

PUBLIC DISCLOSURE

April 12, 2010

COMMUNITY REINVESTMENT ACT PERFORMANCE EVALUATION

First Chicago Bank and Trust
RSSD# 686271

1040 West Randolph Street
Chicago, Illinois

Federal Reserve Bank of Chicago

230 South LaSalle Street
Chicago, Illinois 60604

NOTE: This document is an evaluation of this institution's record of meeting the credit needs of its entire community, including low- and moderate-income neighborhoods, consistent with safe and sound operation of the institution. This evaluation is not, nor should it be construed as, an assessment of the financial condition of this institution. The rating assigned to this institution does not represent an analysis, conclusion or opinion of the federal financial supervisory agency concerning the safety and soundness of this financial institution.

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INSTITUTION'S CRA RATING: Satisfactory

The following table indicates the performance level of First Chicago Bank and Trust with respect to the lending, investment, and service tests.

PERFORMANCE LEVELS	NAME OF FINANCIAL INSTITUTION		
	PERFORMANCE TESTS		
	Lending Test*	Investment Test	Service Test
Outstanding			
High Satisfactory			
Low Satisfactory	X	X	X
Needs to Improve			
Substantial Noncompliance			

*The lending test is weighted more heavily than the investment and service tests when arriving at an overall rating.

The major factors supporting the institution's rating include the following:

- Lending levels reflect adequate responsiveness to the assessment area credit needs;
- A high percentage (77.4%) of the loans made in the bank's assessment area;
- The geographic distribution of loans reflects good penetration throughout the assessment area;

- The distribution of borrowers reflects adequate penetration among businesses of different sizes, given the product lines offered;
- Delivery systems are reasonably accessible to the bank's geographies and individuals of different income levels within the assessment area; and
- Services do not vary in a way that inconveniences any segment of the assessment area, particularly low- and moderate-income geographies and individuals.

Additional support include:

- An adequate record of servicing the credit needs of low-income individuals and areas, as well as very small businesses;
- An adequate level of community development loans despite little use of innovative and/or flexible lending practices in serving assessment area needs;
- An adequate level of qualified investments and grants;
- Adequate responsiveness to credit and community development needs; and
- An adequate level of community development services.

DESCRIPTION OF INSTITUTION

The bank is owned by First Chicago Bancorp, a bank holding company with \$1.14 billion in assets as of March 31, 2010. The bank's main office is located in Chicago, Illinois, with seven branches located in Bloomingdale, Park Ridge, Elgin, Chicago (three branches), and Itasca, Illinois; all offices are located within the Chicago-Naperville-Joliet Metropolitan Division (MD). The bank also makes its products and services available through Internet Banking, telephone banking and automated teller machines.

The bank's primary focus is commercial banking; however, it offers a variety of deposit and credit products to meet the financial services needs of both businesses and consumers. Deposit products included checking, savings, and money market accounts for consumers and businesses, as well as certificates of deposit. Commercial loan products include credit cards, lines of credit, and operating, real estate, and construction loans. Consumer loans include home equity term loans, home equity lines of credit, bridge loans, credit cards, automobile loans, and home mortgage loans. The

bank also offers a program intended to help consumers build a credit history. Under the bank's Credit Builder Secured Loan program, customers may borrow up to 100 percent of the balance in their bank savings account or a certificate of deposit to establish credit with flexible repayment terms.

As demonstrated in the following chart, the bank focuses on commercial lending. Commercial real estate and commercial & industrial loans comprised 33.1 percent of the bank's portfolio as of March 31, 2010. In addition, much of the construction & land development and multifamily loans were also originated primarily for commercial purposes. These loan types represented 13.6 percent and 15.7 percent of the portfolio, respectively.

Loan Portfolio at March 31, 2010			
	Amount Outstanding (\$000)	% of Total Loans	% of Total Real Estate Loans
Real Estate Secured Loans:			
Construction and Development	\$118,186	13.56	18.22
1-4 Family Residential	\$61,772	7.09	9.52
Home Equity Loans	\$43,404	4.98	6.69
Farmland	\$0	0.00	0.00
Multifamily	\$136,829	15.70	21.09
Non-Farm Non-Residential	\$288,591	33.12	44.48
Total Real Estate	\$648,782	74.45	100.00
Agricultural	\$0	0.00	
Commercial & Industrial	\$215,424	24.73	
Loans to Individuals	\$6,365	0.73	
Government	\$688	0.09	
TOTAL LOANS	\$871,259	100.00	

The census tracts within the assessment area located within portions of the Chicago-Naperville-Joliet and Lake County-Kenosha County Metropolitan Divisions (MD) within the Chicago-Naperville-Joliet, IL-IN-WI Metropolitan Statistical Area (MSA).

The bank's combined assessment area includes 954 census tracts, of which 459 are low- and moderate-income census tracts.

Based on the FDIC Deposit Market Share Report dated June 30, 2009, First Chicago was ranked 40th of 231 institutions in the Chicago MSA with less than one percent (.38%) of the market share. As of December 31, 2009, the bank operated eight offices and eight ATMs. In comparison, JP Morgan Chase Bank NA, the top market share holder, held 16.4 percent of deposits in the MSA with 368 offices. Bank management considered its primary competitors to include offices and/or branches of MB Financial, Cole Taylor Bank, and Parkway Bank and Trust.

The bank's eight-quarter average loan-to-deposit (LTD) ratio, as of December 31, 2009, was 100.7 percent. The ratio is one indicator of the bank's commitment to lending. Comparatively, the bank's peer group achieved a 91.4 percent, over the same period. The peer group, as defined by the Uniform Bank Performance Report, consists of all insured commercial banks having assets between \$1 billion and \$3 billion.

Five community representatives were interviewed. Representatives reported concerns related to the current economic environment resulting from both the subprime mortgage industry and the new wave of bank mergers and acquisitions. Community representatives are concerned about the potential negative impact of these activities on community reinvestment.

