31, 2013:						
Total risk-based capital (to risk-weighted assets):						
Company	$ 1,277,817	18.25%	$ 560,095	8.00%	$ —	—%
Central Trust Bank	179,768	19.06	75,464	8.00	94,330	10.00
First National Bank of St. Louis	153,899	13.59	90,586	8.00	113,233	10.00
Boone County National Bank	121,392	12.03	80,697	8.00	100,872	10.00
Metcalf Bank	115,199	11.72	78,627	8.00	98,284	10.00
Empire Bank of Springfield	101,050	11.07	73,000	8.00	91,250	10.00
Tier 1 capital (to risk-weighted assets):						
Company	1,177,066	16.81	280,047	4.00	—	—
Central Trust Bank	155,205	16.45	37,732	4.00	56,598	6.00
First National Bank of St. Louis	139,639	12.33	45,293	4.00	67,940	6.00
Boone County National Bank	108,732	10.78	40,349	4.00	60,523	6.00
Metcalf Bank	102,870	10.47	39,314	4.00	58,970	6.00
Empire Bank of Springfield	89,591	9.82	36,500	4.00	54,750	6.00
Tier 1 capital (to average assets):						
Company	1,177,066	11.69	402,706	4.00	—	—
Central Trust Bank	155,205	7.16	86,666	4.00	108,333	5.00
First National Bank of St. Louis	139,639	9.63	58,025	4.00	72,532	5.00
Boone County National Bank	108,732	7.62	57,110	4.00	71,388	5.00
Metcalf Bank	102,870	9.28	44,326	4.00	55,407	5.00
Empire Bank of Springfield	89,591	8.69	41,232	4.00	51,540	5.00

(Continued)

			For capital adequacy purposes		To be well-capitalized under prompt corrective action provisions	
	Amount	**Ratio**	**Amount**	**Ratio**	**Amount**	**Ratio**
As of December 31, 2012:						
Total risk-based capital (to risk-weighted assets):						
Company	$ 1,159,185	16.58%	$ 559,377	8.00%	$ —	—%
Central Trust Bank	173,043	18.13	76,343	8.00	95,429	10.00
First National Bank of St. Louis	152,198	13.34	91,305	8.00	114,131	10.00
Boone County National Bank	113,664	11.86	76,647	8.00	95,809	10.00
Metcalf Bank	110,086	11.83	74,439	8.00	93,049	10.00
Empire Bank of Springfield	99,630	11.24	70,939	8.00	88,674	10.00
Tier 1 capital (to risk-weighted assets):						
Company	1,061,415	15.18	279,689	4.00	—	—
Central Trust Bank	151,263	15.85	38,172	4.00	57,257	6.00
First National Bank of St. Louis	137,828	12.08	45,652	4.00	68,479	6.00
Boone County National Bank	101,629	10.61	38,323	4.00	57,485	6.00
Metcalf Bank	98,395	10.57	37,220	4.00	55,829	6.00
Empire Bank of Springfield	88,586	9.99	35,470	4.00	53,204	6.00
Tier 1 capital (to average assets):						
Company	1,061,415	10.70	396,662	4.00	—	—
Central Trust Bank	151,263	7.23	83,633	4.00	104,542	5.00
First National Bank of St. Louis	137,828	9.90	55,693	4.00	69,616	5.00
Boone County National Bank	101,629	7.54	53,912	4.00	67,390	5.00
Metcalf Bank	98,395	8.78	44,836	4.00	56,045	5.00
Empire Bank of Springfield	88,586	8.41	42,156	4.00	52,695	5.00

(14) Commitments

The Company leases certain premises and equipment under operating leases extending to various dates through 2023. Rent expense, including equipment rental under short-term cancelable leases, amounted to approximately $2,254,000 and $2,676,000 for 2013 and 2012, respectively, and is included in net occupancy and equipment expense in the consolidated statements of income. Future payments under existing operating lease commitments are as follows:

Year:	
2014	$ 1,856,714
2015	1,091,394
2016	916,791
2017	597,959
2018	373,655
Thereafter	3,128,742
	$ 7,965,255

(Continued)

It is expected that, in the normal course of business, leases that expire will be renewed or replaced by leases on other premises and equipment. It is anticipated that the future minimum lease commitments will not be less than the amounts expensed in 2013.

(15) Litigation

On November 18, 2010, a suit was filed against one of the Company's subsidiaries in the Circuit Court of Cole County, Missouri, by a customer alleging that overdraft fees charged by the Company in connection with transactions by its customers was interest and the amount charged was usury. Similar cases were also filed in the circuit courts of Camden County, Missouri and Greene County, Missouri on January 24, 2012. Even though several years have passed since the initial filing, there has been limited production of documents but no depositions. Therefore, a probable outcome is presently not determinable. The Company and its subsidiaries are defendants in various other claims, legal actions, and complaints arising in the ordinary course of business. In the opinion of management, after consultation with legal counsel, all such matters are adequately covered by insurance or are of such nature that the unfavorable disposition of any, or all, such matters would not have a material adverse effect on the financial position of the Company.

(16) Fair Value Disclosures

(a) Fair Value Hierarchy

The Company uses fair value measurements to record fair value adjustments to certain financial and nonfinancial assets and liabilities and to determine fair value disclosures. Various financial instruments such as available-for-sale and trading securities are recorded at fair value on a recurring basis. Additionally, from time to time, the Company may be required to record at fair value other assets and liabilities on a nonrecurring basis, such as loans, loans held for sale, mortgage servicing rights, and certain other investment securities. These nonrecurring fair value adjustments typically involve lower of cost or market accounting, or write-downs of individual assets.

