



FEDERAL RESERVE RELEASE

H.2 Actions of the Board, Its Staff, and the Federal Reserve Banks; Applications and Reports Received

No. 28 Week ending July 15, 2023

Board Actions

Enforcement

Capital One Financial Corporation, McLean, Virginia—cease-and-desist order dated August 4, 2020, terminated July 5, 2023.

Announced: July 11, 2023

Forms

Forms—final Board review to extend without revision the Reporting and Recordkeeping Requirements Associated with Regulation KK (FR KK).

Approved: July 13, 2023

Forms—initial Board review to extend with revision the Consolidated Holding Company Report of Equity Investments in Nonfinancial Companies (FR Y-12) and Annual Report of Merchant Banking Investments Held for an Extended Period (FR Y-12A).

Approved: July 13, 2023

Forms—final Board review to extend with revision the Joint Standards for Assessing the Diversity Policies and Practices of Entities Regulated by the Agencies (FR 2100).

Approved: July 13, 2023

Forms—initial Board review to extend without revision the Recordkeeping Requirements Associated with Regulation H (Real Estate Lending Standards Regulation for State Member Banks) (FR H-5).

Approved: July 13, 2023

Forms—final Board review to extend with revision the Ongoing Intermittent Survey of Households (FR 3016).

Approved: July 13, 2023

Forms—initial Board review to extend without revision the Reporting Requirements Associated with Regulation XX (FR XX/XX-1).

Approved: July 13, 2023

Personnel

Division of Reserve Bank Operations and Payment Systems—appointment of Philip Johnson as assistant director for a one-year assignment. *

Approved: June 23, 2023

*Addition

Actions Under Delegated Authority

Bank Branches, Domestic

Cleveland

Peoples Bank, Marietta, Ohio—to establish a branch at 5727 Madison Road, Cincinnati, Ohio.

Approved: July 12, 2023

Kansas City

Farmers Bank of Northern Missouri, Unionville, Missouri—to establish a branch at 225 North Washington Street, Corydon, Iowa.

Approved: July 13, 2023

New York

Chemung Canal Trust Company, Elmira, New York—to establish a branch at 5529 Main Street, Williamsville, New York.

Approved: July 14, 2023

Philadelphia

Univest Bank and Trust Co., Souderton, Pennsylvania—to establish a branch at 689 West Main Street, New Holland, Pennsylvania.

Approved: July 14, 2023

Richmond

Primis Bank, Tappahannock, Virginia—to expand mobile branch services to be located in the bank's delineated assessment areas of Virginia, to include Charlottesville and Albemarle, Fluvanna, Nelson, Lancaster, Middlesex, and Surry counties.

Approved: July 13, 2023

Sandy Springs Bank, Olney, Maryland—to establish a branch at 20444 Exchange Street, Ashburn, Virginia.

Approved: July 13, 2023

San Francisco

United Security Bank, Fresno, California—to establish a branch at 119 South 6th Street, Fowler, California.

Approved: July 12, 2023

St. Louis

First Bank, Creve Coeur, Missouri—to establish a branch at 18220 Colima Road, Rowland Heights, California.

Approved: July 13, 2023

Bank Holding Companies

Atlanta

Community Bancshares of Mississippi, Inc. Employee Stock Ownership Plan, Flowood, Mississippi—to acquire voting shares of Community Bancshares of Mississippi, Inc., and thereby indirectly acquire voting shares of Community Bank of Mississippi, both of Flowood, Mississippi.

Approved: July 12, 2023

Chicago

Petefish, Skiles Bancshares, Inc., Virginia, Illinois—to acquire First National Bank of Beardstown, Beardstown, Illinois.

Approved: July 13, 2023

Kansas City

Wells Bancshares, Inc, Platte City, Missouri—to merge with Connections Bancshares, Inc., Ashland, Missouri, and thereby indirectly acquire Connections Bank, Kirksville, Missouri.

Approved: July 12, 2023

Minneapolis

Heritage Bancshares Group Inc. Employee Stock Ownership Plan and Trust, Spicer, Minnesota—to acquire voting shares of Heritage Bancshares Group, Inc., and thereby indirectly acquire voting shares of Heritage Bank, National Association, both of Spicer, Minnesota.