The total assessment area population was 4.1 million, according to the 2000 Census. There are 1,513,536 households in this assessment area and 64.2 percent are families. The median family income was \$61,037. The median family income in the assessment area was higher than that of the state and Chicago MD at \$55,545 and \$60,166, respectively. The Lake County MD median family income of \$71,293 was considerably higher than the assessment area median family income.

Housing costs may be assessed in various ways. One way is to consider the median housing values of the communities within the assessment area compared to the median values for housing in broader, regional or state-wide areas. The median housing value in the assessment area was \$181,816, higher than median housing values for the state of Illinois at \$127,800. In addition, assessment area median housing values were slightly higher than median housing values for the Chicago and Lake County MDs at \$159,773 and \$171,126, respectively.

An affordability ratio calculated by dividing median family income by the median housing value for a given community may be used to compare the relative affordability of housing across communities. A higher ratio indicates a higher level of affordability. Based on this ratio, housing was more affordable in the state of Illinois (36) and the Chicago (31) and Lake County (36) MDs than in the assessment area (27).

Based on Bureau of Labor Statistics data, the Chicago MSA unemployment rate was 6.2 percent in 2008 and 10.0 percent in 2009, which were the same as the state unemployment rates for Illinois during the same time periods. Unemployment has been on an upward trend due to economic factors since 2008, with figures from March 2010 indicating 11.3 percent unemployment in the Chicago MSA.

Additional demographic information for this assessment area is listed in the following tables, based on 2000 Census and 2007 Dun & Bradstreet data.

Table 1								
Assessment Area Demographics								
Income Categories	Tract Distribution		Families by Tract Income		Families < Poverty Level as % of Families by Tract		Families by Family Income	
	#	%	#	%	#	%	#	%
Low-income	121	12.7	64,811	6.7	23,973	36.7	202,785	20.9
Moderate-income	238	24.9	221,281	22.8	33,902	15.3	167,809	17.3
Middle-income	295	30.9	352,730	36.3	16,660	4.7	206,250	21.2
Upper-income	288	30.2	332,528	34.2	6,584	2.0	394,506	40
Unknown-income	12	1.3	0	0.0	0	0.0	0	0.0
Total Assessment Area	954	100.0	971,350	100.0	80,939	8.3	971,350	100.0
	Housing Units by Tract	Housing Types by Tract						
		Owner-occupied			Rental		Vacant	
	#	#	%	%	#	%	#	%
Low-income	107,865	20,620	2.3	19.1	72,596	67.3	14,649	13.6
Moderate-income	367,503	127,687	14.4	34.7	215,375	58.6	24,441	6.7
Middle-income	566,812	354,223	40.0	62.5	192,771	34.0	19,818	3.5
Upper-income	550,535	384,032	43.3	69.8	145,767	26.5	20,736	3.8
Unknown-income	67	22	0.0	32.8	36	53.7	9	13.4
Total Assessment Area	1,592,782	886,585	100.0	55.7	626,545	39.3	79,653	5.0
	Total Businesses by Tract		Businesses by Tract & Revenue Size					
			Less Than or = \$1 Million		Over \$1 Million		Revenue Not Reported	
	#	%	#	%	#	%	#	%
Low-income	5,617	3.1	4,918	3.2	452	2.4	247	5.2
Moderate-income	26,309	14.7	22,874	14.8	2,470	13.0	965	20.1
Middle-income	59,675	33.4	51,370	33.2	6,732	35.3	1,573	32.8
Upper-income	86,359	48.4	75,084	48.5	9,296	48.8	1,979	41.3
Unknown-income	647	0.4	501	0.3	118	0.6	28	0.6
Total Assessment Area	178,607	100.0	154,747	100.0	19,068	100.0	4,792	100.0
	Percentage of Total Businesses:			86.6		10.7		2.7
Note: Information regarding businesses is based on 2008 Dun & Bradstreet information; all other information is based on 2000 U.S. Census Bureau data								

SCOPE OF EXAMINATION

The CRA performance evaluation assesses the bank's responsiveness and effectiveness in meeting the credit and community development needs of its assessment area. The bank's performance is evaluated within the context of information about the institution including asset size, financial condition, and competitive factors as well as consideration of the economic and demographic characteristics of its assessment area. Appendix A includes a summary of the scope of this examination, and Appendix B contains a glossary of key terms used throughout the evaluation.

The examination scope specifically included the following:

Lending in the Assessment Area – An analysis of home mortgage, home refinancing and home improvement loans, loans on multi-family properties, and small business loans originated from January 1, 2008 through December 31, 2009 was performed to evaluate the percentage of loans originated within the assessment area.

Geographic Distribution of Lending in the Assessment Area - HMDA-reportable multifamily loans and small business loans originated from January 1, 2008 through December 31, 2009 were analyzed to evaluate the extent to which the bank is lending in census tracts of different income levels, particularly those designated as low and moderate income. Bank originations were compared to the percentages of loans originated by the aggregate of all lenders in the assessment area.

Lending to Borrowers of Different Incomes and to Businesses and Farms of Different Sizes - Small business loans originated from January 1, 2008 through December 31, 2009 were analyzed to evaluate the bank's lending performance to businesses of different sizes. Commercial loans with origination amounts under \$1 million and loans to businesses with revenues of \$1 million or less were analyzed to determine the bank's level of success in supporting small businesses through its lending program.

Community Development Lending – The volume and complexity of community development loans made from January 1, 2008 through April 12, 2010 were evaluated.

Innovative or Flexible Lending Practices – The degree to which the bank uses innovative or flexible lending practices to address the credit needs of low- and moderate-income individuals and areas was assessed.

Investments – Qualified investments made from January 1, 2008 through April 12, 2010, were reviewed and evaluated to determine the number and dollar volume of the bank's investments and its use of innovative or complex investments to meet the credit and

community development needs within its assessment area. Qualified investment activity was also evaluated for its responsiveness to the credit and community development needs of its assessment area.

