



PUBLIC DISCLOSURE

June 30, 2011

COMMUNITY REINVESTMENT ACT PERFORMANCE EVALUATION

Associated Bank, National Association
Charter Number: 23695

200 North Adams Street
Green Bay, WI 54301

Office of the Comptroller of the Currency

Midsized Bank Supervision
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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, and should not 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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General Information and Overall CRA Rating

The Community Reinvestment Act (CRA) requires each federal financial supervisory agency to use its authority, when examining financial institutions subject to its supervision, to assess the institution's record of meeting the credit needs of its entire community, including low- and moderate-income (LMI) neighborhoods, consistent with the safe and sound operation of the institution. Upon conclusion of such examination, the agency must prepare a written evaluation of the institution's record of meeting the credit needs of its community.

This document is an evaluation of the CRA performance of Associated Bank, N.A. (ABNA or the bank) issued by the OCC, the institution's supervisory agency, for the evaluation period ending June 30, 2011. The agency rates the CRA performance of an institution consistent with the provisions set forth in appendix A to 12 CFR Part 25.

Institution's CRA Rating: This institution is rated **Needs to Improve**.

The following table indicates the performance level of ABNA with respect to the Lending, Investment, and Service Tests:

Performance Levels	Associated Bank, National Association Performance Tests		
	Lending Test*	Investment Test	Service Test
Outstanding			
High Satisfactory	X		X
Low Satisfactory			
Needs to Improve			
Substantial Noncompliance		X	

* The Lending Test is weighted more heavily than the Investment and Service Tests when arriving at an overall rating.

The major factors that support this rating include:

- While the bank's performance under the Lending, Investment, and Service Tests as noted in the above table would have been a Satisfactory rating, the overall CRA rating was lowered from Satisfactory to Needs to Improve as discussed in the Fair Lending and Other Illegal Credit Practices section of this document.
- Lending activity reflects good responsiveness to credit needs.
- Overall good geographic distribution, where adequate home mortgage distribution was augmented by excellent small loans to businesses distribution.
- Overall borrower distribution of loans is good, as evidenced by good distribution of home mortgage loans and adequate distribution of small loans to businesses.

- Overall very poor level of community development (CD) investments.
- Branches are accessible to geographies and individuals of different income levels.
- Bank representatives provide an adequate amount of CD services that are responsive to assessment area needs.

Definitions and Common Abbreviations

The following terms and abbreviations are used throughout this performance evaluation, including the CRA tables. The definitions are intended to provide the reader with a general understanding of the terms, not a strict legal definition.

Affiliate: Any company that controls, is controlled by, or is under common control with another company. A company is under common control with another company if the same company directly or indirectly controls both companies. A bank subsidiary is controlled by the bank and is therefore an affiliate.

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 MA/assessment area.

Census Tract (CT): 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 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 (CD): 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 Small Business Administration Development Company or Small Business Investment Company programs size eligibility standards or have gross annual revenues of \$1 million or less; activities that revitalize or stabilize low- or moderate-income geographies, distressed or underserved nonmetropolitan middle-income geographies, or designated disaster areas; or loans, investments, and services that support, enable or facilitate projects or activities under HUD Neighborhood Stabilization Program criteria that benefit low-, moderate-, and middle-income individuals and geographies in the bank's assessment area(s) or outside the assessment area(s) provided the bank has adequately addressed the community development needs of its assessment area(s).

Community Reinvestment Act (CRA): The statute that requires the OCC to evaluate a bank's record of meeting the credit needs of its local community, consistent with the safe and sound operation of the bank, and to take this record into account when evaluating certain corporate applications filed by the bank.

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 Review: Performance under the Lending, Investment, and Service Tests is analyzed considering performance context, quantitative factors (e.g., geographic distribution, borrower distribution, and total number and dollar amount of investments), and qualitative factors (e.g., 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 conduct 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 applicants, the amount of loan requested, the disposition of the application (e.g., approved, denied, and withdrawn, loan pricing, the lien status of the collateral, any requests for preapproval, and loans for manufactured housing).

Home Mortgage Loans: Such loans include home purchase, home improvement, and refinancings, as defined in the HMDA regulation. These include loans for multifamily (five or more families) dwellings, manufactured housing, and one-to-four family dwellings other than manufactured housing.

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 Review: Performance under the Lending, Investment, and Service Tests is analyzed using only quantitative factors (e.g., 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 MA/assessment area.

Median Family Income (MFI): The median income determined by the U.S. Census Bureau every ten years and used to determine the income level category of geographies. Also, the median income determined by the Department of Housing and Urban Development annually that is used to determine the income level category of individuals. For any given area, the median is the point at which half of the families have income above it and half below it.

Metropolitan Area (MA): Any metropolitan statistical area or metropolitan division, as defined by the Office of Management and Budget, and any other area designated as such by the appropriate federal financial supervisory agency.

Metropolitan Division (MD): As defined by Office of Management and Budget, a county or group of counties within a Metropolitan Statistical Area that contains a population of at least 2.5 million. A Metropolitan Division consists of one or more counties that represent an employment center or centers, plus adjacent counties associated with the main county or counties through commuting ties.

Metropolitan Statistical Area: An area, defined by the Office of Management and Budget, as having at least one urbanized area that has a population of at least 50,000. The Metropolitan Statistical Area comprises the central county or counties, plus adjacent outlying counties having a high degree of social and economic integration with the central county as measured through commuting.

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 CD.

Rated Area: A rated area is a state or multi-state 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 multi-state metropolitan area, the institution will receive a rating for the multi-state 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.

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.

Tier One Capital: The total of common shareholders' equity, perpetual preferred shareholders' equity with non-cumulative dividends, retained earnings, and minority interests in the equity accounts of consolidated subsidiaries.

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

Description of Institution

Associated Bank, National Association (ABNA) is an interstate bank headquartered in Green Bay, Wisconsin. ABNA is a wholly-owned subsidiary of Associated Banc-Corp (ASBC), a multi-bank holding company headquartered in Green Bay, Wisconsin.

ABNA provides traditional commercial and retail banking services through its 250 retail branch banking offices serving over 150 communities in Wisconsin, Minnesota, and Illinois. ABNA is the largest bank (by asset size) headquartered in the State of Wisconsin. In addition, the bank is the largest volume home mortgage loan originator and Small Business Administration Guaranteed Loan originator in the State of Wisconsin.

As of December 31, 2010, the bank reported total assets of \$21.6 billion, total deposits of \$15.7 billion, and Tier I capital of \$2.0 billion. ABNA's loans represent 59 percent of total assets. The loan portfolio consisted of 70 percent real estate loans, of which commercial real estate (37 percent) and residential real estate loans (57 percent) made up a significant majority of the portfolio. Commercial and industrial loans made up 20 percent of the total loan portfolio, and consumer loans accounted for five percent of the total loan portfolio. Farm and agricultural loans represent a very small percentage of the bank's loan portfolio.

There were no significant mergers or organizational changes that occurred within ABNA or ASBC during the evaluation period.

The assessment period included the financial crisis often characterized as the "Great Recession" which officially lasted from December 2007 to June 2009. The Great Recession included high levels of unemployment and a tightening of lending standards. The period included a significant decline in housing values and loss of wealth, which led to sharp cutbacks in consumer spending.

Associated Bank, N.A., was not immune to these challenges as the financial condition of the institution deteriorated and had a direct impact on its ability to meet the credit needs of the communities it serves. Credit quality deteriorated causing a rise in problem loan levels. Bank staff were focused on addressing these challenges, which limited the time and dollar amount of credit that was available to meet the credit needs of the communities it serves.

ABNA received a Satisfactory CRA rating at its previous CRA evaluation dated November 10, 2006. Appendix A contains a complete listing of the subsidiaries, affiliates, and products included in this evaluation.

Scope of the Evaluation

Evaluation Period/Products Evaluated

This evaluation considers home mortgage loans, small loans to businesses, retail banking services, and qualified CD lending, investments, and services. Lending Test conclusions were based on the HMDA and small business loans reported from January 1, 2006 to December 31, 2010. Community development loans originated from November 1, 2006 to December 31, 2010 were also included in the Lending Test. The evaluation period for the Investment Test

was from November 1, 2006 to June 30, 2011. The evaluation period for the Service Test was from November 1, 2006 to December 31, 2010. We analyzed those products where the bank originated or purchased at least 20 loans within an Assessment Area (AA) during the evaluation period.

Data Integrity

Examiners tested the accuracy of the bank's reported data used in this evaluation. This included public data on home mortgage purchase, refinance, improvement, and multifamily loans; and, small loans to businesses and farms. We also verified the bank's reporting of CD loans, investments, and services.

Selection of Areas for Full-Scope Review

We selected one or more assessment areas in each state and multistate metropolitan area where the bank has an office for a full-scope review. Refer to the "Scope" section under each State and Multistate Metropolitan Area Rating section (MMSA), as applicable for details regarding how the areas were selected.

Ratings

The bank's overall rating is a blend of the state ratings and multistate metropolitan statistical area ratings. Performance in the State of Wisconsin received the most emphasis, followed by the Chicago-Naperville-Joliet multistate MSA (Chicago MMSA), and the Minneapolis-St. Paul-Bloomington multistate MSA (Minneapolis MMSA). This reflects the fact that Wisconsin held 70 percent of ABNA's deposits, 68 percent of branches, and 76 percent of reported retail loans. In the Chicago MMSA, the bank had 11 percent of its deposits, 10 percent of its branches, and five percent of reported retail loans. In the Minneapolis MMSA, the bank had nine percent of its deposits, nine percent of its branches, and seven percent of reported retail loans.

The multistate metropolitan area ratings and state ratings are based primarily on those areas that received full-scope reviews. Refer to the "Scope" section under each State and Multistate Metropolitan Area Rating section for details regarding how the areas were weighted in arriving at the respective ratings.

Additionally, when evaluating the bank's performance under the lending test, we placed greater emphasis on the bank's distribution of home mortgage loans than the distribution of small business loans. Within the home mortgage category, greater emphasis was placed on home refinance loans, somewhat lesser emphasis on home purchase loans, and minimal emphasis on home improvement loans. We placed emphasis on home loans due to it being the bank's primary loan product and based on the affordable housing credit needs in all AAs. Secondary emphasis was placed on small business loan performance due to the identified community credit need in all AAs. Some AAs were also evaluated on the bank's performance in providing small loans to farms or multifamily loans, when the loan volume in the assessment area was 20 or above.

Community Contacts

This evaluation includes our analysis of information we obtained from six community contact interviews made during the evaluation and seven existing community contacts with representatives of social service groups, local community officials, and small business development organizations within the bank's assessment areas.

Information from community contacts for the full-scope assessment areas is summarized in Appendix C, Market Profiles for Full-Scope Areas.

Other Performance Data – Lending Test

Inside/Outside Ratio

A substantial majority of the bank's reported loans were originated within its assessment areas. During this evaluation period, 94 percent of small business loans, 79 percent of home purchase loans, 92 percent of home improvement loans, and 91 percent of home refinance loans were originated inside the assessment areas.

Product Innovation and Flexibility

Bankwide, the bank makes limited use of innovative or flexible loan programs. This had a neutral impact lending test conclusions. These loans were considered in the other retail lending criteria within the lending test, as applicable.

Fair Lending or Other Illegal Credit Practices Review

Pursuant to 12 C.F.R. 25.28(c) or 12 C.F.R. 195.28(c), in determining a national bank's or Federal savings association's (collectively, bank) CRA rating, the OCC considers evidence of discriminatory or other illegal credit practices in any geography by the bank, or in any assessment area by an affiliate whose loans have been considered as part of the bank's lending performance. As part of this evaluation process, the OCC consults with other federal agencies with responsibility for compliance with the relevant laws and regulations, including the U.S. Department of Justice, the U.S. Department of Housing and Urban Development, and the Consumer Financial Protection Bureau.