Approved: July 10, 2023

Change in Bank Control

Minneapolis

Frankson Investment Corporation, Waseca, Minnesota—the Ann Elise Gaytko Revocable Trust For Frankson Investment Corporation Shares, Ann Gaytko, as trustee, and the Thomas Jerome Sankovitz Revocable Trust For Frankson Investment Corporation Shares, and more; to retain voting shares of Frankson Investment Corporation and thereby indirectly retain voting shares of Keen Bank, National Association, Waseca, Minnesota.

Permitted: July 11, 2023

Extensions of Time

Dallas

Third Coast Bank, SSB, Humble, Texas—extension to December 1, 2023, to establish a branch at 1508 West 5th Street, Austin, Texas.

Granted: July 11, 2023

Regulations and Policies

Secretary

Regulation D (Reserve Requirements of Depository Institutions)—final rule to make technical amendments. *

Approved: June 23, 2023

*Addition

District: 1

Federal Reserve Bank of Boston

Filings received during the week ending July 15, 2023

| Filer | Filing Type | Filing Proposal | End of Comment Period |
|--------------|--------------------|------------------------|------------------------------|
| NONE | | | |

District: 1

Federal Reserve Bank of Boston

The Community Reinvestment Act is intended to encourage depository institutions to help meet the credit needs of the communities in which they operate, including low- and moderate-income neighborhoods. It was enacted by the Congress in 1977 (12 U.S.C. 2901) and is implemented by Regulation BB (12 CFR 228). The regulation was revised in May 1995.

The CRA requires that each depository institution's record in helping meet the credit needs of its entire community be evaluated periodically. That record is taken into account in considering an institution's application for deposit facilities.

A copy of an institution's CRA evaluation may be obtained directly from the institution or Reserve Bank.

Federal bank regulators use the following performance levels to rate an institution's performance under CRA:

- O = Outstanding
- S = Satisfactory
- NI = Needs to improve
- SN = Substantial noncompliance

The following state member banks have been examined and their CRA public evaluations are now available.

| RSSD ID | Institution/Location | Exam Date | CRA Public Date | CRA Rating | Exam Method |
|----------------|---|------------------|------------------------|-------------------|--------------------|
| 61476 | ABINGTON BK, ABINGTON, MASSACHUSETTS | 12/18/2022 | 07/18/2022 | S | Int Small Bank |

CRA Examinations scheduled for Quarter of

| Institution | Location | Quarter |
|--------------------|-----------------|----------------|
| NONE | | |

* Subject to the provisions of the Community Reinvestment Act

District: 2

Federal Reserve Bank of New York

Filings received during the week ending July 15, 2023

| Filer | Filing Type | Filing Proposal | End of Comment Period |
|--------------|--------------------|------------------------|------------------------------|
| NONE | | | |

District: 2

Federal Reserve Bank of New York

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|----------------|-----------------------------|------------------|------------------------|-------------------|--------------------|
| NONE | | | | | |

CRA Examinations scheduled for Quarter of

| Institution | Location | Quarter |
|--------------------|-----------------|----------------|
| NONE | | |

* Subject to the provisions of the Community Reinvestment Act

District: 3

Federal Reserve Bank of Philadelphia

Filings received during the week ending July 15, 2023

| Filer | Filing Type | Filing Proposal | End of Comment Period | |
|-----------------------------|--------------------|--|---------------------------------|----------------------------------|
| CITIZENS & NORTHERN BANK | Membership | Citizens & Northern Bank, Wellsboro, PA, to become a member of the Federal Reserve System. | Newspaper: Federal Register: | Not applicable Not applicable |

District: 3

Federal Reserve Bank of Philadelphia

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|----------------|-----------------------------|------------------|------------------------|-------------------|--------------------|
| NONE | | | | | |

CRA Examinations scheduled for Quarter of

| Institution | Location | Quarter |
|--------------------|-----------------|----------------|
| NONE | | |