Services – The distribution of branch offices and automated teller machines (ATMs), retail services offered, hours of operation, and availability of loan and deposit products were reviewed for range and accessibility. In addition, the number and type of community development services provided from January 1, 2008 through April 12, 2010 were reviewed and evaluated for their responsiveness to community development needs within the bank's assessment area.

CONCLUSIONS WITH RESPECT TO PERFORMANCE TESTS

LENDING TEST

The bank's overall lending performance was low satisfactory based on the geographic distribution of its loans, assessment area concentration, the distribution of the bank's loans by borrower characteristics, given the product lines offered by the bank, the bank's responsiveness to the credit needs of low-income individuals and geographies and very small businesses, community development lending activities and product innovation.

Lending Activity

The bank's lending activity was adequate. Home purchase mortgage loans, home improvement loans, refinancings and loans on multifamily housing, and small business loans were reviewed. The following table summarizes the bank's home mortgage-related lending and small business lending activity for the evaluation period.

Loan Type	January 1, 2008 – December 31, 2009			
	#	%	\$ (000s)	%
Home Purchase	33	-	9,717	-
Home Improvement	3	-	862	-
Multi-Family Housing	23	-	34,368	-
Refinancing	39	-	12,091	-
Total HMDA-reportable	98	8.7	57,038	15.0
Small Business	797	-	243,079	-
Small Business – Secured by Real Estate	232	-	323,553	-
Small Business	1,029	91.3	323,553	85.0
Total Loans	1,127	100.0	380,591	100.0

Assessment Area Concentration

An adequate percentage of the bank's loans were originated within the assessment area. The following table shows the distribution of the bank's lending inside and outside its assessment area.

	Inside				Outside			
	#	%	\$	%	#	%	\$	%
Home Purchase	24	72.7	5,940	61.1	9	27.3	3,777	38.9
Home Improvement	2	66.7	445	51.6	1	33.3	417	48.4
Multi-Family Housing	22	95.7	34,068	99.1	1	4.3	300	0.9
Refinancing	31	79.5	9,540	78.9	8	20.5	2,551	21.1
Total HMDA-reportable	79	80.6	49,993	87.6	19	19.4	7,045	12.4
Small Business	606	76.0	180,159	74.1	191	24.0	62,920	25.9
Small Business – Secured by Real Estate	184	79.3	64,344	80.0	48	20.7	16,130	20.0
Small Business	790	76.8	244,503	75.6	239	23.2	79,050	24.4
Total Loans	869	77.1	294,496	77.4	258	22.9	86,095	22.6

Geographic Distribution

The geographic distribution of the bank's lending is good. Home mortgage-related lending was considered in the evaluation, but not weighted heavily, as it comprises only 8.7 percent of the bank's lending within the assessment area. The bank contracted with PHH Mortgage Corporation to make purchase money and refinancing loan options available to its customers, but the lending volume decreased significantly compared to prior years due to the recession and subsequent housing market slowdown.

The 2009 home mortgage-related lending was not evaluated and the 2008 lending was evaluated in aggregate because the volumes of originations, by product type, were not at statistically significant levels to conduct meaningful comparative analyses of the bank's performance. For 2008, the bank's home mortgage-related loans originated in low- and moderate-income census tracts were 16.4 and 23.0 percent, respectively. The bank's performance is consistent with the census tract distribution within the assessment area at 12.7 and 24.9 percent low- and moderate-income, respectively. The bank's performance exceeded that of the distribution achieved by the aggregated lenders at 3.9 and 15.7 percent, respectively. This performance is good given the limited availability of owner-occupied housing located within low- and moderate-income tracts. Table 4 illustrates the bank's HMDA-reportable lending distribution by tract income.

Table 4						
Home Mortgage-Related Loan Distribution by Tract Income						
Income Categories	Assessment Area Demographics					
	Tract Distribution (%)	Families by Tract Income Level (%)			Owner-Occupied Housing Units (%)	
Low	12.7	6.7			2.3	
Moderate	24.9	22.8			14.4	
Middle	30.9	36.3			40.0	
Upper	30.2	34.2			43.3	
Unknown	1.3	0.0			0.0	
January 1, 2009 – December 31, 2009						
Total HMDA- Reportable	Bank Lending				Aggregate Lending	
	#	%	\$ (000s)	%	% of Number	% of Dollars
Low	0	0.0	0	0.0	2.7	2.5
Moderate	7	38.9	2,772	35.5	12.1	10.8
Middle	8	44.4	4,421	56.6	31.8	26.8
Upper	3	16.7	618	7.9	53.4	59.7
Unknown	0	0.0	0	0.0	0.1	0.1
Total	18	100.0	7,811	100.0	100.0	100.0
January 1, 2008 – December 31, 2008						
Total HMDA- Reportable	Bank Lending				Aggregate Lending	
	#	%	\$ (000s)	%	% of Number	% of Dollars
Low	10	16.4	7,802	18.5	3.9	3.7
Moderate	14	23.0	13,853	32.8	15.7	14.8
Middle	25	41.0	7,738	18.3	33.8	28.8
Upper	12	19.7	12,789	30.3	46.5	52.6
Unknown	0	0.0	0	0.0	0.1	0.2
Total	61	100.0	42,182	100.0	100.0	100.0

In 2009, the bank's record of lending to small businesses located throughout its assessment area, including to businesses located in low- and moderate-income census tracts, exceeded the distribution of loans originated by the aggregate of lenders by percentages of loans. Specifically, the bank originated 3.8 and 21.4 percent of its small business loans in low- and moderate-income census tracts, respectively, compared to aggregate lending at 2.7 and 12.1 percent,

respectively.