The OCC identified the following public information regarding non-compliance with the statutes and regulations prohibiting discriminatory or other illegal credit practices with respect to this institution:

- The U.S. Department of Housing and Urban Development (HUD) conducted an analysis of the bank's mortgage lending activity and concluded such activity constituted a smaller share of the market in higher-minority population census tracts than elsewhere for the period 2008 - 2010. While HUD did not determine there was evidence of any violation of the Fair Housing Act or other federal statute or regulation and Associated denied any allegation that it engaged in discriminatory lending on a prohibited basis, the bank signed a conciliation Agreement with HUD on a voluntary basis in May 2015 that runs for three years from the effective date of the agreement. Associated agreed to take actions to better help meet the mortgage needs of residents located in higher-minority census tracts and increase investment in these communities.

The OCC also identified the following non-public information based on examination work performed by the OCC.

- The Bank violated Section 5 of the Federal Trade Commission (FTC) Act by engaging in deceptive practices related to the enrollment and billing of Debt Cancellation Products (DCP) offered through various third party vendors. Associated agreed to remediate the affected customers and has completed this process.

As a result of these findings, the overall CRA rating was lowered from Satisfactory to Needs to Improve.

The OCC will consider any evidence of discriminatory, or other illegal credit practices relative to this institution, that other regulators may provide to the OCC before the end of the institution's next performance evaluation in that subsequent evaluation; even if the information provided concerns activities that occurred during the evaluation period addressed in this performance evaluation.

Multistate Metropolitan Area Rating

Chicago-Naperville-Joliet IL-IN-WI MSA

CRA rating for the Chicago-Naperville-Joliet MSA¹: Satisfactory

The lending test is rated: Low Satisfactory

The investment test is rated: Low Satisfactory

The service test is rated: Low Satisfactory

The major factors that support this rating include:

- Excellent level of lending activity.
- Adequate distribution of home mortgage loans among geographies of different income levels.
- Excellent distribution of home mortgage loans among borrowers of different income levels.
- Excellent distribution on small loans to business among geographies of different income levels.
- Poor distribution of small loans to businesses among businesses of different income levels.
- Overall, poor Lending Test performance in the limited-scope area had a negative impact on the Lending Test rating in the MMSA.
- Excellent CD investment performance in the full-scope AA, with very poor performance in the limited-scope AA. The limited-scope AA performance had a significantly negative impact on the overall Investment Test rating.
- An accessible branch delivery system to low- and moderate-income geographies and individuals, with poor CD service performance in the full-scope AA.
- Overall, poor Service Test performance in the limited-scope area had a negative impact on the Service Test rating in the MMSA.

¹ This rating reflects performance within the multistate metropolitan area. The statewide evaluations do not reflect performance in the parts of those states contained within the multistate metropolitan area.

Description of Institution's Operations in the Chicago-Naperville-Joliet IL-IN-WI MSA

ABNA has two assessment areas (AAs) in the Chicago-Naperville-Joliet MMSA (Chicago MMSA). These AAs are the Chicago-Naperville-Joliet MD (Chicago MD) and the Lake County-Kenosha County MD (Lake-Kenosha MD). In the entire MMSA, the bank ranked 22nd in deposits among 274 other depository financial institutions with a 0.68 percent market share. Major competitors include JPMorgan Chase Bank NA, Bank of America, NA, and BMO Harris Bank NA with market shares of 17 percent, 11 percent, and nine percent, respectively.

Refer to the market profiles for the Chicago MMSA in appendix C for detailed demographics and other performance context information for the AA that received a full-scope review.

Scope of Evaluation in the Chicago MMSA

We performed a full-scope review of the Lake-Kenosha MD and a limited-scope review of the Chicago MD. ABNA's primary credit products in the Lake-Kenosha MD are home mortgage and business loans. Of the bank's \$359 million reported loans in this area, \$270 million (or 75 percent) are home mortgage loans and \$89 million (or 25 percent) are small loans to businesses. The bank did not originate or purchase a sufficient volume of small loans to farms in either AA or multifamily loans in the Lake-Kenosha MD during the evaluation period to perform a meaningful analysis.

Refer to Appendix A for a more detailed listing of the bank's Chicago MMSA AAs.

LENDING TEST

Conclusions for Areas Receiving Full-Scope Reviews

Lending test performance in the Chicago MMSA is rated Low Satisfactory. Bank performance in the Lake-Kenosha MD AA is good. Performance in the limited-scope area negatively impacted the overall Lending Test rating for the MMSA.

Lending Activity

Refer to the Multistate AAs Table 1 (Lending Volume) in Appendix D for the facts and data used to evaluate the bank's lending activity.

Lending volume represents an excellent level of responsiveness in relation to AA credit needs, bank deposits, and the highly competitive nature of this market. ABNA deposit market share is very small and represents 0.96 percent of area deposits. ABNA ranks 30th of the 51 depository financial institutions with a deposit presence in the area. In overall home mortgage lending, ABNA ranked 25th with a one percent market share among 549 active home mortgage lenders. For small loans to businesses, the bank ranked 27th with a 0.41 percent market share among 107 active small business lenders.

Distribution of Loans by Income Level of the Geography

The overall geographic distribution of loans is good, as evidenced by an adequate distribution of home mortgage loans and an excellent distribution of small loans to businesses.

Home Mortgage Loans

Refer to the Multistate AAs Tables 2, 3, 4, and 5 in Appendix D for the facts and data used to evaluate the geographic distribution of the bank's reportable home mortgage loans.

The geographic distribution of home refinance loans is adequate, the distribution of home purchase loans is adequate, and the distribution of home improvement loans is good. Home refinance loans received the most weight in our assessment, followed by home purchase and home improvement loans. These loans represent 68 percent, 18 percent, and 14 percent of the bank's home mortgage lending in this area (by number), respectively. We weighted moderate-income tract performance somewhat more heavily in our assessment as there is significantly more opportunity for lending. There are 41,902 owner-occupied housing units in moderate-income tracts, compared to 3,126 owner-occupied housing units in low-income tracts.

Performance in moderate-income areas is adequate. For refinance loans, the moderate-income tract distribution is somewhat lower than the demographic comparator. The moderate-income tract market share; however, significantly exceeds the overall product market share. For home purchase loans, the moderate-income tract distribution is somewhat lower than the demographic comparator, and the moderate-income tract market share is somewhat lower than the overall product market share. For home improvement loans, the moderate-income tract distribution is near to the demographic comparator; and the moderate-income tract market share significantly exceeds the overall product market share.

Performance in low-income areas is very poor. For refinance and home purchase loans, the low-income tract distributions are significantly below the demographic comparators. For home improvement loans, the low-income tract distribution exceeds the demographic comparator. The low-income tract market share indicators are significantly lower than overall product market shares for refinance and home improvement loans. The bank's market share; however, significantly exceeds the indicator for home purchase loans.

Small Loans to Businesses

Refer to the Multistate AAs Table 6 in Appendix D for the facts and data used to evaluate the geographic distribution of the bank's reportable business loans.

The overall geographic distribution of business loans is excellent. Performance in moderate-income areas is excellent. The moderate-income tract distribution significantly exceeds the demographic comparator, and the moderate-income tract market share significantly exceeds the bank's overall share of reported business loans.

Performance in low-income areas is excellent. The low-income tract distribution approximates the demographic comparator; and the low-income tract market share significantly exceeds the bank's overall share of reported business loans.

Lending Gap Analysis

We reviewed various summary reports and analyzed the bank's home mortgage and small business lending activity during the evaluation period to identify any gaps in the geographic distribution of loans. We did not identify any unexplained conspicuous gaps.

Distribution of Loans by Income Level of the Borrower

The overall borrower distribution of loans is good, as evidenced by an excellent distribution of home mortgage loans and poor distribution of small loans to businesses.

Home Mortgage Loans

Refer to the Multistate AAs Tables 8, 9 and 10 in Appendix D for the facts and data used to evaluate the borrower distribution of the bank's reportable home mortgage loans.

The borrower distribution of home refinance loans, home purchase loans, and home improvement loans is excellent. Refinance loans received the most weight in our assessment, followed by home purchase, and home improvement loans.

Performance with moderate-income borrowers is excellent. Moderate-income distributions significantly exceed the demographic comparator for all three home mortgage products. The moderate-income market share substantially exceeds the overall product market share for refinance and home improvement loans. It is equal to the overall product market share for home purchase loans.

Performance with low-income borrowers is adequate. While low-income distributions are lower than the demographic comparator, our assessment gives consideration to the level of poverty in the area. The low-income distribution is somewhat lower than the demographic comparator for refinance and home purchase loans, and is considered good. Low-income distribution is near to the demographic comparator for home improvement loans, and is considered excellent. In addition, the low-income market share significantly exceeds the overall product share for refinance and home improvement loans. It is somewhat lower than the overall product share for home purchase loans.

Small Loans to Businesses

Refer to the Multistate AAs Table 11 in Appendix D for the facts and data used to evaluate the borrower distribution of the bank's reported business loans.

The distribution of loans to businesses of different sizes is poor. The percentage of loans to small businesses (i.e., those with gross annual revenues of \$1 million or less) is significantly lower than the demographic comparator. The bank's market share of such loans significantly exceeds the overall product market share.

Community Development Lending

Refer to Multistate Table 1 in Appendix D for the facts and data used to evaluate the bank's level of CD lending. This table includes all CD loans, including multifamily loans that also qualify as CD loans. In addition, Table 5 includes geographic lending data on all multifamily loans, including those that also qualify as CD loans, but does not separately list CD loans.

The bank did not originate any CD loans in the AA during the evaluation period. The absence of CD lending had a neutral impact on our lending test assessment.

Conclusions for Areas Receiving Limited-Scope Reviews

Based on limited-scope reviews, bank performance in the Chicago MD AA is weaker than the overall Low Satisfactory rating for the MMSA, and is considered poor. This performance is due to weaker geographic and borrower income distribution in the AA. Performance in the Chicago AA has an impact on the overall Lending Test for the MMSA, due to the volume of deposits (90 percent), reportable loans (70 percent), and branches (67 percent) in the AA. As a result, performance in the Chicago AA has a negative impact on the state rating, lowering it from High Satisfactory to Low Satisfactory. Refer to Multistate Tables 1 through 12 in Appendix D for the facts and data that supports this conclusion.

INVESTMENT TEST

Conclusions for Areas Receiving Full-Scope Reviews

Investment test performance in the Chicago MMSA is rated Low Satisfactory. Bank performance in the Lake-Kenosha MD full-scope area is excellent in relation to bank capacity, identified area needs, and available investment opportunities. Performance in the limited-scope area had a significantly negative impact on the overall Investment Test rating for the MMSA.

ABNA made eight investments during the evaluation period totaling nearly \$2.6 million. The investments consist mainly of investments and donations, which are generally routine and non-complex but responsive to identified needs for affordable housing and economic development.

Current period investments consist of:

- One investment of more than \$2.2 million, which represented a low-income housing tax credit for the acquisition and rehabilitation of a 48-unit complex in Kenosha with Section 8 assistance.
- One mortgage-backed security targeted to low- and moderate-income borrowers totaling \$342 thousand.
- Six charitable contributions for CD purposes totaling \$8 thousand, most of which promote small business lending.

Prior period investments consisted of one mortgage-backed security with an outstanding balance of \$8 thousand.

Conclusions for Areas Receiving Limited-Scope Reviews

Based on a limited-scope review, bank performance in the Chicago MD AA is weaker than the overall Low Satisfactory rating for the MMSA, and is considered very poor. Performance in the Chicago AA has an impact on the overall Investment Test for the MMSA, due to the volume of deposits (90 percent), reportable loans (70 percent), and branches (67 percent) in the AA. With a very poor conclusion, performance in the Chicago AA has a significantly negative impact on the state rating, lowering it from Outstanding to Low Satisfactory. Refer to Table 14 in the Multistate section of Appendix D for the facts and data used to evaluate the bank's level of qualified investments.