Effective January 1, 2008, the Company adopted SFAS No. 157, *Fair Value Measurements* (ASC 820). Under ASC 820, fair value is defined as the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. Depending on the nature of the asset or liability, the Company uses various valuation techniques and assumptions when estimating fair value, which are in accordance with ASC 820. ASC 820 establishes a three-level valuation hierarchy for disclosure of fair value measurements. The valuation hierarchy is based upon the transparency of inputs to the valuation of an asset or liability as of the measurement date. The three levels are defined as follows:

- Level 1 – inputs to the valuation methodology are quoted prices (unadjusted) for identical assets or liabilities in active markets.
- Level 2 – inputs to the valuation methodology include quoted prices for similar assets and liabilities in active markets, and inputs that are observable for the assets or liabilities, either directly or indirectly (such as interest rates, yield curves, and prepayment speeds).

(Continued)

- Level 3 – inputs to the valuation methodology are unobservable and significant to the fair value. These may be internally developed, using the Company's best information and assumptions that a market participant would consider.

When determining the fair value measurements for assets and liabilities required or permitted to be recorded or disclosed at fair value, the Company considers the principal or most advantageous market in which it would transact and considers assumptions that market participants would use when pricing the asset or liability. When possible, the Company looks to active and observable markets to price identical assets or liabilities. When identical assets and liabilities are not traded in active markets, the Company looks to market observable data for similar assets and liabilities.

(Continued)

Valuation Methods for Instruments Measured at Fair Value on a Recurring Basis

The following table presents assets and liabilities measured at fair value on a recurring basis (including items that are required to be measured at fair value) at December 31, 2013 and December 31, 2012.

		Fair value measurements at report date using		
	Fair Value December 31, 2013	Quoted prices in active markets for identical assets (Level 1)	Significant other observable inputs (Level 2)	Significant unobservable inputs (Level 3)
Assets:				
Available-for-sale investment securities:	$			
Money markets	1,836,317	1,836,317	—	—
Agencies	332,017,340	—	332,017,340	—
US agency index amortizing notes	17,059,585	—	17,059,585	—
Fixed rate MBS pools	116,581,934	—	116,581,934	—
Floating rate MBS pools	262,131,095	—	262,131,095	—
Hybrid floating rate MBS pools	10,397,703	—	10,397,703	—
SBA pools	302,535,434	—	302,535,434	—
Fixed rate CMOs	257,080,578	—	257,080,578	—
Floating rate CMOs	45,747,934	—	45,747,934	—
Municipals after 12/31/82	318,655,789	—	318,655,789	—
Taxable municipals	71,461,948	—	71,461,948	—
100% TEFRA municipals	50,054,675	—	50,054,675	—
Private issue CMOs	1,100,757	—	1,100,757	—
Corporates	185,207,689	—	185,207,689	—
Equity investments	51,764,384	28,778,000	22,986,469	—
Trading securities:				
100% TEFRA municipals	224,671	—	224,671	—
Total	$ 2,023,857,833	30,614,317	1,993,243,601	—

(Continued)

		Fair value measurements at report date using		
	Fair Value December 31, 2012	Quoted prices in active markets for identical assets (Level 1)	Significant other observable inputs (Level 2)	Significant unobservable inputs (Level 3)
Assets:				
Available-for-sale investment securities:	$			
Money markets	1,402,722	1,402,722	— #	—
Agencies	206,057,052	—	206,057,052	—
US agency index amortizing notes	26,198,399	—	26,198,399	—
Fixed rate MBS pools	138,500,894	—	138,500,894	—
Floating rate MBS pools	313,971,404	—	313,971,404	—
Hybrid floating rate MBS pools	20,997,923	—	20,997,923	—
SBA pools	308,100,328	—	308,100,328	—
Fixed rate CMOs	405,094,632	—	405,094,632	—
Floating rate CMOs	62,166,427	—	62,166,427	—
Municipals after 12/31/82	366,463,808	—	366,463,808	—
Taxable municipals	96,123,579	—	96,123,579	—
100% TEFRA municipals	25,223,008	—	25,223,008	—
Private issue CMOs	1,430,583	—	1,430,583	—
Corporates	199,237,306	—	199,237,306	—
Equity investments	50,213,414	27,366,673	22,846,741	—
Trading securities:				
100% TEFRA municipals	3,331,391	—	3,331,391	—
Taxable municipals	99,500	—	99,500	—
Total	$ 2,224,612,370	28,769,395	2,195,842,975	—

Following is a description of the Company’s valuation methodologies used for instruments measured at fair value on a recurring basis:

Available-for-Sale Investment Securities

Available-for-sale securities are accounted for in accordance with ASC 320, with changes in fair value recorded in accumulated other comprehensive income. This portfolio comprises the majority of the assets the Company records at fair value. Most of the portfolio, which includes federal agency, mortgage-backed, and asset-backed securities, are priced utilizing industry-standard models that consider various assumptions, including time value, yield curves, volatility factors, prepayment speeds, default rates, loss severity, current market and contractual prices for the underlying financial instruments, as well as other relevant economic measures. Substantially all of these assumptions are

(Continued)

observable in the marketplace, can be derived from observable data, or are supported by observable levels at which transactions are executed in the marketplace.