The bank's dispersion of 2008 small business loans throughout the assessment area exceeds the aggregate lending to moderate-income census tracts, but does not compare favorably to the lending to businesses located in low-income census tracts. The bank's lending to businesses in moderate-income census tracts was 17.3 percent compared to the aggregate lending of 15.7 percent. The bank's lending to low-income census tracts was 1.5 percent compared to the aggregate lending of 3.9 percent. The bank's lending performance is adequate given the number of competitors and the bank's size relative to its competitors in the assessment area. Table 5 illustrates the bank's small business lending by census tract income level.

Table 5								
Small Business Loans by Tract Income Level								
January 1, 2009 – December 31, 2009								
Tract Income Level	Bank Lending				Tract Distribution (%)	Businesses by Tract Level Income (%)	Aggregate Lending	
	#	%	\$ (000s)	%			% of Number	% of Dollars
Low	10	3.8	4,443	5.4	12.7	3.1	2.7	2.5
Moderate	57	21.4	19,241	23.4	24.9	14.7	12.1	10.8
Middle	101	38.0	31,982	38.9	30.9	33.4	31.8	26.8
Upper	98	36.8	26,541	32.3	30.2	48.4	53.4	59.7
Unknown	0	0.0	0	0.0	1.3	0.4	0.1	0.1
Total	266	100.0	82,207	100.0	100.0	100.0	100.0	100.0
January 1, 2008 – December 31, 2008								
Tract Income Level	Bank Lending				Tract Distribution (%)	Businesses by Tract Level Income (%)	Aggregate Lending	
	#	%	\$ (000s)	%			% of Number	% of Dollars
Low	5	1.5	2,103	2.1	12.7	3.1	3.9	3.7
Moderate	59	17.3	17,204	17.5	24.9	14.7	15.7	14.8
Middle	146	42.8	42,598	43.2	30.9	33.4	33.8	28.8
Upper	131	38.4	36,642	37.2	30.2	48.4	46.5	52.6
Unknown	0	0.0	0	0.0	1.3	0.4	0.1	0.2
Total	341	100.0	98,547	100.0	100.0	100.0	100.0	100.0

The distribution of the bank's small business loans, secured by residential real estate, to borrowers located in the low- and moderate-income census tracts of the assessment area does not compare favorably to the percentage of low- and moderate-income census tracts in the assessment area. In 2009, the bank originated 9.6 and 21.9 percent of its small business loans, secured by residential real estate to borrowers located in low- and moderate-income census tracts, respectively. In 2008, the bank originated 7.2 and 20.7 percent of its small business loans, secured by residential real estate, to businesses located in low- and moderate-income census tracts, respectively. The bank's performance is adequate given the limited percentage of businesses located in low- and moderate-income census tracts, 3.1 and 14.7 percent,

respectively. Aggregated lending was unavailable for this loan type. Table 6 illustrates the bank's small business lending, secured by residential real estate, by census tract income level. While lending in low- and moderate-income census tracts for both years does not compare favorably with the 12.7 and 24.9 percent of low- and moderate-income tracts in the assessment area, small businesses by tract level income shows that only 3.1 and 14.7 percent of businesses are located in low- and moderate-income census tracts, respectively. There was an overall decrease in the number of small business loans from 2008 to 2009; however, the percentage of small business loans originated in low- and moderate-income tracts increased in 2009.

Table 6						
Small Businesses Loans Secured by Real Estate by Tract Income Level						
January 1, 2009 – December 31, 2009						
Tract Income Level	Bank Lending				Tract Distribution (%)	Businesses by Tract Level Income (%)
	#	%	\$ (000s)	%		
Low	7	9.6	4,784	19.1	12.7	3.1
Moderate	16	21.9	6,088	24.3	24.9	14.7
Middle	29	39.7	8,189	32.7	30.9	33.4
Upper	21	28.8	6,013	24.0	30.2	48.4
Unknown	0	0.0	0	0.0	1.3	0.4
Total	168	100.0	20,440	100.0	100.0	100.0
January 1, 2008 – December 31, 2008						
Tract Income Level	Bank Lending				Tract Distribution (%)	Businesses by Tract Level Income (%)
	#	%	\$ (000s)	%		
Low	8	7.2	3,174	8.1	12.7	3.1
Moderate	23	20.7	8,065	20.5	24.9	14.7
Middle	45	40.5	14,371	36.6	30.9	33.4
Upper	35	31.5	13,660	34.8	30.2	48.4
Unknown	0	0.0	0	0.0	1.3	0.4
Total	111	100.0	39,270	100.0	100.0	100.0

Distribution by Borrower Income and Revenue Size of the Business:

The bank's distribution of loans reflects adequate penetration among borrowers of different income levels and businesses of different revenue sizes.

The bank originated home mortgage-related loans during the sample period. The bank's home mortgage-related loans were analyzed in aggregate rather than by product type because the number of originations was too small by product type to conduct a meaningful comparative analysis of the bank's performance. The bank originated 18 home mortgage-related loans in 2008 and 61 in 2009. For some of the home mortgage-related loans, the bank considered the value of real estate, rather than borrower income, in the underwriting decision, and income information was not collected for those loans income was not available for five loans in 2008

and 35 in 2009.

The bank's distribution of small business loans to businesses of different sizes is adequate. Commercial loans with an origination amount of \$1 million or less are considered to be small business loans. The bank originated 23.7 and 24.9 percent of its small business loans to small businesses with revenues of less than \$1 million in 2009 and 2008, respectively. Although 86.6 percent of businesses in the assessment area have revenues of less than \$1 million, the bank's performance is consistent with the aggregate lending in the assessment area of 20.0 and 25.9 percent for 2009 and 2008, respectively.

Small businesses with annual revenues of \$1 million or less typically seek loans in smaller amounts than larger entities. Accordingly, a higher volume of loans in smaller loan sizes is considered indicative of stronger performance in meeting the credit needs of small businesses. Although the percentages of the bank's originations in amounts of \$100,000 or less, 31.6 in 2009 and 30.8 in 2008, did not compare favorably to aggregate lending, the bank's lending performance is adequate given the number of competitors and the bank's size relative to its competitors in the assessment area.