SERVICE TEST

Conclusions for Areas Receiving Full-Scope Reviews

Service test performance in the Chicago MMSA is rated Low Satisfactory. Bank performance in the Lake-Kenosha MD AA is good. Performance in the limited-scope area negatively impacted the overall Lending Test rating for the MMSA.

Retail Banking Services

Refer to the Multistate AAs Table 15 in Appendix D for the facts and data used to evaluate the distribution of the bank's branch delivery system and branch openings and closings.

ABNA's branch distribution is excellent as its service delivery systems are readily accessible to essentially all portions of the AA. The bank has nine branches in the Lake-Kenosha AA. The bank does not have any branches in the eight low-income census tracts; however, only approximately 28,000 individuals reside in these geographies. The bank has three branches in moderate-income geographies. The percentage of bank branches in moderate-income areas exceeds the percentage of population residing in those areas. There were no branch openings or closings during the evaluation period. There is no material difference in services offered at branch locations. Branch hours do not vary in a way that inconveniences its AA, particularly low- and moderate-income geographies and individuals.

Community Development Services

The bank provided a poor level of CD services during the review period. Bank employees provided CD services to three different organizations that promote CD initiatives in the AA. The services included technical assistance on financial matters as a Board member or Treasurer to organizations that promote economic revitalization and development needs or assist in improving financial literacy for low- and moderate-income individuals. This performance has a negative impact on the overall Service Test conclusion for the Lake-Kenosha AA.

Conclusions for Areas Receiving Limited-Scope Reviews

Based on a limited scope review, bank performance in the Chicago MD AA is weaker than the Low Satisfactory Service Test rating in the MMSA, and is considered poor. Performance in the Chicago AA has an impact on the overall Service Test for the MMSA, due to the volume of deposits (90 percent), reportable loans (70 percent), and branches (67 percent) in the AA. As a result, performance in the Chicago AA has a negative impact on the state rating, lowering it from High Satisfactory to Low Satisfactory. Refer to Multistate Table 15 in Appendix D for the facts and data that supports this conclusion.

Minneapolis-St. Paul-Bloomington MN-WI MSA

CRA rating for the Minneapolis-St. Paul-Bloomington MSA²: Needs to Improve

The lending test is rated: **Low Satisfactory**
 The investment test is rated: **Substantial Noncompliance**
 The service test is rated: **High Satisfactory**

The major factors that support this rating include:

- Adequate level of lending activity.
- Poor distribution of home mortgage loans among geographies of different income levels.
- Excellent distribution of home mortgage loans to borrowers of different income levels.
- Excellent distribution of small loans to businesses among geographies of different income levels.
- Poor distribution of small loans to businesses among businesses with different revenue levels.
- Very poor level of CD investments.
- Branch offices that are accessible to geographies and persons of different income levels.
- Adequate level of CD services.

Description of Institution's Operations in the Minneapolis-St. Paul-Bloomington (MN-WI) MSA (Minneapolis MSA)

ABNA has one AA in the Minneapolis MSA that includes a portion of the MMSA. The bank operates 25 branch offices in the AA with \$1.6 billion or nine percent of total bank deposits and \$1.8 billion or nine percent of its reported loans. Major competitors include Wells Fargo Bank NA, US Bank National Association, and TCF National Bank with deposit market shares of 37 percent, 28 percent, and five percent, respectively.

ABNA's primary credit products in the AA are home mortgage loans and small loans businesses. Of the bank's \$1.8 billion of reported loans in this area: \$1 billion or 58 percent are home mortgage loans; \$747 million or 41 percent are small loans to businesses; and \$9 million (99 loans by number) or less than one percent are farm loans.

² This rating reflects performance within the multistate metropolitan area. The statewide evaluations do not reflect performance in the parts of those states contained within the multistate metropolitan area.

Refer to the market profiles for the Minneapolis MMSA in Appendix C for detailed demographics and other performance context information for the AA that received a full-scope review.

Scope of Evaluation in the Minneapolis MSA

We performed a full-scope review of the bank's Minneapolis MSA and rated the bank's performance entirely on this assessment. Refer to Appendix A for more information on the Minneapolis AA.

The OCC contacted community contacts in the Minneapolis MSA and utilized other contacts completed within the evaluation period. The contacts included organizations involved with small business development and financing, affordable housing development, and social services for low- and moderate-income residents. Refer to Appendix C for detailed demographics and other performance context information related to the Minneapolis MSA.

LENDING TEST

Conclusions for Areas Receiving Full-Scope Reviews

Lending test performance in the Minneapolis MSA is rated Low Satisfactory. Bank performance in the full-scope area is adequate.

Lending Activity

Refer to the Multistate AAs Table 1 (Lending Volume) in Appendix D for the facts and data used to evaluate the bank's lending activity.

Lending levels reflect an adequate level of responsiveness in relation to area credit needs, bank deposits, and the highly competitive nature of this market. ABNA has the sixth largest share of deposits but only two percent of the AA's deposits out of 145 depository financial institutions in the area. ABNA's deposits total \$1.6 billion and represent nine percent of bank-wide deposits. In overall home mortgage lending, the bank ranked 17th with a one percent market share among 674 active home mortgage lenders. For small loans to businesses, ABNA ranked 13th with a 0.77 percent market share among 108 active small business lenders.

Distribution of Loans by Income Level of the Geography

The overall geographic distribution of loans in the assessment areas is adequate, as evidenced by a poor distribution of home mortgage loans but an excellent distribution of small business and small farm loans.

Home Mortgage Loans

Refer to the Multistate AAs Tables 2, 3, 4, and 5 in Appendix D for the facts and data used to evaluate the geographic distribution of the bank's reportable home mortgage loans.

The geographic distribution of home refinance loans is poor, the distribution of home purchase loans is adequate, the distribution of home improvement loans is adequate, and the distribution of multifamily loans is good. Refinance loans received the most weight in our assessment, followed by home purchase, home improvement, and multifamily loans. These loans represent 57 percent, 23 percent, 19 percent, and one percent of the bank's home mortgage loans for this area (by number), respectively. We weighted moderate-income tract performance somewhat more heavily in our assessment as there were more opportunity for moderate-income tract lending. There are 106,593 owner-occupied housing units in moderate-income tracts compared to 12,349 owner-occupied housing units in low-income tracts.

Performance in moderate-income areas is poor. For refinance loans, the moderate-income tract distribution is significantly lower than the demographic comparator. In addition, the moderate-income tract market share is lower than the overall product share. For home purchase loans, the moderate-income tract distribution is lower than the demographic comparator, and the moderate-income tract market share is lower than the overall product share. For home improvement loans, the moderate-income tract distribution is somewhat lower than the demographic comparator. The moderate-income tract market share is near to the overall product share. For multifamily loans, the moderate-income tract distribution exceeds the demographic comparator. The moderate-income tract market share is near to the overall product share.

Performance in low-income areas is poor. For refinance loans, the distribution in low-income geographies is significantly lower than the demographic comparator. In addition, the low-income market share is somewhat lower than the overall product share. For home purchase loans, the low-income geographic distribution is somewhat lower than the demographic comparator, and the low-income market share exceeds the overall product share. For home improvement loans, the low-income geographic distribution is lower than the demographic comparator, but the low-income market share significantly exceeds the overall product share. For multifamily loans, the low-income tract distribution exceeds the demographic comparator. The bank did not achieve a market share in low-income geographies.

Small Loans to Businesses

Refer to the Multistate AAs Table 6 in the Appendix D for the facts and data used to evaluate the geographic distribution of the bank's reportable business loans.

The geographic distribution of small business loans is excellent. Performance in moderate-income areas is excellent. The moderate-income geographic distribution exceeds the demographic comparator, and the moderate-income market share significantly exceeds the bank's overall share of reported business loans.

Performance in low-income areas is excellent. The low-income geographic distribution significantly exceeds the demographic comparator, and the low-income market share significantly exceeds the bank's overall share of reported business loans.

Small Loans to Farms

Refer to the Multistate AAs Table 7 in the Appendix D for the facts and data used to evaluate the geographic distribution of the bank's reportable business loans.

The geographic distribution of small farm loans is excellent. Our conclusion is based on performance in moderate-income geographies, as only 50 farms are located in the low-income geographies. Performance in moderate-income areas is excellent. The moderate-income geographic distribution exceeds the demographic comparator, and the moderate-income market share significantly exceeds the bank's overall share of reported business loans.

The bank did not originate or purchase any small farm loans in low-income geographies during the evaluation period.

Lending Gap Analysis

We reviewed various summary reports and analyzed the bank's home mortgage and small business lending activity during the evaluation period to identify any gaps in the geographic distribution of loans. We did not identify any unexplained conspicuous gaps.

Distribution of Loans by Income Level of the Borrower

The overall borrower distribution of loans is good, as evidenced by an excellent distribution of home mortgage loans, poor distribution of small business loans, and good distribution of small farm loans.

Home Mortgage Loans

Refer to the Multistate AAs Tables 8, 9 and 10 in Appendix D for the facts and data used to evaluate the borrower distribution of the bank's reportable home mortgage loans.

The borrower distribution is excellent for home refinance loans, home purchase loans, and home improvement loans.

Performance with moderate-income borrowers is excellent. The percentage of loans made to moderate-income borrowers significantly exceeds the demographic comparator for refinance and home purchase loans. In addition, the bank's percentage of home improvement loans made to moderate-income borrowers approximates the demographic comparator. The bank's moderate-income market share substantially exceeds the overall product share for refinance loans and exceeds the product market share home improvement loans. Moderate-income markets share is somewhat lower than the overall product share for home purchase loans.

Performance with low-income borrowers is good. While low-income distributions are lower than the demographic comparator, our assessment gives consideration to the level of poverty in the area and considers distribution for home refinance, home purchase, and home improvement good. In addition, the bank's market share for low-income borrowers significantly exceeds the overall market share for refinance and home improvement loans. It is lower than the overall market share for home purchase loans.

Small Loans to Businesses

Refer to the Multistate AAs Table 11 in Appendix D for the facts and data used to evaluate the borrower distribution of the bank's reported business loans.

The distribution of small loans to businesses of different sizes is poor. The percentage of small loans to small businesses (i.e., those with gross annual revenues of \$1 million or less) is lower than the demographic comparator, and the bank's market share of such loans is somewhat lower than the overall product share.

Small Loans to Farms

Refer to the Multistate AAs Table 12 in Appendix D for the facts and data used to evaluate the borrower distribution of the bank's reported business loans.

The distribution of small loans to farms of different sizes is good. The percentage of small loans to small farms (i.e., those with gross annual revenues of \$1 million or less) is lower than the demographic comparator, and the bank's market share of such loans exceeds the overall product share.

Community Development Lending

Refer to Multistate Table 1 in Appendix D for the facts and data used to evaluate the bank's level of CD lending. This table includes all CD loans, including multifamily loans that also qualify as CD loans. In addition, Table 5 includes geographic lending data on all multifamily loans, including those that also qualify as CD loans, but does not separately list CD loans.

CD lending had a positive impact on lending performance in the AA. ABNA originated 13 CD loans totaling \$11.7 million. These loans, while not considered flexible or innovative, were to organizations that provided needed CD services to low- and moderate-income individuals.

INVESTMENT TEST

Conclusions for Areas Receiving Full-Scope Reviews

Investment test performance in the Minneapolis MSA is rated Substantial Noncompliance. Bank performance in this full-scope area is very poor in relation to bank capacity, identified area needs, and available investment opportunities.

Refer to the Multistate AAs Table 14 in Appendix D for the facts and data used to evaluate the bank's level of qualified investments.

The bank originated a very poor level of qualified investments and grants during the evaluation period. This assessment is based on the number and dollar volume of investments in relation to the bank's capacity, identified needs and investment opportunities in the AA. Community contacts confirmed that several CD investment opportunities exist in the AA.