Municipal and corporate securities are valued using a type of matrix, or grid, pricing in which securities are benchmarked against the treasury rate based on credit rating. These model and matrix measurements are classified as Level 2 in the fair value hierarchy. Where quoted prices are available in an active market, the measurements are classified as Level 1. Most of the Level 1 measurements apply to exchange-traded equities.

Trading Securities

The majority of the securities in the Company's trading portfolios are priced by averaging several broker quotes for identical instruments, and are classified as Level 2 measurements.

Valuation Methods for Instruments Measured at Fair Value on a Nonrecurring Basis

Following is a description of the Company's valuation methodologies used for other financial instruments measured at fair value on a nonrecurring basis:

Mortgage Servicing Rights

The Company initially measures its mortgage servicing rights at fair value, and amortizes them over the period of estimated net servicing income. They are periodically assessed for impairment based on fair value at the reporting date. Mortgage servicing rights do not trade in an active market with readily observable prices. Accordingly, the fair value is estimated based on a valuation model, which calculates the present value of estimated future net servicing income. The model incorporates assumptions that market participants use in estimating future net servicing income, including estimates of prepayment speeds, market discount rates, cost to service, float earnings rates, and other ancillary income, including late fees. The fair value measurements are classified as Level 3. A fair value adjustment of $8,264 was recorded on the mortgage servicing rights at December 31, 2013.

Collateral Dependent Impaired Loans

While the overall portfolio is not carried at fair value, adjustments are recorded on certain loans to reflect partial write-downs that are based on the value of the underlying collateral. In determining the value of real estate collateral, the Company relies on external appraisals and assessment of property values by its internal staff. In the case of non-real estate collateral, reliance is placed on a variety of sources, including external estimates of value and judgments based on the experience and expertise of internal specialists.

Because many of these inputs are not observable, the measurements are classified as Level 3. The carrying value of these impaired loans and the allowance related to these loans was $65.0 million and $4.5 million at December 31, 2013, respectively. Impaired loans carried at fair value was $60.5 million at December 31, 2013.

(Continued)

Loans Held for Sale

Loans held for sale are carried at the lower of cost or market value. The portfolio consists primarily of residential real estate loans that are originated with the intent to sell. The Company contracts to sell the loans to the FHLMC, FNMA, and other private investors. Fair value measurements on these loans held for sale are based on quoted market prices for similar loans in the secondary market and are classified as Level 2. No write-down was necessary at December 31, 2013.

Goodwill and Core Deposit Premium

Valuation of goodwill to determine impairment is performed on an annual basis, or more frequently if there is an event or circumstance that would indicate impairment may have occurred. The process involves calculations to determine the fair value of a reporting unit. That fair value is compared to the carrying amount of the reporting unit, including its recorded goodwill. Impairment is considered to have occurred if the fair value of the reporting unit is lower than the carrying amount of the reporting unit. These measurements are classified as Level 3.

Core deposit premiums are recognized at the time a portfolio of deposits is acquired, using valuation techniques which calculate the present value of the estimated net cost savings attributable to the core deposit base, relative to alternative costs of funds and tax benefits, if applicable, over the expected remaining economic life of the depositors. Subsequent evaluations are made when facts or circumstances indicate potential impairment may have occurred. If the calculated fair value is less than the carrying value, impairment is considered to have occurred. This measurement is classified as Level 3.

Foreclosed Assets

Foreclosed assets consist of loan collateral, which has been repossessed through foreclosure. This collateral is comprised of commercial and residential real estate and other non-real estate property. Foreclosed assets are recorded as held for sale initially at the lower of the loan balance or fair value of the collateral less estimated selling costs. Subsequent to foreclosure, valuations are updated periodically, and the assets may be marked down further, reflecting a new cost basis. Fair value measurements may be based upon appraisals, third-party price opinions, or internally developed pricing methods. These measurements are classified as Level 3.

Fair Value of Financial Instruments

The carrying amounts and estimated fair values of financial instruments held by the Company, in addition to a discussion of the methods used and assumptions made in computing the estimates, are set forth below.

Cash and Due from Banks, Short-term Interest Bearing Deposits, and Federal Funds Sold and Securities Purchased Under Agreement to Resell, Accrued Interest Receivable, and Time Deposits.

The carrying amounts for cash and due from banks, short-term interest bearing deposits, federal funds sold, and securities purchased under agreements to resell, and accrued interest receivable approximate fair value because they mature in 90 days or less and do not present unanticipated credit

(Continued)

concerns. The fair value of time deposits is based on the discounted value of cash flows. Discount rates are based on the Company's approximate cost of obtaining similar maturity funding in the market. Their fair value measurement is classified as Level 3.

Investment Securities

The estimated fair value of the Company's debt and equity securities is based on bid prices published in financial newspapers or bid quotations received from security dealers. The fair value of certain state and municipal securities that are not available through market sources is based on quoted market prices of similar instruments.

Loans

The estimated fair value of the Company's loan portfolio is based on the segregation of loans by type – commercial, residential mortgage, and consumer. Each loan category is further segmented into fixed and adjustable-rate interest categories. In estimating the fair value of each category of loan, the carrying amount of the loan is reduced by an allocation of the allowance for loan losses. Such allocation is based on management's loan classification system, which is designed to measure the credit risk inherent in each classification category. This method of estimating fair value does not incorporate the exit-price concept of fair value prescribed by ASC 820, *Fair Value Measurements and Disclosures*.

The estimated fair value for variable rate loans is the carrying value of such loans, reduced by an allocation of the allowance for loan losses based on management's loan classification system. This method of estimating fair value does not incorporate the exit-price concept of fair value prescribed by ASC 820.