Of the small business loans originated to businesses with revenues totaling \$1 million or less, 54.0 and 41.2 percent in 2009 and 2008, respectively, were originated in amounts of \$100,000 or less, which indicates the bank is adequately serving very small businesses. Table 7 illustrates the bank's small business lending distribution by business revenue and loan size.

Table 7						
Small Business Loan Distribution by Business Revenue and/or Loan Size						
January 1, 2009 – December 31, 2009						
	Bank Lending				Aggregate Lending	
By Revenue	#	%	\$ (000s)	%	% of Number	% of Dollars
Total \$1 Million or Less	63	23.7	15,013	18.3	20.0	24.8
Over \$1 Million	128	48.1	47,466	57.7	80.0	75.2
Not Known	75	28.2	19,728	24.0	0.0	0.0
Total	266	100.0	82,207	100.0	100.0	100.0
	#	%	\$ (000s)	%	% of Number	% of Dollars
By Loan Size						
\$100,000 or less	84	31.6	4,666	5.7	91.7	23.1
\$100,001-\$250,000	68	25.6	12,392	15.1	3.4	14.4
\$250,001-\$1 Million	114	42.9	65,149	79.2	4.9	62.5
Total	266	100.0	82,207	100.0	100.0	100.0
By Loan Size and Revenue \$1 Million or less	#	%	\$ (000s)	%	% of Number	% of Dollars
\$100,000 or less	34	54.0	1,845	12.3	*	*
\$100,001-\$250,000	7	11.1	1,194	8.0	*	*
\$250,001-\$1 Million	22	34.9	11,974	79.8	*	*
Total	171	100.0	6,277	100.0	*	*
January 1, 2008 – December 31, 2008						
	Bank Lending				Aggregate Lending	
By Revenue	#	%	\$ (000s)	%	% of Number	% of Dollars
Total \$1 Million or Less	85	24.9	19,726	20.0	25.9	28.6
Over \$1 Million	144	42.2	48,217	48.9	74.1	71.4
Not Known	112	32.8	30,604	31.1	0.0	0.0
Total	341	100.0	98,547	100.0	100.0	100.0
	#	%	\$ (000s)	%	% of Number	% of Dollars
By Loan Size						
\$100,000 or less	105	30.8	5,533	5.6	94.6	31.8
\$100,001-\$250,000	84	24.6	15,633	15.9	2.2	12.8
\$250,001-\$1 Million	152	44.6	77,381	78.5	3.2	55.4
Total	341	100.0	98,547	100.0	100.0	100.0
By Loan Size and Revenue \$1 Million or less	#	%	\$ (000s)	%	% of Number	% of Dollars
\$100,000 or less	35	41.2	1,848	9.4	*	*
\$100,001-\$250,000	23	27.1	4,179	21.2	*	*
\$250,001-\$1 Million	27	31.8	13,699	69.4	*	*
Total	85	100.0	19,726	100.0	*	*

* Data unavailable

The bank's distribution of small business loans, secured by residential real estate, to businesses of different sizes is adequate. Commercial loans with an origination amount of \$1 million or less are considered small business loans. The bank originated 31.5 and 22.5 percent of its small business loans, secured by residential real estate, to small businesses with revenues of less than \$1 million in 2009 and 2008, respectively. Significant percentages of the bank's loans were originated to newer businesses, 67.1 and 69.4 percent in 2009 and 2008, respectively; income was not reported for these entities. Typically, newer businesses do not have revenues in excess of \$1 million.

As stated previously, small businesses, i.e., those with annual revenues of \$1 million or less typically seek loans in smaller amounts than larger businesses. Accordingly, a higher volume of loans in smaller loan sizes is considered indicative of stronger performance in meeting the credit needs of small businesses. Although the percentages of the bank's originations in amounts of \$100,000 or less, 15.1 in 2009 and 18.9 in 2008, were relatively low, loans secured by residential real estate are typically larger than other types of small business loans. Aggregate lending data was not available for this loan category. Table 8 illustrates the distribution of the bank's small business lending, secured by residential real estate, by business revenue and loan size.

Table 8				
Small Business Loan – Secured by Real Estate				
Distribution by Business Revenue and/or Loan Size				
January 1, 2009 – December 31, 2009				
	Bank Lending			
By Revenue	#	%	\$ (000s)	%
Total \$1 Million or Less	23	31.5	9,393	37.5
Over \$1 Million	1	1.4	300	1.2
Not Known	49	67.1	15,381	61.3
Total	71	100.0	25074	100.0
By Loan Size	#	%	\$ (000s)	%
\$100,000 or less	11	15.1	982	3.9
\$100,001-\$250,000	26	35.6	4,364	17.4
\$250,001-\$1 Million	36	49.3	19,728	78.7
Total	73	100.0	25074	100.0
By Loan Size and Revenue \$1 Million or less	#	%	\$ (000s)	%
\$100,000 or less	3	13.0	225	2.4
\$100,001-\$250,000	4	17.4	825	8.8
\$250,001-\$1 Million	16	69.6	8,343	88.8
Total	23	100.0	9,393	100.0
January 1, 2008 – December 31, 2008				
	Bank Lending			
By Revenue	#	%	\$ (000s)	%
Total \$1 Million or Less	25	22.5	7,744	19.7
Over \$1 Million	9	8.1	4,148	10.6
Not Known	77	69.4	27,378	69.7
Total	111	100.0	39,270	100.0
By Loan Size	#	%	\$ (000s)	%
\$100,000 or less	21	18.9	1,568	4.0
\$100,001-\$250,000	26	23.4	4,498	11.5
\$250,001-\$1 Million	64	57.7	33,204	84.6
Total	111	100.0	39,270	100.0
By Loan Size and Revenue \$1 Million or less	#	%	\$ (000s)	%
\$100,000 or less	6	24.0	497	6.4
\$100,001-\$250,000	5	20.0	752	9.7
\$250,001-\$1 Million	14	56.0	6,495	83.9
Total	25	100.0	7,744	100.0
* Data unavailable				