The bank originated CD investments totaling \$967 thousand during the evaluation period. The investments are generally routine and non-complex. However, the investments are responsive to the need for affordable housing and economic development.

Current period investments consist of:

- One investment of \$216 thousand in a small business investment company designed to promote economic development.
- One new market tax credit project in the amount of \$524 thousand designed to promote commercial lending.
- 57 charitable contributions for CD purposes totaling \$227 thousand including donations to nonprofit organizations that focus on providing social services to low- and moderate-income persons, low-income housing, and economic development through the financing of small businesses.

Prior period investments consist of new market tax credits and small business investment company investments with outstanding balances totaling \$1.2 million designed to promote economic development.

SERVICE TEST

Service test performance in the Minneapolis MSA is rated High Satisfactory. Bank performance in this full-scope area is good.

Conclusions for Areas Receiving Full-Scope Reviews

Performance in the Minneapolis MSA is good as evidenced by accessible retail delivery systems and an adequate level of CD services.

Retail Banking Services

Refer to the Multistate AAs Table 15 in Appendix D for the facts and data used to evaluate the distribution of the bank's branch delivery system and branch openings and closings.

ABNA's branch distribution is good, providing access to banking services in low- and moderate-income geographies. The percentage of bank branches in low-income geographies was substantially greater than the percentage of the population in those geographies. The percentage of branches located in moderate-income geographies was below the percentage of the population located in those geographies. Branch openings and closings have generally not adversely affected the accessibility of products and services to low- and moderate-income geographies or individuals. The bank closed two branches in middle-income geographies and opened one branch in an upper-income geography.

There are no material difference in services offered at branch locations. Branch hours do not vary in a way that inconveniences its AA, particularly low- and moderate-income geographies and individuals.

Community Development Services

ABNA provided an adequate level of CD services during the evaluation period. Bank employees provided CD services to 14 different organizations that promote CD initiatives. The majority of services (12) provided technical assistance on financial matters, principally as Board or committee members, to organizations that promote economic revitalization and development needs.

State Rating

State of Wisconsin

CRA Rating for Wisconsin³:	Satisfactory
The lending test is rated:	High Satisfactory
The investment test is rated:	Substantial Noncompliance
The service test is rated:	High Satisfactory

The major factors that support this rating include:

- Good volume of lending activity.
- Good overall distribution of home mortgage loans among borrowers of different income levels.
- Adequate distribution of home mortgage loans by income level of geography.
- Excellent geographic distribution of small loans to businesses and an adequate distribution of loans to businesses based on business revenue.
- Very poor level of CD investments.
- Retail delivery systems that are accessible to geographies and individuals of different income levels.
- Adequate level of CD services.

Description of Institution's Operations in Wisconsin

The bank operates 190 branch offices throughout the bank's 13 AAs in Wisconsin. ABNA's primary credit product in Wisconsin is home mortgage loans. Of the bank's 105,468 reported loans in this state: 83 percent are home mortgage loans, 16 percent are small business loans, and less than one percent are farm loans. The bank held deposits of \$11.8 billion within Wisconsin, or 70 percent the bank's total deposits. ABNA ranked 3rd among 291 depository institutions with a 9.6 percent deposit market share in the state. Major competitors include BMO Harris, NA and US Bank, NA, with deposit market shares of 19 percent and 12 percent, respectively. The bank's performance in this state had the greatest impact on its overall CRA rating.

³ For institutions with branches in two or more states in a multistate metropolitan area, this statewide evaluation does not reflect performance in the parts of this state contained within the multistate metropolitan area. Refer to the multistate metropolitan area rating and discussion for the rating and evaluation of the institution's performance in that area.

Refer to the market profiles for the state of Wisconsin in appendix C for detailed demographics and other performance context information for the AAs that received full-scope reviews.

Scope of Evaluation in Wisconsin

We conducted full-scope reviews in the Green Bay and Madison MSA AAs. The Green Bay AA represents 12 percent of the bank's reported lending and 28 percent of the bank's deposits in Wisconsin, while the Madison AA represents 13 percent of its reported lending and nine percent of its deposits within Wisconsin. Of the two full-scope areas, the Green Bay AA received more emphasis than the Madison AA in arriving at overall conclusions. In evaluating the bank's overall lending performance, we gave greater weight to home mortgage lending. By volume, home mortgage lending represented 85 percent and 82 percent of the bank's loan originations in Green Bay and Madison, respectively. The bank did not originate or purchase a sufficient volume of multifamily loans in the Green Bay AA to perform a meaningful analysis. Limited-scope reviews were performed on the remaining Wisconsin AAs.

Refer to Appendix A for a more detailed listing of the bank's Wisconsin AAs.

LENDING TEST

Conclusions for Areas Receiving Full-Scope Reviews

Lending test performance is rated High Satisfactory. Bank performance in the Green Bay and Madison AAs is good.

Lending Activity

Refer to Wisconsin Table 1 (Lending Volume) in Appendix D for the facts and data used to evaluate the bank's lending activity.

Green Bay MSA:

Lending levels in the Green Bay MSA reflect good responsiveness in relation to area credit needs and bank deposits from this market. Over the five-year evaluation period, ABNA originated/purchased \$1.7 billion reportable home mortgage, business, and farm loans in this AA. With \$4.8 billion in deposits, ABNA ranked first in deposit market share of 27 financial institutions with a deposit presence in the AA, with a 53 percent market share. In overall mortgage lending, the bank ranked first with a 15 percent market share among 286 active home mortgage lenders. For small loans to businesses, ABNA ranked eighth with a five percent market share among 45 active small business lenders.

Madison MSA:

Lending levels in the Madison MSA reflect good responsiveness in relation to area credit needs and bank deposits from this market. Over the five-year evaluation period, ABNA originated/purchased \$1.9 billion reportable home mortgage, business, and farm loans in this AA. With \$1.0 billion in deposits, ABNA ranked fourth in deposit market share of 52 financial institutions with a deposit presence in the AA, with a seven percent market share. In overall

mortgage lending, the bank ranked fourth with a six percent market share among 392 active home mortgage lenders. For small loans to businesses, ABNA ranked ninth with a four percent market share among 56 active small business lenders.

Distribution of Loans by Income Level of the Geography

The overall geographic distribution of loans is good, as evidenced by good geographic distribution in both the Green Bay and Madison AAs. Within the Green Bay AA, adequate home mortgage performance is augmented by excellent small loans to businesses and small loans to farms performance. In the Madison AA, good home mortgage, excellent small loans to businesses, and excellent small loans to farms performance is evidenced. In both AAs, our geographic distribution analysis emphasized home mortgage products more heavily than small loans to businesses.

Home Mortgage Loans

Refer to Wisconsin Tables 2, 3, 4, and 5 in Appendix D for the facts and data used to evaluate the geographic distribution of the bank's reportable home mortgage loans.

Green Bay MSA:

The geographic distribution of home refinance loans is adequate, the distribution of home purchase is adequate, and the distribution of home improvement loans is good. Refinance loans received the most weight in the evaluation, followed by home purchase and home improvement loans. These loans respectively represent 70 percent, 22 percent, and eight percent of the bank's 2006 through 2010 home mortgage lending in this area (by number).

Performance in moderate-income areas is adequate. For refinance loans, the distribution in moderate-income geographies is lower than the demographic comparator. However, the market share is somewhat lower than the overall market share. For home purchase loans, the distribution in moderate-income geographies is somewhat lower than the demographic comparator. The moderate-income market share is also somewhat lower than the overall market share for these geographies. For home improvement loans, penetration in moderate-income geographies approximates the demographic comparator, but the moderate-income tract market share is lower than the overall product market share.

There are no low-income geographies in the AA.

Madison MSA:

The geographic distribution of home refinance loans is good, the distribution of home purchase loans is adequate, the distribution of home improvement loans is good, and the distribution of multifamily loans is good. Refinance loans received the most weight in the evaluation, followed by home purchase and home improvement loans. These loans respectively represent 60 percent, 26 percent, 13 percent, and one percent of the bank's 2006 through 2010 home mortgage lending in this area (by number). Also, we gave greater weight to performance in the moderate-income geographies as there are more opportunities to lend in these geographies when compared to low-income geographies. There are 18,304 owner-occupied housing units

in moderate-income tracts, compared to 707 owner-occupied housing units in low-income geographies.

Performance in moderate-income areas is good. For refinance loans, the distribution in moderate-income geographies is lower than the demographic comparator. However, the market share in these geographies exceeds the overall market share. For home purchase loans, the moderate-income tract distribution is somewhat lower than the demographic comparator, and the moderate-income tract market share is also somewhat lower than the overall product market share. For home improvement loans, the moderate-income tract distribution is near the demographic comparator, and the moderate-income tract market share significantly exceeds the overall product market share. For multifamily loans, the distribution in moderate-income geographies approximates the demographic comparator. The moderate-income market share for multifamily loans is somewhat lower than the overall market share.

Performance in low-income areas is excellent. The bank's distribution of refinance loans in low-income geographies significantly exceeds the demographic comparator. The low-income market share is near its overall market share for refinance loans. For home purchase loans, the distribution in low-income geographies is somewhat lower than the demographic comparator, but the market share in these geographies significantly exceeds the overall product market share. For home improvement loans, the distribution in low-income geographies is somewhat lower than the demographic comparator. The bank did not achieve a market share for lending in low-income geographies. For multifamily loans, the distribution in low-income geographies is somewhat lower than the demographic comparator. The low-income market share for multifamily loans is near to the overall market share.

Small Loans to Businesses

Refer to Wisconsin Table 6 in the Appendix D for the facts and data used to evaluate the geographic distribution of the bank's reportable business loans.

Green Bay MSA:

The geographic distribution of small loans to businesses is excellent. The distribution in moderate-income geographies exceeds the demographic comparator, and the market share for loans in these geographies exceeds the bank's overall market share. There are no low-income geographies in the AA.

Madison MSA:

The geographic distribution of small loans to businesses is excellent.

Performance in moderate-income areas is excellent. The moderate-income tracts' distribution significantly exceeds the demographic comparator. In addition, the moderate-income tract market share exceeds the overall market share.

Performance in low-income areas is excellent. The low-income tracts distribution is near the demographic comparator. In addition, the low-income tract market share significantly exceeds the overall market share.

Small Loans to Farms

Refer to Wisconsin Table 7 in the Appendix D for the facts and data used to evaluate the geographic distribution of the bank's reportable business loans.

Green Bay MSA:

The geographic distribution of small loans to farms is excellent. Performance in moderate-income areas is excellent. The moderate-income geographic distribution significantly exceeds the demographic comparator, and the moderate-income market share significantly exceeds the bank's overall share of reported business loans. There are no low-income geographies in the AA.

Madison MSA:

The geographic distribution of small loans to farms is excellent. Our conclusion is based on performance in moderate-income geographies, as only 12 farms are located in the five low-income census tracts, and 374 farms in the moderate-income geographies. Performance in moderate-income areas is excellent. The moderate-income geographic distribution exceeds the demographic comparator. The bank did not achieve a market share for lending in low-income geographies.

The bank did not originate or purchase any small loans to farms in low-income geographies during the evaluation period.

Lending Gap Analysis

We reviewed various summary reports and analyzed the bank's home mortgage and small business lending activity during the evaluation period to identify any gaps in the geographic distribution of loans. We did not identify any unexplained conspicuous gaps.

Distribution of Loans by Income Level of the Borrower

The overall borrower distribution of loans in the state of Wisconsin is good. The overall borrower distribution of loans in the Green Bay MSA is good, as evidenced by a good distribution of home mortgage loans, an adequate distribution of small loans to businesses, and poor distribution of small loans to farms. The overall borrower distribution of loans in the Madison MSA is also good, as evidenced by an excellent distribution of home mortgage loans, an adequate distribution of small loans to businesses, and poor distribution of small loans to farms.

Home Mortgage Loans

Refer to Wisconsin Tables 8, 9 and 10 in Appendix D for the facts and data used to evaluate the borrower distribution of the bank's reportable home mortgage loans.