The estimated fair value of fixed-rate loans is calculated by discounting the scheduled cash flows for each loan category – commercial, residential real estate, and consumer. The cash flows through maturity for each category of fixed-rate loans are aggregated for each of the Company's subsidiary banks. Prepayment estimates for residential real estate and installment consumer loans are based on estimates for similar instruments in the secondary market with similar maturity schedules and interest rates. Estimated credit losses affecting the scheduled cash flows have been reflected as a reduction in the scheduled cash flows in the discounting model. Discount rates used for each loan category of fixed rate loans are the effective rates that each of the Company's subsidiary banks would charge under current conditions to originate a similar loan based on credit risk and the maturity of the loan being originated. The rates vary by subsidiary bank based on each bank's market conditions and operating and overhead factors, and its assessment of the loan's credit quality. This method of estimating fair value does not incorporate the exit-price concept of fair value prescribed by ASC 820.

Deposits

The fair value of deposits with no stated maturity is equal to the amount payable on demand. Such deposits include savings and interest and non-interest bearing demand deposits. The fair value of demand deposits does not include the benefit that results from the low-cost funding provided by

(Continued)

deposit liabilities compared to the cost of borrowing funds in the market. Because they are payable on demand, they are classified as Level 1 in the fair value hierarchy. The fair value of time deposits is based on the discounted value of cash flows. Discount rates are based on the Company's approximate cost of obtaining similar maturity funding in the market. Their fair value measurement is classified as Level 3.

Federal Funds Purchased and Securities Sold Under Agreements to Repurchase

The estimated fair value of federal funds purchased and securities sold under agreements to repurchase approximate their carrying values because of the short time nature of these borrowings.

Borrowed Funds and Accrued Interest Payable

The estimated fair value of other borrowed funds of the Company is determined by discounting the contractual cash flows using discount rates for similar instruments currently being offered. The estimated fair value of accrued interest payable approximates the carrying value because of the short time nature of the liability.

The estimated fair values of the Company's financial instruments are as follows:

	December 31, 2013			
	Carrying amount	Estimated Fair Value Level 1	Level 2	Level 3
Financial Assets				
Cash and due from banks	$ 350,872,744	350,872,744	—	—
Time deposits	104,631,118	—	—	104,604,775
Federal funds sold and securities purchased under agreements to resell	4,932,093	4,932,093	—	—
Investment securities (1)				
Available for sale	2,023,633,162	30,614,232	1,993,018,930	—
Held to maturity	200,406,727	—	203,855,100	—
Trading	224,671	—	224,672	—
Loans (2)				
Commercial loans	4,512,088,978	—	—	4,508,614,940
Real estate loans	847,604,262	—	—	865,054,340
Individual loans	840,836,082	—	—	852,951,619
Loans held for sale	26,252,681	—	26,252,681	—
Accrued interest receivable	30,954,098	30,954,098	—	—
Mortgage servicing rights	20,755,505	—	—	27,278,154

(Continued)

	December 31, 2012			
	Carrying amount	Estimated Fair Value Level 1	Level 2	Level 3
Financial Assets				
Cash and due from banks	$ 283,100,854	283,100,854	—	—
Time deposits	142,392,853	—	—	142,355,743
Federal funds sold and securities purchased under agreements to resell	2,118,161	2,118,161	—	—
Investment securities				
Available for sale	2,221,181,479	28,769,395	2,192,412,084	—
Held to maturity	219,444,872	—	231,824,201	—
Trading	3,430,891	—	3,430,892	—
Loans				
Commercial loans	4,450,280,231	—	—	4,458,823,754
Real estate loans	856,210,997	—	—	892,820,674
Individual loans	766,130,921	—	—	774,617,522
Loans held for sale	90,751,907	—	90,751,907	—
Accrued interest receivable	33,349,552	33,349,552	—	—
Mortgage servicing rights	19,036,776	—	—	19,617,717

	December 31, 2013			
	Carrying amount	Estimated Fair Value Level 1	Level 2	Level 3
Financial Liabilities				
Noninterest-bearing demand	$ 2,081,349,907	2,081,349,907	—	—
Savings and interest-bearing demand	3,443,531,112	3,443,531,112	—	—
Time deposits	1,755,076,511	—	—	1,763,970,735
Total deposits	$ 7,279,957,530	5,524,881,019	—	1,763,970,735
Federal funds purchased and securities sold under agreements to repurchase	$ 735,398,149	735,398,149	—	—
Borrowed funds	13,155,000	—	—	14,101,000
Accrued interest payable	1,695,450	1,695,450	—	—

(Continued)

	December 31, 2012			
	Carrying	Estimated Fair Value		
	amount	Level 1	Level 2	Level 3
Financial Liabilities				
Noninterest-bearing demand	$ 2,057,240,347	2,057,240,347	—	—
Savings and interest-bearing demand	3,357,110,575	3,357,110,575	—	—
Time deposits	2,007,613,855	—	—	2,018,209,954
Total deposits	$ 7,421,964,777	5,414,350,922	—	2,018,209,954
Federal funds purchased and securities sold under agreements to repurchase	$ 825,396,277	825,396,277	—	—
Borrowed funds	15,395,000	—	—	16,965,000
Accrued interest payable	2,597,022	2,597,022	—	—

Limitations

Fair value estimates are made at a specific point in time based on relevant market information and information about the financial instruments. These estimates do not reflect any premium or discount that could result from offering for sale at one time the Company’s entire holdings of a particular financial instrument. Because no market exists for a significant portion of the Company’s financial instruments, fair value estimates are based on judgments regarding future loss experience, current economic conditions, risk characteristics of various financial instruments, and other factors. These estimates are subjective, involve uncertainties and cannot be determined with precision. Changes in assumptions could significantly affect the estimates.