* Subject to the provisions of the Community Reinvestment Act

District: 4

Federal Reserve Bank of Cleveland

Filings received during the week ending July 15, 2023

| Filer | Filing Type | Filing Proposal | End of Comment Period |
|--------------|--------------------|------------------------|------------------------------|
| NONE | | | |

District: 4

Federal Reserve Bank of Cleveland

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|----------------|-----------------------------|------------------|------------------------|-------------------|--------------------|
| 504311 | GENOA BKG CO, GENOA, OHIO | 04/17/2023 | 09/26/2022 | S | Int Small Bank |

CRA Examinations scheduled for Quarter of

| Institution | Location | Quarter |
|--------------------|-----------------|----------------|
| NONE | | |

* Subject to the provisions of the Community Reinvestment Act

District: 5

Federal Reserve Bank of Richmond

Filings received during the week ending July 15, 2023

| Filer | Filing Type | Filing Proposal | End of Comment Period |
|--------------|--------------------|------------------------|------------------------------|
| NONE | | | |

District: 5

Federal Reserve Bank of Richmond

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|----------------|--|------------------|------------------------|-------------------|--------------------|
| 94522 | BENCHMARK CMNTY BK, KENBRIDGE, VIRGINIA | 02/04/2023 | 08/15/2022 | S | Int Small Bank |
| 214722 | CHESAPEAKE BK, KILMARNOCK, VIRGINIA | 11/14/2022 | 06/13/2022 | S | Int Small Bank |
| 713926 | FARMERS & MERCHANTS BK, TIMBERVILLE, VIRGINIA | 09/18/2022 | 04/04/2022 | S | Int Small Bank |
| 3019982 | FREEDOM BK OF VIRGINIA, FAIRFAX, VIRGINIA | 06/24/2023 | 10/24/2022 | S | Int Small Bank |
| 417626 | PUTNAM CTY BK, HURRICANE, WEST VIRGINIA | 08/29/2022 | 04/25/2022 | S | Int Small Bank |

CRA Examinations scheduled for Quarter of

| Institution | Location | Quarter |
|--------------------|-----------------|----------------|
| NONE | | |

* Subject to the provisions of the Community Reinvestment Act

District: 6

Federal Reserve Bank of Atlanta

Filings received during the week ending July 15, 2023

| Filer | Filing Type | Filing Proposal | End of Comment Period | |
|--------------------------------|--------------------|---|------------------------------|----------------|
| Traditions First Bancorp, Inc. | * 3A1 | Traditions First Bancorp, Inc. Erin, Tennessee, to become a bank holding company by acquiring outstanding shares of Traditions First Bank, Erin, Tennessee. | Newspaper: | Not applicable |
| | | | Federal Register: | Not applicable |

* Subject to the provisions of the Community Reinvestment Act

District: 6

Federal Reserve Bank of Atlanta

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- SN = Substantial noncompliance

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|----------------|----------------------------------|------------------|------------------------|-------------------|--------------------|
| 2877345 | INSBANK, NASHVILLE, TENNESSEE | 02/05/2023 | 11/07/2022 | S | Int Small Bank |

CRA Examinations scheduled for Quarter of

| Institution | Location | Quarter |
|--------------------|-----------------|----------------|
| NONE | | |

* Subject to the provisions of the Community Reinvestment Act

District: 7

Federal Reserve Bank of Chicago

Filings received during the week ending July 15, 2023

| Filer | Filing Type | Filing Proposal | End of Comment Period | |
|---------------------------------|-------------------|--|---------------------------------|-----------------------------|
| 1895 BANCORP OF WISCONSIN, INC. | Change in Control | PyraMax Bank, FSB Employee Stock Ownership Plan Trust, Greenfield, Wisconsin with Principal Trust Company, Wilmington, Delaware as trustee to acquire voting shares of 1895 Bancorp of Wisconsin, Inc. and thereby indirectly acquire voting shares of PyraMax Bank, FSB, both of Greenfield, Wisconsin. | Newspaper: Federal Register: | Not available 07/13/2023 |