Community Development Loans

Overall, the bank originated an adequate number of community development loans. During the period under review, the bank originated four community development loans totaling \$13,786,230. The loans funded affordable housing developments that benefited low- and moderate-income households. Summaries of the projects follow:

- The bank originated a loan for \$1,111,200 to develop a 60-unit building for the elderly. The housing is located in a moderate-income area on the north side of the city of Chicago..
- The bank originated a loan for \$8,993,000 to fund the development of affordable apartments located in downtown Chicago.
- The bank originated a loan for \$3,213,000 to fund the construction of a housing facility for homeless youth in Chicago.

A portion of a \$1.7million commercial line of credit, totaling \$469,030, was used to fund affordable housing units in two properties located in downtown Chicago.

INVESTMENT TEST

The bank's qualified investment activity resulted in a low satisfactory rating for the period under review. First Chicago had 17 qualifying investments, totaling \$1,172,870 during this evaluation period. Of these qualifying investments, new investments represented 15 contributions totaling \$20,410, which funded organizations providing community development services to low- and moderate-income families and individuals. The bank renewed its \$100,000 certificate of deposit with Shore Bank, a community development financial institution. The bank also had a prior period affordable housing bond, with a balance of \$1,052,460 outstanding, that was issued by the Illinois Affordable Housing Program to promote the development of affordable housing for low- and moderate-income individuals and families.

SERVICE TEST

First Chicago's overall service performance was low satisfactory.

Retail Services

Delivery services are reasonably accessible to essentially all portions of the bank's assessment area. As of December 31, 2009, the bank operated eight offices within its assessment area, four in middle-income, and four in upper-income census tracts. Each office has a full-service ATM. There are no bank branches located in low- and moderate-income geographies; however, two offices are located in proximity to moderate-income census tracts. A review of bank records confirmed that the bank provides financial services to individuals living in the nearby moderate-income census tracts. The following table summarizes the distribution of the bank's offices, ATMs and key demographics in the assessment area.

Income Level of Geography	Geographies in AA (%)	Families by Income %	Total Businesses by Tract (%)	Branches (%)	ATMs (%)
Low	12.7	6.7	3.1	--	--
Moderate	24.9	22.8	14.7	--	--
Middle	30.9	36.3	33.4	50.0	66.7
Upper	30.2	34.2	48.4	40.0	33.3
Unknown	1.3	--	0.4	--	--
Total	100.0	100.0	100.0	100.0	100.0

The services offered at each branch location do not vary in a way that inconveniences the consumers and businesses within First Chicago's assessment area, particularly LMI areas and/or LMI individuals or families. Conventional deposit products, such as checking, savings, money market accounts and certificates of deposit, are offered to both consumers and commercial businesses. Management reported that its deposit relationship mix consists of 81.0 percent consumer accounts and 19.0 percent commercial accounts. The bank offers a traditional consumer and commercial loan product mix including small business, commercial equity and working capital lines of credit, home equity lines of credit, home purchase loans, and automobile loans. Credit cards are made available to both businesses and consumers through Elan. On-line banking and bank-by-phone capabilities are available through the bank for both individual and commercial customers.

The bank offers a credit builder secured loan product which enables individuals to establish credit; including those with credit problems who need to re-establish credit. This is a closed-end loan secured by a savings account or certificate of deposit.

The hours of operation are reasonable and do not vary in a way that inconveniences any portion of the bank's assessment area, including low- and moderate-income areas. The bank serves the multi-ethnic communities of the Chicago MSA by employing people proficient in foreign languages. The bank markets its services in nine different languages including: Spanish, Dutch, Italian, English, German, Polish, Serb-Croat, Arabic, and Russian.

Community Development Services

First Chicago Bank and Trust provides an adequate level of community development services. The following activities qualified for community development services for this evaluation period:

- A senior vice president serves on the board of directors and a vice president chairs the finance committee of a nonprofit organization that targets community services to low- and moderate-income individuals and/or revitalizes or stabilizes low- or moderate-income areas;
- A senior vice president of the bank serves as a member of the finance committee for a mental health facility which targets low and moderate-income clientele;
- A bank officer sits on the board of two different organizations which work to provide affordable housing for homeless people; and
- A bank officer serves on the board of directors of a local business association which encourages economic development.

FAIR LENDING OR OTHER ILLEGAL CREDIT PRACTICES REVIEW

No evidence of discriminatory or other illegal credit practices inconsistent with helping to meet community credit needs.

APPENDIX A

SCOPE OF EXAMINATION			
TIME PERIOD REVIEWED *	1/01/2008 - 12/31/2009 for HMDA & Small Business Lending 1/01/2008 – 4/12/2010 for Investments 1/01/2008 - 4/12/2010 for Services 1/01/2008 – 4/12/2010 for CD Loans		
FINANCIAL INSTITUTION First Chicago Bank and Trust Co. Itasca, IL			PRODUCTS REVIEWED HMDA- Multifamily Small Business
AFFILIATE(S)	AFFILIATE RELATIONSHIP		PRODUCTS REVIEWED
None			
LIST OF ASSESSMENT AREAS AND TYPE OF EXAMINATION			
ASSESSMENT AREA	TYPE OF EXAMINATION		
ILLINOIS Portion of Chicago MSA 16980 in IL, consisting of portion of Chicago MD 16974 in IL and portion Lake Co IL MD 29404.	Full-scope review		

APPENDIX B

GLOSSARY

Aggregate lending: The number of loans originated and purchased by all reporting lenders in specified income categories as a percentage of the aggregate number of loans originated and purchased by all reporting lenders in the metropolitan area/assessment area.