Green Bay MSA:

The borrower distribution of home refinance, home purchase, and home improvement loans is good. Refinance loans received the most weight in our assessment, followed by home purchase and home improvement loans. By number, these loans respectively represent 70 percent, 22 percent, and eight percent of the bank's 2006 through 2010 home mortgage lending in this area.

Performance with moderate-income borrowers is excellent. The percentage of loans made to moderate-income borrowers exceeds and significantly exceeds the demographic comparator for refinance and home purchase loans, respectively. In addition, the bank's percentage of home improvement loans made to moderate-income borrowers approximates the demographic comparator. The bank's moderate-income market share exceeds the overall product market share for refinance loans, and is near to the overall product market share for home purchase and home improvement loans.

Performance with low-income borrowers is adequate. While low-income distributions are lower than the demographic comparator for home refinance loans and somewhat lower than the demographic comparator for home purchase and home improvement loans, our assessment gives consideration to the level of poverty in the area (seven percent of families live below poverty). For home refinance loans, this performance is considered adequate, and is considered good for home purchase and home improvement loans. In addition, the low-income market share exceeds the overall product market share for refinance loans and is somewhat lower than overall product market share for home purchase loans and home improvement loans.

Madison MSA:

The borrower distribution of home refinance loans, home purchase loans, and home improvement loans is excellent. Refinance loans received the most weight in our assessment, followed by home purchase and home improvement loans. These loans represent (by number) 60 percent, 26, percent and 13 percent of the bank's 2006 through 2010 home mortgage lending in this area, respectively.

Performance with moderate-income borrowers is excellent. Moderate-income distributions significantly exceed the demographic comparator for all three mortgage products. For home refinance and home purchase loans, the moderate-income market share exceeds the overall market share. The moderate-income market share for home improvement loans significantly exceeds the overall market share.

Performance with low-income borrowers is excellent. While low-income distributions are somewhat lower than the demographic comparator, performance is considered good when considering the level of poverty in the area (nine percent of families live below poverty). In addition, the low-income market share significantly exceeds the overall product market share for all three home mortgage products.

Small Loans to Businesses

Refer to Wisconsin Table 11 in Appendix D for the facts and data used to evaluate the borrower distribution of the bank's reported business loans.

Green Bay MSA:

The distribution of loans to businesses of different sizes is adequate. The percentage of small loans to small businesses (businesses with gross annual revenues of \$1 million or less) is lower than the demographic comparator. The small loans to small businesses market share is near to the overall market share.

Madison MSA:

The distribution of loans to businesses of different sizes is adequate. The percentage of small loans to small businesses (businesses with gross annual revenues of \$1 million or less) is lower than the demographic comparator. The small loans to small businesses market share exceeds the overall market share.

Small Loans to Farms

Refer to Wisconsin Table 12 in Appendix D for the facts and data used to evaluate the borrower distribution of the bank's reported business loans.

Green Bay MSA:

The distribution of small loans to farms of different sizes is poor. The percentage of small loans to small farms (i.e., those with gross annual revenues of \$1 million or less) is lower than the demographic comparator. The small loans to small farms market share is significantly lower than the overall market share.

Madison MSA:

The distribution of small loans to farms of different sizes is poor. The percentage of small loans to small farms (i.e., those with gross annual revenues of \$1 million or less) is lower than the demographic comparator. The small loans to small farms market share is lower than the overall market share.

Community Development Lending

Refer to Wisconsin Table 1 in Appendix D for the facts and data used to evaluate the bank's level of CD lending. This table includes all CD loans, including multifamily loans that also qualify as CD loans. In addition, Table 5 includes geographic lending data on all multifamily loans, including those that also qualify as CD loans, but does not separately list CD loans.

Green Bay MSA:

In the Green Bay AA, CD lending activities had a neutral impact on Lending Test performance. ABNA renewed one loan for affordable housing in the amount of \$150,000 twice during the evaluation period.

Madison MSA:

CD lending activities in the AA had a neutral impact on the Lending Test performance. During the evaluation period, the bank originated two CD loans totaling \$170,250.

Conclusions for Areas Receiving Limited-Scope Reviews

Based on limited-scope reviews, the bank's performance in the Appleton, Eau Claire, Fond du Lac, Janesville, LaCrosse, Milwaukee, Oshkosh, Sheboygan, Wausau, and Wisconsin non-MSA AAs is not inconsistent with the bank's overall High Satisfactory performance under the Lending Test in Wisconsin. Performance in the Racine AA was weaker than the overall performance in the state, and is considered adequate. This performance is due to weaker geographic distribution in the AA. Refer to the Wisconsin Tables 1 through 12 in Appendix D for the facts and data that support these conclusions.

INVESTMENT TEST**Conclusions for Areas Receiving Full-Scope Reviews**

The bank's performance under the Investment Test in the State of Wisconsin is rated Substantial Noncompliance. Based on the full-scope reviews, the bank's performance is very poor in both, the Green Bay and Madison AAs.

Refer to Wisconsin Table 14 in Appendix D for the facts and data used to evaluate the bank's level of qualified investments.

Green Bay MSA

ABNA made 130 investments totaling just over \$6.6 million during the evaluation period. The investments are generally routine and non-complex but responsive to an identified need for affordable housing.

Current period investments consist of:

- Eight mortgage-backed securities targeted to low- and moderate-income borrowers totaling \$5.3 million.
- One investment to promote economic development in the amount of \$170 thousand.
- 121 charitable contributions for CD purposes totaling over \$1.1 million including donations to nonprofit organizations that focus on providing social services to low- and

moderate-income persons, low-income housing, and economic development through the financing of small businesses.

Prior period investments consist of mortgage-backed securities with an outstanding balance of \$375 thousand.

Madison MSA

ABNA made 78 investments totaling nearly \$1.3 million during the evaluation period. The investments are generally routine and non-complex but responsive to an identified need for affordable housing.

Current period investments consist of:

- Three mortgage-backed securities targeted to low- and moderate-income borrowers totaling just over \$1 million.
- 75 charitable contributions for other CD purposes totaling \$233 thousand. Donations went to various nonprofit organizations focusing on social services for low- and moderate-income persons, low-income housing, and economic development through small business lending.

Prior period investments consist of mortgage-backed securities with an outstanding balance of \$364 thousand.

Conclusions for Areas Receiving Limited-Scope Reviews

Based on limited-scope reviews, bank performance in the Appleton, Eau Claire, Fond du Lac, Janesville, Oshkosh, Sheboygan, Wausau, and Wisconsin non-MSA AAs is not inconsistent with the Substantial Noncompliance Investment Test performance in the state of Wisconsin. Performance in the LaCrosse, Milwaukee, and Racine AAs is stronger than the overall performance in the state, and is considered good, excellent, and poor, respectively. Performance in the limited-scope AAs was not significant enough to impact the overall Investment Test rating in the state.

SERVICE TEST

Conclusions for Areas Receiving Full-Scope Reviews

Service test performance in the State of Wisconsin is rated High Satisfactory. Based on a full-scope review, the bank's performance in the Green Bay AA is good and adequate in the Madison AA.

Retail Banking Services

Refer to Wisconsin Table 15 in Appendix D for the facts and data used to evaluate the distribution of the bank's branch delivery system and branch openings and closings.

Green Bay MSA:

Retail delivery systems are accessible to essentially all portions of the AA. There are no low-income geographies in the AA. The percentage of bank branches located in moderate-income tracts is somewhat near to the percentage of the population residing in those tracts, and is considered good. Branch openings and closings generally did not adversely affect the accessibility of banking services to low- and moderate-income geographies or individuals. The bank opened one branch in an upper-income census tract during the evaluation period. We did not identify any branch differences in product availability, services offered, or business hours that inconvenience moderate-income geographies or low- and moderate-income individuals.

Madison MSA:

Retail delivery systems are reasonably accessible to geographies and individuals of different income levels. The percentage of bank branches located in low- and moderate-income tracts is somewhat lower than the percentage of population residing in those areas. Branch opening and closing activity has generally not adversely affected the accessibility of banking services to low- and moderate-income geographies or individuals. The bank opened two branches and closed five branches, all in middle-income geographies. We did not identify any branch differences in product availability, services offered, or business hours that inconvenience low- and moderate-income geographies or individuals.

Community Development ServicesGreen Bay MSA:

The level of CD services is adequate based on the number and responsiveness of the services provided. Bank associates were involved with 22 different organizations during the evaluation period with many of these employees performing the services throughout the review period. The substantial majority of services consisted of providing technical expertise as Board or committee members to organizations that promote economic development, promote affordable housing, or provide services targeted to low- and moderate-income individuals.

Madison MSA:

ABNA provides a poor level of CD services during the evaluation period. Bank employees provided CD services to eight different organizations during the evaluation period. Services are responsive to community needs and primarily consisted of providing technical expertise (as Board or committee members) to organizations that promote affordable housing or that assist low- and moderate-income individuals and families.

Conclusions for Areas Receiving Limited-Scope Reviews

Based on limited-scope reviews, bank performance in the LaCrosse AA is not inconsistent with the bank's High Satisfactory Service Test rating in the state. Performance in the Appleton, Eau Claire, Janesville, Wausau, and Wisconsin non-MSA AAs is stronger than the overall performance in the state. Performance in the Fond du Lac, Oshkosh, Racine, and Sheboygan

AAs is weaker than the overall performance in the state, and is considered adequate. Performance in the Milwaukee AA is also weaker than the overall performance in the state, but is considered poor. The performance differences in the limited-scope areas is attributable to weaker or stronger geographic distributions of bank branches, and did not, on an overall basis, impact the state's Service Test rating. Refer to Wisconsin Table 15 in Appendix D for the facts and data that supports this conclusion.

State of Minnesota

CRA Rating for Minnesota⁴:	Satisfactory
The lending test is rated:	High Satisfactory
The investment test is rated:	Substantial Noncompliance
The service test is rated:	High Satisfactory

The major factors that support this rating include:

- Good overall lending volume.
- Good distribution of home mortgage loans among borrowers of different income levels.
- Adequate distribution of small loans to businesses based on business revenue size.
- Very poor level of CD investments.
- Branch offices that are accessible to persons of different income levels.
- Adequate Level of CD service activities.

Description of Institution's Operations in Minnesota

The bank operates 24 branch offices in the State of Minnesota, including three branch offices in the Minnesota non-MSA AA, and five branch offices in the Rochester MSA AA. The remaining 16 branches are in the Minneapolis MMSA. The Minnesota non-MSA AA is comprised of two non-MSA AAs in Fillmore and Goodhue Counties. These AAs were combined for analysis purposes. ANBA has 16 branches inside the Minneapolis MSA, which was evaluated separately. ABNA's primary credit product in Minnesota is home mortgage loans. Of the bank's \$552 million in reported loans in this state, 64 percent are home mortgage loans, 24 percent are small business loans, and 12 percent are small farm loans. Statewide, major competitors (and their deposit market shares) are Wells Fargo Bank, N.A. (15 percent), US Bank, NA (four percent), and KleinBank (two percent). The bank's performance in this state had a minimal impact on its overall CRA rating, as it contains only two percent of deposits, three percent of reportable loans, and three percent of bank branches.

Refer to the market profiles for the state of Minnesota in appendix C for detailed demographics and other performance context information for the AA that received a full-scope review.

⁴ For institutions with branches in two or more states in a multistate metropolitan area, this statewide evaluation does not reflect performance in the parts of this state contained within the multistate metropolitan area. Refer to the multistate metropolitan area rating and discussion for the rating and evaluation of the institution's performance in that area.

Scope of Evaluation in Minnesota

We performed a full-scope review of the Minnesota non-MSA AA. There are no low- or moderate-income geographies in the AA, so a geographic distribution analysis is not meaningful. The AA represents 63 percent by number and 53 percent by dollar of ABNA's lending volume for this state. The Rochester MSA received a limited-scope review. State ratings are primarily based on performance in the areas receiving a full-scope review. Refer to Appendix A for a more detailed listing of the bank's Minnesota AAs.