District: 7

Federal Reserve Bank of Chicago

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|----------------|-----------------------------------|------------------|------------------------|-------------------|--------------------|
| 830542 | CBI B&TC, MUSCATINE, IOWA | 11/14/2022 | 07/18/2022 | S | Int Small Bank |
| 113740 | FIRST ST BK, EASTPOINTE, MICHIGAN | 09/12/2022 | 03/14/2022 | S | Int Small Bank |
| 247140 | ONE CMNTY BK, OREGON, WISCONSIN | 04/28/2023 | 11/28/2022 | S | Int Small Bank |
| 269049 | VISIONBANK OF IA, AMES, IOWA | 05/21/2023 | 02/27/2023 | S | Int Small Bank |

CRA Examinations scheduled for Quarter of

| Institution | Location | Quarter |
|--------------------|-----------------|----------------|
| NONE | | |

* Subject to the provisions of the Community Reinvestment Act

District: 8

Federal Reserve Bank of St. Louis

Filings received during the week ending July 15, 2023

| Filer | Filing Type | Filing Proposal | End of Comment Period | |
|----------------------|---------------------|---|---------------------------------|----------------------------------|
| ARVEST BANK | * Branch (Domestic) | Arvest Bank, Fayetteville, Arkansas, to establish a branch facility located at the Northwest corner of Highway 5 and Salem Road, Benton, Arkansas | Newspaper: Federal Register: | 07/17/2023 Not applicable |
| BANK OF WINONA | Membership | Bank of Winona, Winona, Mississippi, to become a member of the Federal Reserve System | Newspaper: Federal Register: | Not applicable Not applicable |
| PEOPLES BANK, THE | * Branch (Domestic) | The Peoples Bank, Marion, Kentucky, to establish a branch facility to be located at 600 Mammoth Cave Street, Cave City, Kentucky. | Newspaper: Federal Register: | 07/28/2023 Not applicable |

* Subject to the provisions of the Community Reinvestment Act

District: 8

Federal Reserve Bank of St. Louis

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- NI = Needs to improve
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|----------------|------------------------------------|------------------|------------------------|-------------------|--------------------|
| 192147 | CITIZENS B&TC, VAN BUREN, ARKANSAS | 01/29/2023 | 10/24/2022 | S | Int Small Bank |
| 3374412 | OAKSTAR BK, SPRINGFIELD, MISSOURI | 12/19/2022 | 06/13/2022 | S | Int Small Bank |

CRA Examinations scheduled for Quarter of

| Institution | Location | Quarter |
|--------------------|-----------------|----------------|
| NONE | | |

* Subject to the provisions of the Community Reinvestment Act

District: 9

Federal Reserve Bank of Minneapolis

Filings received during the week ending July 15, 2023

| Filer | Filing Type | Filing Proposal | End of Comment Period | |
|------------------------------------|--------------------|---|------------------------------|---------------|
| INDEPENDENT BANCSHARES, INC. | * 3A1 * 3A3 | Independent Bancshares, Inc., Excelsior, Minnesota, through its subsidiary, Quoin Bancshares, Inc., (in formation) Clarkfield, Minnesota, to acquire Quoin Financial Bank, Miller, South Dakota. | Newspaper: | Not available |
| | | | Federal Register: | 08/23/2023 |

District: 9

Federal Reserve Bank of Minneapolis

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- SN = Substantial noncompliance

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|----------------|--|------------------|------------------------|-------------------|--------------------|
| 160650 | CHARTER BK, EAU CLAIRE, WISCONSIN | 09/12/2022 | 04/11/2022 | S | Int Small Bank |
| 687951 | FIRST WESTERN B&TC, MINOT, NORTH DAKOTA | 07/29/2022 | 03/14/2022 | S | Int Small Bank |

CRA Examinations scheduled for Quarter of

| Institution | Location | Quarter |
|--------------------|-----------------|----------------|
| NONE | | |