(17) Acquisitions

On July 20, 2012, the Company through its subsidiary, Metcalf Bank, acquired certain assets and liabilities of Heartland Bank by entering into a purchase and assumption agreement with the FDIC. Under this agreement, Metcalf Bank acquired the investments, loan portfolio, foreclosed assets (i.e. other real estate owned), other assets, deposits, and other liabilities of Heartland Bank. Metcalf’s acquisition of Heartland Bank added $91.6 million in assets, with $62.3 million in loans and $85.5 million in deposits. In connection with the transaction, Metcalf Bank record goodwill of $1.2 million. Under the terms of the transaction, Metcalf Bank received a discount on the assets acquired and paid a premium of 1.11% of certain deposits resulting in a final purchase price discount of $3,071,136, the amount paid by the FDIC to Metcalf Bank at closing. Certain commercial loans and foreclosed assets of Heartland Bank purchased by Metcalf Bank are covered in a loss sharing agreement with the FDIC. Under the agreement, the FDIC covers 78% of losses up to $12,968,000 and 50% of any losses over this threshold amount up to a period of five years.

The acquisition was accounted for under the purchase method of accounting in accordance with FASB ASC 805, *Business Combinations*. The purchased assets and assumed liabilities were recorded at their respective acquisition date fair values, and identifiable intangible assets were recorded at fair value. The

(Continued)

Company recorded a receivable from the FDIC in the amount of $7,862,723 as of July 20, 2012, which represents the fair value of the FDIC's portion of the losses that are expected to be incurred and reimbursed to Metcalf Bank. As of December 31, 2013, the balance in the receivable was $6,315,168.

(18) Derivative Instruments

The Company's mortgage banking operation makes commitments to extend fixed rate loans secured by 1-4 family residential properties, which are considered to be derivative instruments. These commitments have an average term of 60 to 90 days. The Company's general practice is to sell such loans in the secondary market. During the term of the loan commitment, the value of the loan commitment changes in inverse proportion to changes in market interest rates. The Company obtains forward sale contracts with investors in the secondary market in order to manage these risk positions. Most of the contracts are matched to a specific loan on a ''best efforts'' basis, in which the Company is obligated to deliver the loan only if the loan closes. Hedge accounting has not been applied to these activities. The unrealized gain on the forward sales contracts, not recognized in the Company's income statement, amounted to $173,662 and $1,302,758 for the years ended December 31, 2013 and December 31, 2012, respectively.

Company History

1970 Central Bancompany incorporated as one–bank holding company (Central Trust Bank)

1972 Jefferson Bank of Missouri

First National Bank, Clayton, Missouri (now First National Bank of St. Louis)

1973 The Guaranty Trust Company, Clayton, Missouri (now Central Trust and Investment Company)

1974 Boone County National Bank, Columbia, Missouri

1977 First National Bank, Mexico, Missouri (now First National Bank of Audrain County)

1979 City Bank & Trust Company, Moberly, Missouri

1980 Empire Bank, Springfield, Missouri

1985 Lake National Bank of Tuscumbia, Missouri (now Central Bank, Tuscumbia)

1986 Bank of Lake of the Ozarks, Osage Beach, Missouri (now Central Bank of Lake of the Ozarks)

1988 Camden County Bank merges with Central Bank of Lake of the Ozarks, Osage Beach, Missouri

Ozark Mountain Bank, Branson, Missouri

1991 Nixa Bank merges with Empire Bank, Springfield, Missouri

1992 Third National Bank, Sedalia, Missouri

1993 First National Bank, Lee's Summit, Missouri (now Metcalf Bank)

1994 South County Bank merges with Boone County National Bank, Columbia, Missouri

Laddonia State Bank merges with First National Bank of Audrain County, Mexico, Missouri

1995 First State Bank of Buckner merges with First National Bank of Missouri, Lee's Summit, Missouri (now Metcalf Bank)

Webster County Bank and Pleasant Hope Bank merge with Empire Bank, Springfield, Missouri

1997 Bank of Warrensburg, Warrensburg, Missouri (now First Central Bank)

Farmers and Traders Bank, California, Missouri

Mercantile Bank, Boonville, Missouri, Branch merges with Boone County National Bank, Columbia, Missouri

1998 First State Bank of Higginsville merges with First Central Bank, Warrensburg, Missouri

Colonial Bank of Des Peres merges with First National Bank of St. Louis, Clayton, Missouri

1999 Sturgeon State Bank merges with Boone County National Bank, Columbia, Missouri

Bank of Jacomo, Blue Springs, Missouri

State Bank of Hallsville merges with Boone County National Bank, Columbia, Missouri

1999 Fulton Savings Bank merges with Central Bank (now Central Bank, Fulton, Missouri)

Farmers and Traders Bank, California merges with Central Bank (now Central Bank, California, Missouri)

2000 Union Planters Bank, California, Missouri, branch merges with Central Bank, California, Missouri

2001 Mid America Bank of St. Clair County, O'Fallon, Illinois merges with First National Bank of St. Louis, Clayton, Missouri

2004 Bank of Jacomo merges with First National Bank of Missouri (now Metcalf Bank)

Community Bank & Trust Company of Tulsa, Oklahoma (now ONB Bank)