The OCC conducted community contacts in the Minnesota non-MSA AA, including organizations involved with affordable housing and small business development. Refer to Appendix C for detailed demographics and other performance context information related to the Minnesota non-MSA AA.

LENDING TEST

Conclusions for Areas Receiving Full-Scope Reviews

Lending test performance in the State of Minnesota is rated High Satisfactory. Bank performance in the Minnesota non-MSA full-scope AA is good. Performance in the limited-scope AA is consistent with the bank's performance in the full-scope AA.

Lending Activity

Refer to Minnesota Table 1 (Lending Volume) in Appendix D for the facts and data used to evaluate the bank's lending activity.

Lending levels reflect good responsiveness in relation to area credit needs and bank deposits from this market. ABNA has the second largest share of deposits (8.07 percent) of 26 financial institutions with a deposit presence in the Minnesota non-MSA AA. Bank deposits total \$210 million and represent one percent of bank-wide deposits. In overall mortgage lending, the bank ranked second with a nearly three percent market share among 199 active mortgage lenders. For small loans to businesses, ABNA ranked fifth with an eight percent market share among 38 active small business lenders.

Distribution of Loans by Income Level of the Geography

There are no low- or moderate-income geographies in the full-scope AA, and a geographic analysis is not meaningful.

Distribution of Loans by Income Level of the Borrower

The overall borrower distribution of loans is good as evidenced by a good distribution of home mortgage loans, an adequate distribution of small business loans, and a good distribution of small farm loans.

Home Mortgage Loans

Refer to Minnesota Tables 8, 9, and 10 in Appendix D for the facts and data used to evaluate the borrower distribution of the bank's reportable home mortgage loans.

The borrower distribution of home refinance loans is good, the distribution of home purchase loans is excellent, and the distribution of home improvement loans is good. Home refinance loans received the most weight in our assessment followed by home purchase and home improvement loans. These loans represent 52 percent, 27 percent, and 20 percent of the bank's home mortgage lending for this AA (by number), respectively.

Performance with moderate-income borrowers is excellent. The moderate-income distribution exceeds the demographic comparator for all three home mortgage products. The moderate-income market share is near the overall product share indicator for refinance loans, exceeds the indicator for home purchase loans, but is significantly lower than the indicator for home improvement loans.

Performance with low-income borrowers is adequate. The low-income distribution is lower than the demographic comparator for refinance and home improvement loans but is only somewhat lower than the demographic comparator for home purchase loans. Our assessment gives consideration to the level of poverty in the area; 10 percent of families live below the poverty level. These families have a difficult time qualifying for mortgage loans. The low-income market share is near the overall product share indicator for refinance loans, is lower than the indicator for home purchase loans, but exceeds the indicator for home improvement loans.

Small Loans to Businesses

Refer to Minnesota Table 11 in Appendix D for the facts and data used to evaluate the borrower distribution of the bank's reported business loans.

The distribution of small loans to businesses of different sizes is adequate. The percentage of small loans to small businesses (i.e., those with gross annual revenues of \$1 million or less) is somewhat lower than the demographic comparator. The bank's market share of small loans to small businesses is somewhat lower than the bank's overall product share.

Small Loans to Farms

Refer to Minnesota Table 11 in Appendix D for the facts and data used to evaluate the borrower distribution of the bank's reported business loans.

The distribution of small loans to farms of different sizes is good. The percentage of small loans to small farms (i.e., those with gross annual revenues of \$1 million or less) is near to the demographic comparator. The bank's market share of small loans to small farms exceeds the bank's overall product share.

Community Development Lending

Refer to Minnesota Table 1 (Lending Volume) in Appendix D for the facts and data used to evaluate the bank's level of CD lending. This table includes all CD loans including multifamily loans that also qualify as CD loans. In addition, Table 5 includes geographic lending data on all multi-family loans, including those that also qualify as CD loans, but does not separately list CD loans.

The bank did not originate any CD loans in the AA during the evaluation period. The absence of CD lending in this AA had a neutral impact on the Lending Test.

Conclusions for Areas Receiving Limited-Scope Reviews

Based on limited-scope reviews, bank performance in the Rochester, MN AA is not inconsistent with the overall High Satisfactory rating for the State of Minnesota. Refer to Minnesota Tables 1 through 12 in Appendix D for the facts and data that supports this conclusion.

INVESTMENT TEST

Investment test performance in the State of Minnesota is rated Substantial Noncompliance. Bank performance in the Minnesota non-MSA AA is very poor.

Conclusions for Areas Receiving Full-Scope Reviews

The bank's performance in the Minnesota non-MSA AA is very poor in relation to its capacity, identified area needs, and available investment opportunities.

ABNA made 14 investments totaling \$233 thousand during the evaluation period. The investments consist mainly of small charitable donations and one investment security. The investments are generally routine and non-complex but responsive to identified needs for affordable housing and economic development.

Current period investments consist of:

- One mortgage-backed security targeted to low- and moderate-income borrowers totaling \$180 thousand.
- 13 charitable contributions for CD purposes totaling \$54 thousand. Funds went to organizations that provide social services to low- and moderate-income persons and for small business lending opportunities.

Conclusions for Areas Receiving Limited-Scope Reviews

Based on a limited-scope review, bank performance in the Rochester, MN AA is not inconsistent with the overall Substantial Noncompliance rating for the State of Minnesota. Refer to Table 14 in the State of Minnesota section of Appendix D for the facts and data used to evaluate the bank's level of qualified investments.

SERVICE TEST

Service test performance in the State of Minnesota is rated High Satisfactory. The bank's performance in the full-scope AA is good.

Conclusions for Areas Receiving Full-Scope Reviews

Performance in the non-MSA AA is good as evidenced by an accessible retail delivery system and adequate level of CD service activities.

Retail Banking Services

Refer to Minnesota Table 15 in Appendix D for the facts and data used to evaluate the distribution of the bank's branch delivery system and branch openings and closings.

The bank's retail service delivery systems are accessible to all portions of the AA, including low- and moderate-income individuals. ABNA has three branch offices in the AA, and all are located in middle-income geographies. The AA is a rural area with no low- or moderate-income tracts. In addition, the bank offers a number of alternative delivery systems to AA residents. These include ATMs, Internet banking, and telephone banking. Branch closings have generally not adversely affected the accessibility of banking services to low- or moderate-income individuals. The bank closed two branches in the AA during the evaluation period, one in a middle-income tract and one in an upper-income tract. We did not identify any branch differences in product availability, services offered, or business hours that inconvenience these individuals. LMI people can access these offices

Community Development Services

ABNA provides an adequate level of CD services in the AA given the limited number of branch offices (three). Bank employees provided service to two CD organizations during the evaluation period. These included providing technical expertise and serving as a Board member to organizations that supports affordable housing.

Conclusions for Areas Receiving Limited-Scope Reviews

Based on a limited scope review, bank performance in the Rochester MSA is stronger than the High Satisfactory service test rating in the State of Minnesota, and is considered excellent. Performance in the limited-scope AA was not significant enough to impact the overall Service Test rating. Refer to Minnesota Table 15 in Appendix D for the facts and data that supports this conclusion.

State of Illinois

CRA Rating for Illinois⁵:	Satisfactory
The lending test is rated:	High Satisfactory
The investment test is rated:	Substantial Noncompliance
The service test is rated:	Outstanding

The major factors that support this rating include:

- Good level of lending activity.
- Good overall geographic distribution of home mortgage loans and small loans to businesses.
- Excellent distribution of home mortgage loans among borrowers of different income levels.
- Poor distribution of small loans to businesses based on business revenue size.
- Very poor level of CD investments.
- Retail delivery systems are readily accessible to geographies and individuals of different income levels.
- Adequate Level of CD service activities.

Description of Institution's Operations in Illinois

The bank operates 47 branch offices throughout the State of Illinois. This includes 18 in the Chicago MD, which is a part of the Chicago MMSA. ABNA has four AAs in the State of Illinois, including three that represent parts of metropolitan areas (St. Louis MSA, Peoria MSA, and Rockford MSA), and one non-metropolitan AA. ABNA's primary credit products in Illinois are home mortgages and business loans. Of the bank's \$1.1 billion reported loans in this state, \$875 million (79 percent) are home mortgages and \$226 million (20 percent) are business loans. The bank reported nominal volumes of small loans to farms in the Illinois AAs; consequently, our lending test distribution analyses for Illinois AAs does not include this product. The bank held deposits of \$1.3 billion within Illinois or eight percent of the bank's total deposits. The leading competitors (and their deposit market share) include State Farm Bank, FSB (10 percent), PNC Bank, NA (four percent), BMO Harris, NA (three percent), and Busey Bank (three percent).

⁵ For institutions with branches in two or more states in a multistate metropolitan area, this statewide evaluation does not reflect performance in the parts of this state contained within the multistate metropolitan area. Refer to the multistate metropolitan area rating and discussion for the rating and evaluation of the institution's performance in that area.

Refer to the market profiles for the state of Illinois in appendix C for detailed demographics and other performance context information for the AA that received a full-scope review.

Scope of Evaluation in Illinois

We performed a full-scope review of the St. Louis MO-IL MSA AA. The remaining three AAs in Illinois received limited-scope reviews. State ratings are primarily based on performance in the full-scope AA. We selected the St. Louis MO-IL MSA AA because it is the state's second most populated metropolitan area. The AA contains 29 percent of the bank's Illinois deposits and 31 percent of the branches. Refer to Appendix A for a more information on the bank's Illinois AAs.

LENDING TEST

Conclusions for Areas Receiving Full-Scope Reviews

Lending test performance in the State of Illinois is rated High Satisfactory. Bank performance in the St. Louis MO-IL MSA AA is good.

Lending Activity

Refer to Illinois Table 1 (Lending Volume) in Appendix D for the facts and data used to evaluate the bank's lending activity.

Lending levels reflect good responsiveness in relation to credit needs and competition. The bank ranked seventh among 45 depository institutions in the AA with a 4.3 percent deposit market share. In overall home mortgage lending, the bank ranked ninth with a three percent market share. Competition for home mortgage lending is strong with over 402 active home mortgage lenders serving the AA. For small loans to businesses, ABNA ranked 19th with a 0.77 percent market share among 61 active small business lenders.

Distribution of Loans by Income Level of the Geography

The overall geographic distribution of loans is good as evidenced by a good distribution of home mortgage loans and a good distribution of business loans.

Home Mortgage Loans

Refer to Illinois Tables 2, 3, 4, and 5 in Appendix D for the facts and data used to evaluate the geographic distribution of the bank's reportable home mortgage loans.

The geographic distribution of home refinance loans is good, the distribution of home purchase loans is adequate, the distribution of home improvement loans is good, and the distribution of multifamily loans is adequate. Refinance loans received the most weight in our assessment followed by home purchase, home improvement, and multifamily loans. These loans represent 56 percent, 22 percent, 21 percent, and one percent of the bank's home mortgage lending activity in this AA (by number), respectively.

Performance in moderate-income geographies is good. For refinance loans, ABNA's lending in these geographies is lower than the demographic comparator. The bank's market share in moderate-income geographies; however, significantly exceeds the overall product share in this AA. For home purchase loans, the bank's lending in moderate-income geographies and its market share in these geographies are both near the demographic comparator and the overall product share. For home improvement loans, lending in moderate-income geographies approximates the demographic comparator. The bank's market share in these geographies significantly exceeds the overall product market share. For multifamily loans, the moderate-income tract distribution significantly exceeds the demographic comparator. The moderate-income tract market share also significantly exceeds the overall product share.