* Subject to the provisions of the Community Reinvestment Act

District: 10

Federal Reserve Bank of Kansas City

Filings received during the week ending July 15, 2023

| Filer | Filing Type | Filing Proposal | End of Comment Period | |
|---|------------------------|--|---------------------------------|-----------------------------|
| BANNER COUNTY BAN CORPORATION | Change in Bank Control | Dallen Juelfs, Lisco, Nebraska, and Lorenda Forbes, Beaver City, Nebraska, as trustees of the Banner County Ban Corp Employee Stock Ownership Plan; to acquire voting shares of Banner County Ban Corporation and thereby indirectly acquire voting shares of Banner Capital Bank, all of Harrisburg, Nebraska; and both individuals to join the Plate/Juelfs/Forbes Control Group, a group acting in concert. | Newspaper: Federal Register: | Not available 08/07/2023 |
| BANNER COUNTY BAN CORPORATION | Change in Bank Control | Daniel Plate, Houston, Texas, to join the Plate/Juelfs/Forbes Control Group, a group acting in concert, to acquire voting shares of Banner County Ban Corporation, and thereby indirectly acquire voting shares of Banner Capital Bank, both of Harrisburg, Nebraska. | Newspaper: Federal Register: | Not available 08/07/2023 |
| BANNER COUNTY BAN CORPORATION EMPLOYEE STOCK OWNERSHIP PLAN AND TRUST | Change in Bank Control | Dallen Juelfs, Lisco, Nebraska; and Lorenda Forbes, Beaver City, Nebraska, to become trustees of The Banner County Ban Corp Employee Stock Ownership Plan and Trust, and thereby indirectly acquire voting shares of Banner County Ban Corporation and its subsidiary, Banner Capital Bank, all of Harrisburg, Nebraska. | Newspaper: Federal Register: | Not available 08/07/2023 |
| Cosperity Bancorp, Inc. | * 3A1 | Cosperity Bancorp, Inc., Lee's Summit, Missouri, (in formation) to become a mutual bank holding company through the acquisition of First Federal Bank of Kansas City, Lee's Summit, Missouri, upon the conversion of First Federal Bank of Kansas City from mutual to stock form. | Newspaper: Federal Register: | Not available 08/21/2023 |
| FARMERS BANCSHARES, INC. | Change in Bank Control | Sharon Meek, Rogers, Arkansas, to retain voting shares of Farmers Bancshares, Inc., and thereby indirectly retain voting shares of Independent Farmers Bank, both of Maysville, Missouri. | Newspaper: Federal Register: | Not available 07/27/2023 |

* Subject to the provisions of the Community Reinvestment Act

District: 10

Federal Reserve Bank of Kansas City

Filings received during the week ending July 15, 2023

| Filer | Filing Type | Filing Proposal | End of Comment Period | |
|--|---------------------|---|---------------------------------|------------------------------|
| FARMERS BANK OF NORTHERN MISSOURI | * Branch (Domestic) | Farmers Bank of Northern Missouri, Unionville, Missouri, to establish a branch at 225 North Washington Street, Corydon, Iowa. | Newspaper: Federal Register: | 06/29/2023 Not applicable |
| FIRST NATIONAL BANCSHARES, INC. PROFIT SHARING AND EMPLOYEE STOCK OWNERSHIP PLAN AND TRUST | * 3A3 | The First National Bancshares, Inc. Profit Sharing and Employee Stock Ownership Plan and Trust, to acquire additional voting shares, up to 49 percent of the voting shares of First National Bancshares, Inc., and thereby indirectly acquire additional shares of FNB Bank, all in Goodland, Kansas. | Newspaper: Federal Register: | 07/30/2023 08/10/2023 |

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District: 10

Federal Reserve Bank of Kansas City

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|----------------|---|------------------|------------------------|-------------------|--------------------|
| 285852 | FIRST OPTION BK, OSAWATOMIE, KANSAS | 06/16/2023 | 03/06/2023 | S | Int Small Bank |
| 554857 | FIVE POINTS BK, GRAND ISLAND, NEBRASKA | 06/10/2023 | 03/13/2023 | O | Int Small Bank |
| 530655 | PEOPLES BK, PRATT, KANSAS | 07/11/2022 | 04/25/2022 | S | Int Small Bank |

CRA Examinations scheduled for Quarter of

| Institution | Location | Quarter |
|--------------------|-----------------|----------------|
| NONE | | |