Census tract: A small subdivision of metropolitan and other densely populated counties. Census tract boundaries do not cross county lines; however, they may cross the boundaries of metropolitan statistical areas. Census tracts usually have between 2,500 and 8,000 persons, and their physical size varies widely depending upon population density. Census tracts are designed to be homogeneous with respect to population characteristics, economic status, and living conditions to allow for statistical comparisons.

Community development: All Agencies have adopted the following language. Affordable housing (including multifamily rental housing) for low- or moderate-income individuals; community services targeted to low- or moderate-income individuals; activities that promote economic development by financing businesses or farms that meet the size eligibility standards of the Small Business Administration's Development Company or Small Business Investment Company programs (13 CFR 121.301) or have gross annual revenues of \$1 million or less; or, activities that revitalize or stabilize low- or moderate-income geographies.

Effective September 1, 2005, the Board of Governors of the Federal Reserve System, Office of the Comptroller of the Currency, and the Federal Deposit Insurance Corporation have adopted the following additional language as part of the revitalize or stabilize definition of community development. Activities that revitalize or stabilize-

- (i) Low-or moderate-income geographies;
- (ii) Designated disaster areas; or
- (iii) Distressed or underserved nonmetropolitan middle-income geographies designated by the Board, Federal Deposit Insurance Corporation, and Office of the Comptroller of the Currency, based on-
 - a. Rates of poverty, unemployment, and population loss; or
 - b. Population size, density, and dispersion. Activities that revitalize and stabilize geographies designated based on population size, density, and dispersion if they help to meet essential community needs, including needs of low- and moderate-income individuals.

Consumer loan(s): A loan(s) to one or more individuals for household, family, or other personal expenditures. A consumer loan does not include a home mortgage, small business, or small farm loan. This definition includes the following categories: motor vehicle loans, credit card loans, home equity loans, other secured consumer loans, and other unsecured consumer loans.

Family: Includes a householder and one or more other persons living in the same household who are related to the householder by birth, marriage, or adoption. The number of family households always equals the number of families; however, a family household may also include non-relatives living with the family. Families are classified by type as either a married-couple family or other family, which is further classified into 'male householder' (a family with a male householder and no wife present) or 'female householder' (a family with a female householder and no husband present).

Full-scope review: Performance under the Lending, Investment, and Service Tests is analyzed considering performance context, quantitative factors (for example, geographic distribution, borrower distribution, and total number and dollar amount of investments), and qualitative factors (for example, innovativeness, complexity, and responsiveness).

Geography: A census tract delineated by the United States Bureau of the Census in the most recent decennial census.

Home Mortgage Disclosure Act (HMDA): The statute that requires certain mortgage lenders that do business or have banking offices in a metropolitan statistical area to file annual summary reports of their mortgage lending activity. The reports include such data as the race, gender, and the income of applications, the amount of loan requested, and the disposition of the application (for example, approved, denied, and withdrawn).

Home mortgage loans: Includes home purchase and home improvement loans as defined in the HMDA regulation. This definition also includes multifamily (five or more families) dwelling loans, loans for the purchase of manufactured homes and refinancings of home improvement and home purchase loans.

Household: Includes all persons occupying a housing unit. Persons not living in households are classified as living in group quarters. In 100 percent tabulations, the count of households always equals the count of occupied housing units.

Limited-scope review: Performance under the Lending, Investment, and Service Tests is analyzed using only quantitative factors (for example, geographic distribution,

borrower distribution, total number and dollar amount of investments, and branch distribution).

Low-income: Individual income that is less than 50 percent of the area median income, or a median family income that is less than 50 percent, in the case of a geography.

Market share: The number of loans originated and purchased by the institution as a percentage of the aggregate number of loans originated and purchased by all reporting lenders in the metropolitan area/assessment area.

Metropolitan area (MA): A metropolitan statistical area (MSA) or a metropolitan division (MD) as defined by the Office of Management and Budget. A MSA is a core area containing at least one urbanized area of 50,000 or more inhabitants, together with adjacent communities having a high degree of economic and social integration with that core. A MD is a division of a MSA based on specific criteria including commuting patterns. Only a MSA that has a population of at least 2.5 million may be divided into MDs.

Middle-income: Individual income that is at least 80 percent and less than 120 percent of the area median income, or a median family income that is at least 80 percent and less than 120 percent, in the case of a geography.

Moderate-income: Individual income that is at least 50 percent and less than 80 percent of the area median income, or a median family income that is at least 50 percent and less than 80 percent, in the case of a geography.

Multifamily: Refers to a residential structure that contains five or more units.

Other products: Includes any unreported optional category of loans for which the institution collects and maintains data for consideration during a CRA examination. Examples of such activity include consumer loans and other loan data an institution may provide concerning its lending performance.

Owner-occupied units: Includes units occupied by the owner or co-owner, even if the unit has not been fully paid for or is mortgaged.

Qualified investment: A qualified investment is defined as any lawful investment, deposit, membership share, or grant that has as its primary purpose community development.