Bank Midwest, N.A., Higginsville, Missouri branch merges with First Central Bank, Warrensburg, Missouri

2007 Guaranty Trust Company of Missouri, Clayton, Missouri, authorized to change its name to Central Trust and Investment Company and its location to 238 Madison Street, Jefferson City, Missouri

ONB Bank, Tulsa, Oklahoma

First Kansas Bank & Trust Company, Gardner, Kansas

Community Bank & Trust Company, Tulsa, Oklahoma, merges with ONB Bank, Tulsa, Oklahoma

Metcalf Bank, Overland Park, Kansas

First National Bank of Millstadt, Illinois merges with First National Bank of St. Louis, Clayton, Missouri

2008 Metcalf Bank, Overland Park, Kansas merges with First National Bank of Missouri under name of Metcalf Bank, Lee's Summit, Missouri

First Kansas Bank and Trust Company, Gardner, Kansas, merges with Metcalf Bank, Lee's Summit, Missouri

The Greene County Bank, Strafford, Missouri, merges with Empire Bank, Springfield, Missouri

Bank of Holden, Holden, Missouri, merges with First Central Bank, Warrensburg, Missouri

2009 American Sterling Bank, Sugar Creek, Missouri, acquired through Purchase and Assumption Agreement by Metcalf Bank, Lee's Summit, Missouri

Springfield Trust Company, Springfield, Missouri, merges with Central Trust and Investment Company

2010 Metcalf Bank purchases four branches of First National Bank of Olathe, Kansas

Citizens National Bank, Springfield, Missouri, merges with Empire Bank, Springfield, Missouri

2011 Union Savings Bank merges with Third National Bank, Sedalia, Missouri

2012 Heartland Bank, Leawood, Kansas acquired through Purchase and Assumption Agreement by Metcalf Bank, Lee's Summit, Missouri

2013 Shelter Financial Bank, Columbia, Missouri, acquired loans and deposits through Purchase and Assumption Agreement by Boone County National Bank, Columbia, Missouri

Directors & Officers

Directors of Central Bancompany, Inc.

Sam B. Cook, *Senior Chairman of the Board*

S. Bryan Cook,
President and Chief Executive Officer

Robert M. Robuck, *Chairman of the Board*

David C. Harrison, *Attorney*

Thomas A. Vetter, *Attorney,*
Cook, Vetter, Doerhoff and Landwehr

E. Stanley Kroenke, *President and CEO,*
The Kroenke Group

Robert R. Hermann, Jr., *President and CEO,*
Hermann Companies, Inc.

Charles E. Kruse, *Charles E. Kruse Farms, Owner*

Richard H. McClure, *President,*
UniGroup, Inc.

Michael K. Farmer, *Owner,*
Farmer Companies

Edward D. "Chip" Robertson, Jr., *Attorney,*
Bartimus, Frickelton, Robertson & Gorny

Charles Digges, Jr.,
The Insurance Group - Columbia

Officers of Central Bancompany, Inc.

Sam B. Cook, *Senior Chairman of the Board*

S. Bryan Cook,
President and Chief Executive Officer

Robert M. Robuck, *Chairman of the Board*

Kenneth W. Littlefield, *Vice Chairman,*
Chief Administrative Officer

Donald R. Perdue, *Senior Executive Vice President,*
Investments

Richard R. Popp, *Executive Vice President,*
Risk Administration

Edmond L. Brown, *Senior Vice President,*
Corporate Tax

Robert M. Carr. Jr., *Senior Vice President,*
Investor Services Manager

Christine K. Ellinger, *Senior Vice President,*
Human Resources

Russell L. Goldammer, *Senior Vice President,* Technology

John F. Hofmeister, *Senior Vice President,*
Director of Marketing

Rick W. Hollenberg, *Senior Vice President,*
Mortgage Banking

Nancy E. Justice, *Senior Vice President,* Compliance

Paul J. Kleffner, *Senior Vice President,* Auditor

Ronald K. Medin, *Senior Vice President,*
Corporate Secretary & General Counsel

Alan F. Stonum, *Senior Vice President,*
Director of BankCard

Roy J. Sundermeyer, *Senior Vice President,*
Chief Financial Officer

Brad T. Wastler, *Senior Vice President,* Investor Services

Daniel H. Westhues, *Senior Vice President,*
Retail Banking

James N. Crabtree, *Vice President,*
Corporate Physical Assets

Christina L. Hake, *Vice President,* Loan Operations

Kathy L. Koestner, *Vice President,* Information Security

Peter J. Langston, *Vice President,* Loan Review

Kelly M. Loring, *Vice President,* Retail Banking

Lisa J. Pittman, *Vice President,* Controller

Anna M. Rentschler, *Vice President,*
Bank Secrecy Officer

Matthew T. Tollerton, *Vice President,*
Electronic Banking

Arlene R. Vogel, *Vice President,*
Commercial Banking Services

Twilla D. Duvall, *Second Vice President,*
Electronic Banking

Carey D. Schoeneberg, *Manager,* Loan Review

Bobbi F. Enslen, *Accounting Officer*

Greta K. Heckman, *Marketing Officer*

Barbara M. Janes, *Employee Benefits Officer*

Sara E. Kerperin, *Commercial Banking Services*

Wanda K. McGlade, *Employee Benefits Officer*

Julie L. Zerr, *Auditor*

Nickie J. Hudelson, *Corporate Insurance*

Affiliates

Central Bank
Member Central Bancompany

Jefferson City, Missouri
Chairman of the Board: Sam B. Cook
President: Kenneth W. Littlefield

With more than $2 billion in assets, Central Bank is mid-Missouri's leading financial institution. We serve our valued customers in Callaway, Cole, Miller and Moniteau counties from eleven full-service banking centers and 22 ATMs. Located in Jefferson City, our state capital, our more than 335 employees provide comprehensive banking, investment, insurance and trust services to our retail and commercial customers, as well as a variety of customized financial services to governmental agencies. In spite of the challenging economic climate, 2013 proved to be one of our bank's best years on record.