Performance in low-income geographies is adequate. For refinance loans, lending in low-income geographies is lower than the demographic comparator. ABNA's market share for refinance loans in these geographies, however, significantly exceeds the overall product share for this AA. For home purchase loans, lending in low-income geographies is significantly lower than the demographic comparator. The bank did not achieve a market share in low-income geographies. For home improvement loans, the low-income tract distribution is significantly lower than the demographic comparator. ABNA's market share in these geographies, however, significantly exceeds its overall product market share. For multifamily loans, the bank did not originate or purchase any loans in low-income geographies.

Small Loans to Businesses

Refer to Illinois Table 6 in Appendix D for the facts and data used to evaluate the geographic distribution of the bank's reportable business loans.

The geographic distribution of small loans business is good. We weighed the bank's performance in moderate-income geographies more heavily in our assessment as there are more opportunities for lending in this area. Approximately 22 percent of AA businesses are in moderate-income geographies, compared to four percent (1,485 businesses) in low-income geographies. The majority of businesses (58 percent) are in middle-income geographies.

Performance in moderate-income geographies is good. The bank's lending in moderate-income geographies is lower than the demographic comparator. ABNA's market share in moderate-income geographies exceeds the bank's overall market share for small loans to businesses.

The bank's performance in low-income geographies is good. The bank's lending in low-income geographies is near the demographic comparator. In addition, the low-income market share exceeds the bank's overall market share.

Lending Gap Analysis

We reviewed various summary reports and analyzed the bank's home mortgage and small business lending activity during the evaluation period to identify any gaps in the geographic distribution of loans. We did not identify any unexplained conspicuous gaps.

Distribution of Loans by Income Level of the Borrower

The overall borrower distribution of loans is good as evidenced by an excellent distribution of home mortgage loans and poor distribution of business loans.

Home Mortgage Loans

Refer to Illinois Tables 8, 9, and 10 in Appendix D for the facts and data used to evaluate the borrower distribution of the bank's reportable home mortgage loans.

The borrower distribution of home refinance loans and home improvement loans is excellent, and is good for home purchase loans.

Performance with moderate-income borrowers is excellent. Moderate income distributions consistently exceed the demographic comparator for all three home mortgage products. The moderate-income market share also exceeds the overall product market share for refinance and home improvement loans, but is lower than the market overall market share for home purchase loans.

Performance with low-income borrowers is good. The low-income distribution is considered good for home refinance and home purchase loans, and excellent for home improvement loans. Our assessment gives consideration to the level of poverty in the area (11 percent of families live below the poverty level), making it difficult to qualify for home loans. In addition, the low-income market share significantly exceeds the overall product market share for all three home mortgage products.

Small Loans to Businesses

Refer to Illinois Table 11 in Appendix D for the facts and data used to evaluate the borrower distribution of the bank's reported business loans.

The distribution of loans to businesses of different sizes is poor. The percentage of small loans to small businesses (i.e., those with gross annual revenues of \$1 million or less) is lower than the demographic comparator. The bank's market share is somewhat lower than its overall product market share.

Community Development Lending

Refer to Illinois Table 1 (Lending Volume) in Appendix D for the facts and data used to evaluate the bank's level of CD lending. This table includes all CD loans, including multifamily loans that also qualify as CD loans. In addition, Table 5 includes geographic lending data on all multifamily loans, including those that also qualify as CD loans but does not separately list CD loans.

The bank did not originate any CD loans in the AA during the evaluation period. The absence of CD lending in this AA had a neutral impact on the Lending Test.

Conclusions for Areas Receiving Limited-Scope Reviews

Based on limited-scope reviews, the bank's performance in the Peoria MSA and Illinois non-MSA AAs is not inconsistent with the bank's overall High Satisfactory performance in the state of Illinois. Performance in the Rockford MSA is stronger than the overall performance in the state, due to significantly positive CD lending. This performance was not significant enough to impact the overall Lending Test rating in the state. Refer to the Illinois Tables 1 through 12 in Appendix D for the facts and data that support these conclusions.

INVESTMENT TEST

Performance in the State of Illinois is rated Substantial Noncompliance. The bank's performance in the full-scope area is very poor.

Conclusions for Areas Receiving Full-Scope Reviews

Bank performance in the St. Louis MO-IL MSA AA is very poor in relation to bank capacity, identified area needs, and available investment opportunities.

ABNA made 17 investments totaling \$659 thousand during the evaluation period. The investments consist mainly of investments and donations, which are generally routine and non-complex but responsive to identified needs for affordable housing and economic development.

Current period investments consist of:

- Two mortgage-based securities targeted to low- and moderate-income borrowers totaling \$620 thousand.
- 15 charitable contributions for CD purposes totaling \$40 thousand.

Prior period investments consist of two mortgage-backed securities that are targeted to low- and moderate-income borrowers with outstanding balances of \$99 thousand.

Conclusions for Areas Receiving Limited-Scope Reviews

Based on limited-scope reviews, bank performance in the Peoria and Illinois non-MSA AAs is not inconsistent with the Illinois overall rating of Substantial Noncompliance. Performance in the Rockford AA is stronger than performance in the state and is considered adequate. This performance was not significant enough to impact the overall Lending Test rating in the state. Refer to the Illinois Table 14 in Appendix D for the facts and data used to evaluate the bank's level of qualified investments.

SERVICE TEST

Conclusions for Areas Receiving Full-Scope Reviews

Service test performance in the State of Illinois is rated Outstanding. Bank performance in the St. Louis MO-IL MSA AA is excellent.

Retail Banking Services

Refer to Illinois Table 15 in Appendix D for the facts and data used to evaluate the distribution of the bank's branch delivery system and branch openings and closings.

ABNA's branch distribution is excellent, providing ready access to banking services in low- and moderate-income geographies and to low- and moderate-income individuals. The percentage of bank branches in low-income geographies exceeds the percentage of population residing in these geographies. The percentage of bank branches in moderate-income geographies is near to the percent population in these geographies. The only branch closing during the review period generally did not adversely affect the accessibility of ABNA's delivery systems to low- and moderate-income residents or geographies. There is no material difference in services offered at branch locations. Branch hours do not vary in a way that inconveniences its AA, particularly low- and moderate-income geographies and individuals.

Community Development Services

ABNA provides an adequate level of CD services during the evaluation period. Bank employees performed ten qualifying service activities to ten different organizations that promote CD initiatives. There were a variety of services provided, including five as instructor/presenter on technical topics that provided financial services education to nonprofit, community service organizations. The remainder of the CD services included serving on boards, on committees, or as loan officers providing technical assistance to nonprofit organizations serving low- and moderate-income housing or individuals.

Conclusions for Areas Receiving Limited-Scope Reviews

Based on limited-scope reviews, the bank's performance in the Illinois non-MSA AA is not inconsistent with the bank's overall Outstanding performance in the state. Performance in the Peoria and Rockford AAs is weaker than the overall performance in the state, and is adequate and good, respectively. Performance in the limited-scope areas was not significant enough to impact the overall Service Test rating in the state. Refer to Illinois Table 15 in Appendix D for the facts and data that support these conclusions.

Appendix A: Scope of Examination

The following table identifies the time period covered in this evaluation, affiliate activities that were reviewed, and loan products considered. The table also reflects the metropolitan and nonmetropolitan areas that received comprehensive examination review (designated by the term “full-scope”) and those that received a less comprehensive review (designated by the term “limited-scope”).

Time Period Reviewed	Lending Test : January 1, 2006 to December 31, 2010 CD Loans: November 1, 2006 to December 31, 2010 Investment Test: November 1, 2006 to June 30, 2011 Service Test: November 1, 2006 to December 31, 2010	
Financial Institution	Products Reviewed	
Associated Bank, NA Green Bay, Wisconsin	Home Mortgage Loans, Small Loans to Businesses and Farms, Community Development Loans, Qualified Investments, Retail and Community Development Services	
Affiliate(s)	Affiliate Relationship	Products Reviewed
Associated Mortgage Inc.	ABNA Subsidiary	Home Mortgage Loans
Associated Community Development LLC	ABNA Subsidiary	Qualified Investments
	Type of Exam	Other Information
<u>Multistate Metropolitan Areas:</u>		
MSA #16980 – Chicago-Naperville-Joliet MD #29404 – Lake Co.-Kenosha Co.	Full-Scope	Lake County Illinois and Kenosha County Wisconsin
MD #16974 – Chicago-Naperville-Joliet	Limited-Scope	Cook, DeKalb, DuPage, Kane, Kendall, and McHenry Counties
MSA #33460 – Minneapolis-St.Paul-Bloomington	Full-Scope	Anoka, Chisago, Dakota, Hennepin, Ramsey, Scott, and Washington Counties in Minnesota. Pierce and St. Croix Counties in Wisconsin.
<u>State of Wisconsin:</u>		
MSA #24580 – Green Bay	Full-Scope	Brown, Kewaunee, and Oconto Counties
MSA #31540 – Madison	Full-Scope	Columbia, Dane, and Iowa Counties
MSA #11540 - Appleton	Limited-Scope	Calumet and Outagamie Counties
MSA #20740 -Eau Claire	Limited-Scope	Chippewa and Eau Claire Counties
MSA #22540 –Fond du Lac	Limited-Scope	Fond du Lac Counties
MSA #27500 – Janesville	Limited-Scope	Rock County
MSA #29100 –LaCrosse	Limited-Scope	LaCrosse County
MSA #3340 – Milwaukee-Waukesha-West Allis	Limited-Scope	Milwaukee, Ozaukee, Washington, and Waukesha Counties
MSA #36780 –Oshkosh -Neenah	Limited-Scope	Winnebago County

MSA #39540 -Racine	Limited-Scope	Racine County
MSA #43100 – Sheboygan	Limited-Scope	Sheboygan County
MSA #48140 –Wausau	Limited-Scope	Marathon County
Wisconsin Non-MSA AA	Limited-Scope	Bayfield, Clark, Crawford, Dodge, Door, Green, Iron, Jefferson, Lincoln, Manitowoc, Oneida, Portage, Richland, Sauk, Shawano, Vernon, Vilas, Walworth, Waupaca, and Wood Counties
<u>State of Minnesota:</u>		
Minnesota Non-MSA AA	Full-Scope	Fillmore and Goodhue Counties
MSA #40340 – Rochester	Limited-Scope	Olmsted County
<u>State of Illinois:</u>		
MSA #41180 – St. Louis	Full-Scope	Madison, Monroe, and St. Clair Counties in Illinois
MSA #37900 – Peoria	Limited-Scope	Peoria and Tazewell Counties
MSA #40420 – Rockford	Limited-Scope	Winnebago County
Illinois Non-MSA AA	Limited-Scope	Adams and Knox Counties

Appendix B: Summary of Multistate Metropolitan Area and State Ratings

RATINGS		Associated Bank, N.A.		
Overall Bank:	Lending Test Rating*	Investment Test Rating	Service Test Rating	Overall Bank/State/Multistate Rating
Associated Bank, NA	High Satisfactory	Substantial Noncompliance	High Satisfactory	Needs to Improve**
Multistate Metropolitan Area or State:				
Chicago-Naperville-Joliet, IL-IN-WI MSA	Low Satisfactory	Low Satisfactory	Low Satisfactory	Satisfactory
Minneapolis-St. Paul-Bloomington MN-WI MSA	Low Satisfactory	Substantial Noncompliance	High Satisfactory	Needs to Improve
Wisconsin	High Satisfactory	Substantial Noncompliance	High Satisfactory	Satisfactory
Minnesota	High Satisfactory	Substantial Noncompliance	High Satisfactory	Satisfactory
Illinois	High Satisfactory	Substantial Noncompliance	Outstanding	Satisfactory

(*) The lending test is weighted more heavily than the investment and service tests in the overall rating.

(**) While the bank's performance under the Lending Test, Investment Test, and Service Test as noted in the table would have been a Satisfactory rating, the overall CRA rating was lowered from Satisfactory to Needs to Improve as discussed within the Fair Lending and Other Illegal Credit Practices section of this document.