* Subject to the provisions of the Community Reinvestment Act

District: 11

Federal Reserve Bank of Dallas

Filings received during the week ending July 15, 2023

| Filer | Filing Type | Filing Proposal | End of Comment Period | |
|------------------------|--------------------|--|---------------------------------|-----------------------------|
| Patrons Holdings, Inc. | * 3A1 | Patrons Holdings, Inc., Dallas, Texas – to become a bank holding company by acquiring Eden Financial Corporation, San Angelo, Texas, and thereby indirectly acquire Texas Financial Bank, Eden, Texas, and Amistad Bank, Del Rio, Texas. | Newspaper: Federal Register: | Not available 08/07/2023 |

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District: 11

Federal Reserve Bank of Dallas

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|----------------|-----------------------------------|------------------|------------------------|-------------------|--------------------|
| 262358 | AMERICAN ST BK, ARP, TEXAS | 01/13/2023 | 09/26/2022 | S | Int Small Bank |
| 965789 | SUSSER BK, DALLAS, TEXAS | 08/27/2022 | 02/28/2022 | S | Int Small Bank |
| 473266 | TEXAS FIRST BK, TEXAS CITY, TEXAS | 08/07/2022 | 03/14/2022 | S | Int Small Bank |
| 380458 | TEXAS RGNL BK, HARLINGEN, TEXAS | 01/08/2023 | 08/15/2022 | S | Int Small Bank |
| 3630323 | THIRD COAST BK SSB, HUMBLE, TEXAS | 08/14/2022 | 04/25/2022 | S | Int Small Bank |

CRA Examinations scheduled for Quarter of

| Institution | Location | Quarter |
|--------------------|-----------------|----------------|
| NONE | | |

* Subject to the provisions of the Community Reinvestment Act

District: 12

Federal Reserve Bank of San Francisco

Filings received during the week ending July 15, 2023

| Filer | Filing Type | Filing Proposal | End of Comment Period | |
|--------------------------|----------------|---|---------------------------------|-----------------------------|
| BANCORP 34, INC. | * 3A3 * 3A5 | Bancorp 34, Inc., Scottsdale, Arizona, to acquire CBOA Financial, Inc., and its subsidiary bank, Commerce Bank of Arizona, Inc., both of Tucson, Arizona, pursuant to sections 3(a)(3) and 3(a)(5) of the Bank Holding Company Act. | Newspaper: Federal Register: | Not available 08/04/2023 |
| BIG POPPY HOLDINGS, INC. | * 3A3 | Big Poppy Holdings, Inc. to acquire additional shares of Summit State Bank, both of Santa Rosa, California, | Newspaper: Federal Register: | Not available 08/21/2023 |

* Subject to the provisions of the Community Reinvestment Act

District: 12

Federal Reserve Bank of San Francisco

The Community Reinvestment Act is intended to encourage depository institutions to help meet the credit needs of the communities in which they operate, including low- and moderate-income neighborhoods. It was enacted by the Congress in 1977 (12 U.S.C. 2901) and is implemented by Regulation BB (12 CFR 228). The regulation was revised in May 1995.

The CRA requires that each depository institution's record in helping meet the credit needs of its entire community be evaluated periodically. That record is taken into account in considering an institution's application for deposit facilities.

A copy of an institution's CRA evaluation may be obtained directly from the institution or Reserve Bank.

Federal bank regulators use the following performance levels to rate an institution's performance under CRA:

- O = Outstanding
- S = Satisfactory
- NI = Needs to improve
- SN = Substantial noncompliance

The following state member banks have been examined and their CRA public evaluations are now available.

| RSSD ID | Institution/Location | Exam Date | CRA Public Date | CRA Rating | Exam Method |
|----------------|---|------------------|------------------------|-------------------|--------------------|
| 1864197 | OAK VALLEY CMNTY BK, OAKDALE, CALIFORNIA | 04/27/2023 | 01/17/2023 | O | Int Small Bank |

CRA Examinations scheduled for Quarter of

| Institution | Location | Quarter |
|--------------------|-----------------|----------------|
| NONE | | |

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