JEFFERSON BANK of Missouri

Jefferson City, Missouri
President: L. Kenton Theroff

Since our founding in 1967, Jefferson Bank of Missouri has consistently achieved solid, steady, growth in our customer base. We operate four, full-service banking facilities in and around Jefferson City, providing local jobs for our more than 100 employees. Our banking team continually delivers superior customer service, resulting in our excellent financial performance, despite the challenging economic environment of the past few years.

We've also kept pace with leading-edge, technological advances in our retail and business services, mobile and online product offerings. That, coupled with our focused, ongoing commitment to excellence in customer service, has produced consistent core deposit growth. Our overall loan portfolio has grown steadily and we are recognized as a market leader in making home and consumer loans. Our ability to nurture and grow our customer relationships has again produced positive results and strong earnings for Jefferson Bank, in 2013.

Boone County National Bank
Member Central Bancompany

Columbia, Missouri
President and Chief Executive Officer:
Stephen E. Erdel

Boone County National Bank truly appreciates its role as a leader in all the communities we serve. We lead in financial success. We lead in community development. We lead in employee satisfaction. We lead in customer satisfaction. None of this could be achieved without dedicated, talented employees who care about each other, the bank and their communities. With the strong backing of Central Bancompany, Boone County National Bank is able to fulfill its community bank mission every day and that mission ensures success.

Metcalf Bank
Member Central Bancompany

Lee's Summit, Missouri
President: Thomas B. Fitzsimmons

Metcalf Bank ended 2013 in a strong financial position with $1.2 Billion in assets, a 1.17% return on assets and more than $915 million in loans outstanding. We have 25 retail locations; 13 in Kansas and 12 in Missouri, serving 13 diverse and unique retail and business markets. As a leading provider of business products, we introduced Mobile Check Deposit for business, as well as a host of new payment solution and payment acceptance products. Our mortgage department was also expanded with a larger sales team. As the economy continues to rebound, we are well-positioned to increase our market share in the greater Kansas City area. In 2013, we focused our efforts on loan quality management, household retention and expense control. The combined strengths of our business acquisitions in the last decade have produced a dedicated management team and staff with a strong commitment to our financial goals, as well as the many communities we serve.

Affiliates

Central Technology Services

Jefferson City, Missouri
President: Russell L. Goldammer

Central Technology Services (CTS) is the primary operations and technology provider for all Central Bancompany affiliates. In 2013, we continued our push to enhance and create leading-edge products for our customers and employees. Working with our banking partners, we added a new prepaid card to our Retail product lineup and the capability to 'instant issue' debit cards at many of our branch locations. In addition, our business customers can now deposit checks remotely via their smartphones. This service had proved to be extremely popular with our retail customers, so we made it available to our business customers as well. Internally, we replaced the legacy technology driving our customer call center with a state-of-the-art system that will provide a number of enhanced user benefits. At year's end, we partnered with Boone County National Bank to pilot a new commercial loan tracking system that will eventually provide the benefits of document imaging and workflow to all affiliate banks.

Third National Bank
Member Central Bancompany

Sedalia, Missouri
President: Larry D. Bahr

Third National Bank remains safe, strong and secure; further enhancing our reputation as the financial leader in our community. Assets are up 3% over a year ago and continue to grow. With six full-service banking facilities and our Retail Annex, we continue to focus on providing superior customer service to local consumers and businesses, as well as a balanced mix of commercial, home mortgage and consumer loans. Third National Bank has been serving Sedalia and our surrounding communities with sound financial advice and responsible banking for more than 130 years.

First National Bank of Audrain County
Member Central Bancompany

Mexico, Missouri
President: Michael A. Bunge

First National Bank of Audrain County serves customers of Audrain, Monroe, Ralls, Pike and Callaway counties from our facilities in Mexico, Laddonia and Vandalia.

For over 125 years our bank has been meeting the banking needs of the communities we serve. Our reputation as a financial leader in providing agriculture, small business, real estate and retail loans and services remains strong, with our continued focus on delivering leading-edge financial products and services to our customers and supporting the communities we serve.

First National Bank of St. Louis
Member Central Bancompany

Clayton, Missouri
Chairman of the Board: Sam Bryan Cook
President: Richard J. Bagy, Jr.

First National Bank of St. Louis operates 15 full-service offices throughout the greater St. Louis metropolitan area, serving customers in Missouri's St. Louis and St. Charles counties, as well as St. Clair and Monroe counties in Illinois. We have served our markets for over 111 years, focusing on building long term, stable customer relationships. Despite a rising rate environment in mortgage lending we continued to realize positive results and remain a Top Ten Lender in the metropolitan area. We have maintained an extensive outreach program to low and moderate income areas with special home financing programs and financial literacy training available to those who qualify. Correspondent Banking now serves 88 financial institutions and has 10 banks on our Credit Card Agent program. Our equipment financing efforts also realized strong growth in 2012 with $62.4 million in originations. In retail, our new personal checking account activity increased by 30% over 2012 as a result of our partnership with the St. Louis Cardinals and the St. Louis Rams.