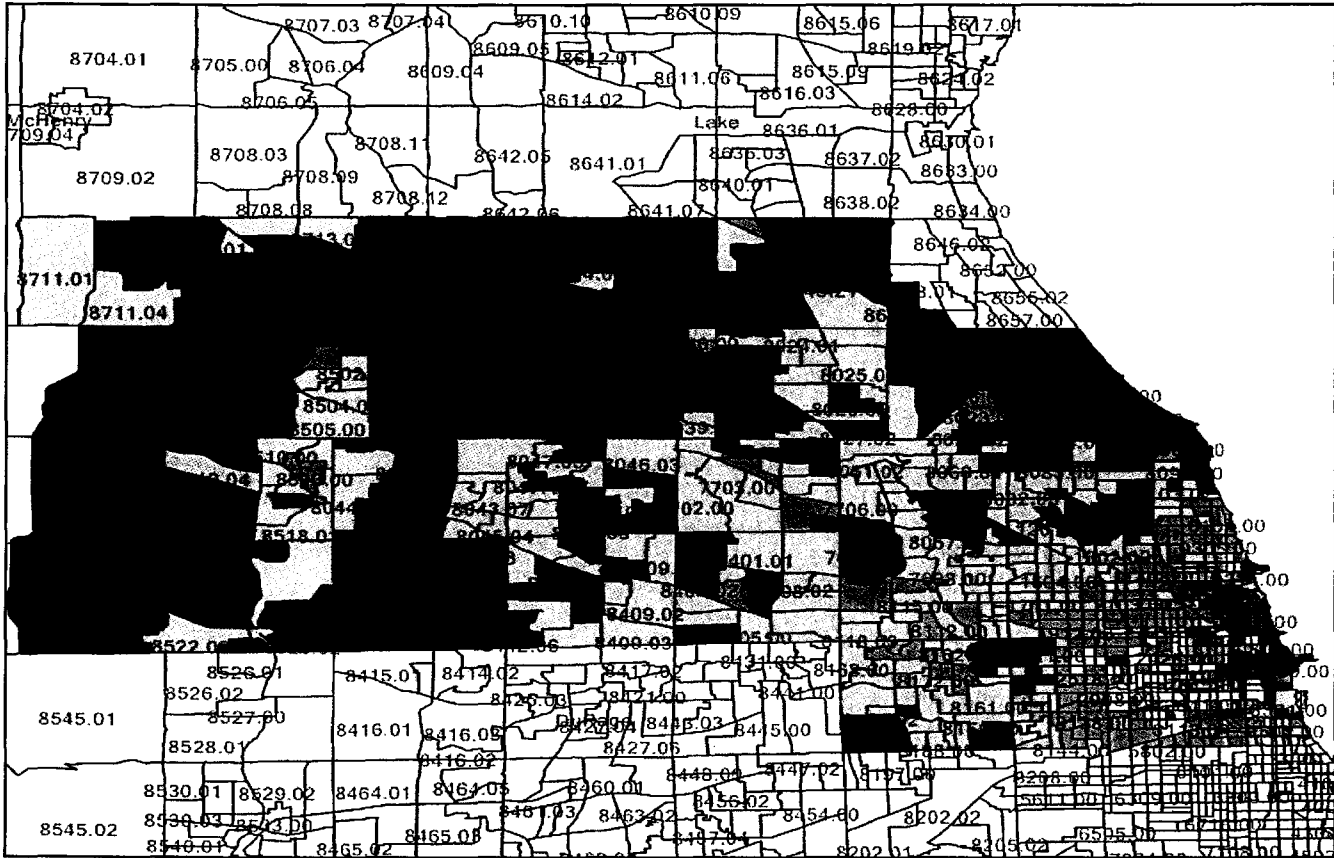
Rated area: A rated area is a state or multistate metropolitan area. For an institution with domestic branches in only one state, the institution's CRA rating would be the state rating. If an institution maintains domestic branches in more than one state, the institution will receive a rating for each state in which those branches are located. If an institution maintains domestic branches in two or more states within a multistate metropolitan area, the institution will receive a rating for the multistate metropolitan area.

Small loan(s) to business(es): A loan included in 'loans to small businesses' as defined in the Consolidated Report of Condition and Income (Call Report) and the Thrift Financial Reporting (TFR) instructions. These loans have original amounts of \$1 million or less and typically are either secured by nonfarm or nonresidential real estate or are classified as commercial and industrial loans. However, thrift institutions may also exercise the option to report loans secured by nonfarm residential real estate as "small business loans" if the loans are reported on the TFR as nonmortgage, commercial loans.

Small loan(s) to farm(s): A loan included in 'loans to small farms' as defined in the instructions for preparation of the Consolidated Report of Condition and Income (Call Report). These loans have original amounts of \$500,000 or less and are either secured by farmland, or are classified as loans to finance agricultural production and other loans to farmers.

Upper-income: Individual income that is more than 120 percent of the area median income, or a median family income that is more than 120 percent, in the case of a geography.

APPENDIX C



APPENDIX D

EXHIBIT 2								
Lending Inside and Outside the Assessment Area								
	Inside				Outside			
	#	%	\$ (000s)	%	#	%	\$ (000s)	%
Home Improvement	2	66.7	\$445	51.6	1	33.3	\$417	48.4
Home Purchase -	24	72.7	\$5,940	61.1	9	27.3	\$3,777	38.9
Multi-Family Housing	22	95.7	\$34,068	99.1	1	4.3	\$300	0.9
Refinancing	31	79.5	\$9,540	78.9	8	20.5	\$2,551	21.1
Total HMDA related	79	80.6	\$49,993	87.6	19	19.4	\$7,045	12.4
Small Bus. - Secured by Real	184	79.3	\$64,344	80.0	48	20.7	\$16,130	20.0
Small Business	607	76.1	\$180,754	74.2	191	23.9	\$62,920	25.8
Total Small Bus. related	791	76.8	\$245,098	75.6	239	23.2	\$79,050	24.4
TOTAL LOANS	870	77.1	\$295,091	77.4	258	22.9	\$86,095	22.6

EXHIBIT 1				
Summary of Lending Activity				
Loan Type	#	%	\$(000s)	%
Total Consumer related	0	0	\$0	0
Home Improvement	3	--	\$862	--
Home Purchase	33	--	\$9,717	--
Multi-Family Housing	23	--	\$34,368	--
Refinancing	39	--	\$12,091	--
Total HMDA related	98	9	\$57,038	15
Small Bus. - Secured by Real Estate	232	--	\$80,474	--
Small Business	798	--	\$243,674	--
Total Small Business related	1,030	91	\$324,148	85
Total Small Farm related	0	0	\$0	0
TOTAL LOANS	1,128	100	\$381,186	100