Central Trust & Investment Company

President: Robert E. Jones

Central Trust and Investment Company is a state-wide trust services and wealth management company with more than 100 professionals located at six regional offices in Saint Louis, Kansas City, Springfield, Columbia, Jefferson City and Osage Beach. In 2013, Central Trust achieved solid core growth, a 23% increase in profitability and more than $4.6 billion in combined client assets. Our success has enabled us to invest further in our company, including education and training, improvements in our financial planning tools, expanded marketing efforts and significant enhancements in our investment platform. Central Trust is well-positioned and has outstanding growth opportunities heading into 2014.

Central Bank of Lake of the Ozarks

Member Central Bancompany

Osage Beach, Missouri
President: James D. Judas Jr.

Central Bank of Lake of the Ozarks serves Missouri's Camden, Miller, and Morgan counties surrounding Lake of the Ozarks – the largest man-made lake in the country. Our ongoing commitment to our customers and the communities we serve is one of our main objectives and major strengths. The average tenure of our officers is 16.7 years, which is a tribute to our bank's focus as a family-oriented place of employment that produces knowledgeable, informed community bankers who provide outstanding customer service throughout The Lake area. Our officers and employees are active in a variety of community organizations, including, for the past 28 years, the Annual Shoreline Cleanup Program; dedicated to improving the quality of life for our year-round residents, our second-home owners, and our valued visitors. We also support the athletic boosters and fans of our local schools by offering Osage Indian Checking, Camdenton Laker Checking, and Eldon Mustang Checking. Finally, we were honored, to be voted the "Best Bank at the Lake" for the thirteenth year in a row, by the Lake Sun Leader's Annual People's Choice Awards. Central Bank of Lake of the Ozarks continues to invest in and improve our outstanding retail delivery system. With telephone banking, mobile banking, online banking, branch capture, eight retail locations and 20 ATMs, we are widely recognized as the most convenient bank at The Lake.

City Bank

Member Central Bancompany

Moberly, Missouri
President: W. Michael Riffel

City Bank serves our valued customers in Missouri's Randolph, Howard, Chariton and Monroe counties through three full-service banking centers and four ATMs. Small business, agribusiness and retail relationships characterized the core of City Bank's customer base in 2013. City Bank continued to be the largest and leading financial institution in the markets we serve; a position we have held for more than 29 years.

Central Mortgage Company

Jefferson City, Missouri
President: Rick W. Hollenberg

Central Mortgage Company provides secondary marketing, loan administration, quality control and technological support for all Central Bancompany member banks. We operate from two locations: our office in Des Peres, Missouri manages interest rate risk and our office in Jefferson City, Missouri services both first and second mortgage loans, sold with the servicing retained by their respective CBC affiliate banks. Our mission is to assist our affiliate banks with superior operations and support, allowing them to focus on providing the highest quality personal service to our valued mortgage loan customers.

Ozark Mountain Bank
Member Central Bancompany

Branson, Missouri
President: C. Craig Richards

Ozark Mountain Bank has served the financial needs of the Tri-Lakes region from its main bank in Branson, Missouri, since 1950. With a total of five banking facilities in Taney and Stone counties, OMB continues to rank as the area's leading financial institution in market share, as it has for numerous years. The bank focuses its efforts on full-time residents, many of whom are seasonal employees in the tourism-related industries. OMB is a community bank that embraces our local area and supports it in many ways, including the thousands of hours our employees volunteer in our local community, each year. This combination of commitment from the bank and its outstanding employees is what sets us apart from other financial institutions.

ONB Bank
Member Central Bancompany

Tulsa, Oklahoma
President: John B. Allan

ONB Bank is a community-oriented financial services provider, with more than $600 million in assets and eight full-service locations in the greater Tulsa metropolitan area, including the communities of Owasso and Sapulpa. In addition, our bank serves the Central Oklahoma Region with offices in Stillwater and Edmond. As Oklahoma's population grows and businesses expand, our experienced team of Oklahoma bankers is developing and enhancing our retail and commercial relationships. We continue to be integrally involved in our respective communities through volunteerism and civic leadership. Our bank is well-positioned to take advantage of the growth opportunities created by the improved economic climate in 2014.

Empire Bank
Member Central Bancompany

Springfield, Missouri
President: Russell R. Marquart

Empire Bank celebrated another successful year in 2013, completing our 57th year of serving the Springfield metropolitan area. Our greatest strength has been, and remains, our team of financial professionals dedicated to providing Legendary Service each day to our valued clients and communities. A consistent effort to focus on opportunities in our local market has allowed us to build and maintain a strong reputation as a reliable, trusted, financial service provider and the third largest bank in the Springfield area, based on local deposits. Empire Bank serves our community with 21 full-service banking centers and more than 35 ATMs.

First Central Bank
Member Central Bancompany

Warrensburg, Missouri
President: Stephen L. Abney

First Central Bank operates five full-service offices throughout Johnson and Lafayette counties. Our bank manages two branches in Warrensburg, one in Holden and one each, in Higginsville and Odessa. Our diverse customer base includes Warrensburg's fastest growing area, supported in part by the University of Central Missouri and Whiteman Air Force Base. In addition, we enjoy strong relationships among the largely agricultural and small business customers who farm and work in our Higginsville and Holden markets. Our bank continues to demonstrate solid, steady growth; the result of our prudent, targeted management strategy.