Appendix C: Market Profiles for Full-Scope Areas

MD 29404 – Lake County – Kenosha County IL-WI MD

#29404 Lake County-Kenosha County, IL-WI MD

Demographic Information for Full-Scope Area: #29404 Lake County-Kenosha County, IL-WI MD						
Demographic Characteristics	#	Low % of #	Moderate % of #	Middle % of #	Upper % of #	NA* % of #
Geographies (Census Tracts/BNAs)	181	4.42	25.97	34.81	34.81	0.00
Population by Geography	793,933	3.53	27.25	37.38	31.84	0.00
Owner-Occupied Housing by Geography	207,026	1.51	20.24	40.98	37.26	0.00
Business by Geography	77,671	1.86	15.86	36.63	45.66	0.00
Farms by Geography	1,724	1.16	18.74	48.96	31.15	0.00
Family Distribution by Income Level	203,940	18.97	18.40	22.80	39.82	0.00
Distribution of Low and Moderate Income Families throughout AA Geographies	76,220	6.14	39.46	38.85	15.55	0.00
Median Family Income		71,293	Median Housing Value		199,317	
HUD Adjusted Median Family Income for 2011		90,300	Unemployment Rate (2000 US Census)		2.32%	
Households Below Poverty Level		6%				

(*) The NA category consists of geographies that have not been assigned an income classification.

Source: 2000 US Census and 2011 HUD updated MFI

The bank's AA consists of the entire Metropolitan Division (MD) of Lake County in Illinois and Kenosha County in Wisconsin. In addition to the demographic information above, the fair market rents ranged from \$653 to \$1,403 with two-bedroom apartments at \$1,016 in Lake County and \$844 in Kenosha County (HUD).

Competition is significant as there are 51 other financial institutions that report deposit taking offices at June 30, 2010 and 484 institutions reported an originated or purchased HMDA residential loan in 2010.

As of December 2010, the unemployment rate (not seasonally adjusted) for the assessment area was 9.0 percent, compared to 9.3 percent and 7.7 percent for the States of Illinois and Wisconsin, respectively, and 9.3 percent nationally. These rates are significantly higher than the unemployment rates at the beginning of the evaluation period (January 2006), which were 5.3 percent for the assessment area, 5.4 percent for the State of Illinois, 5.2 percent for the State of Wisconsin, and 4.7 percent nationally.

Kenosha County's largest city is Kenosha. Kenosha County has experienced major growth over the years and the City of Kenosha is now in excess of 90,000 people, making it the fourth largest in Wisconsin. Kenosha is a "bedroom community" within the Chicago-Milwaukee megalopolis, often attracting new residents from Illinois. Many residents commute to their places of employment as according to county statistics, 49 percent of Kenosha's workforce commutes outside of Kenosha County to their positions. Many travel northward towards Milwaukee or south into the Chicago area. Kenosha; however, has some of its own

employment with the Abbott Laboratories as the largest employer and it is home to three colleges and several other branch campuses.

Lake County is located the northeastern corner of the state of Illinois, on the shore of Lake Michigan and part of the larger Chicago metropolitan area. Lake County has a population of 703,462 and is the 31st richest county by per capita income. The lakefront communities of Lake Forest and Highland Park are part of the affluent North Shore area. The top employers in Lake County are first and foremost the U.S. Department of Navy (Great Lakes Naval Base), then Abbott Laboratories and Aon/Hewitt. There are multiple community-oriented organizations within Lake and Kenosha Counties that provide housing opportunities for low- and moderate-income families and assist small businesses.

We conducted one community contact, reviewed one recent community contact, and reviewed information obtained from community groups at a housing tour/seminar to assist in profiling the community, and identify CD needs and opportunities in the AA. Contacts reaffirmed the CD needs and opportunities and the housing seminar verified there are a number of community groups providing services to low- and moderate-income persons.

One contact indicated Lake County had high foreclosures in certain parts of the County affecting both, the wealthy and the poor and there is a vast shortage of rental properties. The contact indicated a need for financial institutions to implement measures to mitigate the number of foreclosures and to fund rehabbing or construction of rental units. Another contact spoke of the widening gap between what nonprofits need and what banks are willing to offer to meet affordable lending goals. Simple down payment programs are not enough to help low- and moderate-income people afford responsible homeownership, especially in expensive Lake County. Stricter underwriting guidelines also make lending difficult.

MSA 33460 – Minneapolis-St. Paul-Bloomington, MN-WI (partial)

#33460 Minneapolis-St. Paul-Bloomington, MN-WI MSA (partial)

Demographic Information for Full-Scope Area: Part of #33460 Minneapolis-St Paul-Bloomington MN-WI MSA						
Demographic Characteristics	#	Low % of #	Moderate % of #	Middle % of #	Upper % of #	NA* % of #
Geographies (Census Tracts/BNAs)	696	6.75	20.98	47.41	24.28	0.57
Population by Geography	2,712,911	4.99	18.34	50.08	26.51	0.08
Owner-Occupied Housing by Geography	748,768	1.65	14.39	54.02	29.93	0.00
Business by Geography	301,548	3.59	14.91	51.12	30.24	0.14
Farms by Geography	6,808	0.73	9.67	61.57	28.01	0.01
Family Distribution by Income Level	681,237	17.16	18.82	26.08	37.95	0.00
Distribution of Low and Moderate Income Families throughout AA Geographies	245,060	7.66	26.26	51.74	14.34	0.00
Median Family Income		64,885	Median Housing Value		145,171	
HUD Adjusted Median Family Income for 2011		82,700	Unemployment Rate (2000 US Census)		2.01%	
Households Below Poverty Level		6%				

(*) The NA category consists of geographies that have not been assigned an income classification.

Source: 2000 US Census and 2011 HUD updated MFI

The bank's AA consists of a portion (nine of twelve counties) of the Minneapolis-St. Paul-Bloomington Metropolitan Statistical Area (Minneapolis MSA). It includes Anoka, Chisago, Dakota, Hennepin, Ramsey, Scott, and Washington Counties in Minnesota, as well as Pierce and St. Croix Counties in Wisconsin. The AA meets regulatory requirements and does not arbitrarily exclude any low- or moderate-income census tracts. The median sales price of existing single family homes in the Minneapolis MSA for the third quarter of 2011 was \$160,300 (National Association of Realtors); and fair market rents ranged from \$646 to \$1,359 with two-bedroom apartments at \$924 (HUD).

Financial Services competition is strong in these nine counties as there are 145 other financial depository institutions in the assessment area as of June 30, 2010, and 613 institutions reported an originated or purchased HMDA residential loan in 2010.

The area has a healthy and diversified economic base. The Minneapolis MSA is the 15th largest (by population) metropolitan area in the United States. It is a center for high-tech electronics, medical instruments, health care, finance, insurance, entertainment and the arts, printing and publishing, as well as processing and transporting agricultural products. The area is the home to many Fortune 500 companies and several of the world's largest private companies. Target Corporation is the area's largest employer with over 30,000 employees. Other large employers include Allina Health System, Fairview Health System, Delta Airlines, Wells Fargo, University of Minnesota, US Bancorp, and 3M Company.

As of December 2010, the unemployment rate (not seasonally adjusted) for the assessment area was 6.6 percent, compared to 7.0 percent and 7.7 percent for the States of Minnesota and Wisconsin, respectively, and 9.3 percent nationally. These rates are significantly higher than the unemployment rates at the beginning of the evaluation period (January 2006), which

were 4.2 percent for the assessment area, 5.0 percent for the State of Minnesota, 5.2 percent for the State of Wisconsin, and 4.7 percent nationally.

Although there is a strong institutional infrastructure and organizational capacity for CD in the Minneapolis MSA, the poor economy and demographic trends are placing increasing demands on existing resources and support systems. Many unemployed workers with skill sets have difficulty finding new employment if they are laid off, including newer immigrants. Many of the nonprofit organizations, including the Community Development Financial Institutions (CDFIs), have loaned most of their money out, and loan losses have increased dramatically.

The OCC reviewed one recent community contact and also reviewed information obtained at an outreach meeting attended by several CDFI's in order to assist in profiling the community, and identify CD needs and opportunities. There are opportunities to participate in CD activities in this assessment area. The community contacts specifically identified opportunities to fund the rehabbing of foreclosed properties, to provide matching down payment funds, and to finance subsidized residential housing developments. The CDFIs expressed interest in partnering with lenders and believe that funding for training and development could boost lending. Indications are that financial institutions have pulled back on opportunities to participate in government programs such as SBA lending. Also, financial institutions should reach out and work with communities in poverty.

State of Wisconsin

#24580 Green Bay, WI MSA

Demographic Information for Full-Scope Area: 24580 Green Bay WI MSA						
Demographic Characteristics	#	Low % of #	Moderate % of #	Middle % of #	Upper % of #	NA* % of #
Geographies (Census Tracts/BNAs)	64	0.00	20.31	65.63	12.50	1.56
Population by Geography	282,599	0.00	15.48	66.93	16.90	0.69
Owner-Occupied Housing by Geography	74,972	0.00	12.53	68.81	18.66	0.00
Business by Geography	28,579	0.00	14.31	67.72	17.93	0.03
Farms by Geography	1,484	0.00	11.32	78.37	10.31	0.00
Family Distribution by Income Level	73,603	16.46	19.20	27.30	37.04	0.00
Distribution of Low and Moderate Income Families throughout AA Geographies	26,248	0.00	23.00	66.94	10.07	0.00
Median Family Income HUD Adjusted Median Family Income for 2011 Households Below Poverty Level		53,950 67,600 7%	Median Housing Value Unemployment Rate (2000 US Census)		110,376 2.04%	

(*) The NA category consists of geographies that have not been assigned an income classification.

Source: 2000 US Census and 2011 HUD updated MFI

The AA consists of the entire MSA of Brown, Kewaunee, and Oconto Counties. The MSA contains the City of Green Bay, Wisconsin's third largest city and home to the National Football League's Green Bay Packers professional football team. In addition to the demographics above, the median sales price of existing single family homes for the third quarter of 2011 was \$135,700 (National Association of Realtors); fair market rents ranged from \$529 to \$988 with two-bedroom apartments at \$682 (HUD).

Although there is significant financial institution competition in this AA, ABNA is a clear leader. ABNA deposits of \$4.8 billion at June 30, 2010 represented a market share of 53.1 percent. There were 27 other financial institutions with deposit taking offices at June 30, 2010, and 248 lenders reported a HMDA loan origination or purchase in 2010.

Green Bay has a relatively diverse and stable economy. The service sector provides most area jobs followed by goods producing, trade, transportation, utilities, manufacturing, and government. Large employers include Schneider National Inc., Georgia Pacific Corp., Humana, and Green Bay Public Schools. One of every five jobs is in manufacturing, many of which relate to the paper industry. Growing industries include healthcare, insurance, transportation, and tourism. The Green Bay Packers generate a significant amount of spending in Brown County. Brown County is among the top four jobbing, wholesale, and distribution points in Wisconsin and is a major retailing center for northeastern Wisconsin and Upper Michigan.

As of December 2010, the unemployment rate (not seasonally adjusted) for the Green Bay MSA was 7.4 percent, compared to 7.7 percent for the State of Wisconsin and 9.3 percent nationally. These rates are significantly higher than the unemployment rates at the beginning of the evaluation period (January 2006), which were 5.2 percent for the assessment area, 5.2 percent for the State of Wisconsin, and 4.7 percent nationally.

The Green Bay MSA has a variety of CD programs and resources available. Some of these include: federal grants to help fund training and technical assistance projects for manufacturing companies in the city, programs to encourage bankers to finance affordable housing development and to help low- and moderate-income residents purchase homes, a state agency which administers programs for CD purposes assisting low- and moderate-income persons, and city and county economic development programs which administer revolving loan funds that help businesses seek start-up or expansion assistance in obtaining low-interest loans. Green Bay has a Federal HUB Zone, a Community Development Zone, and a Business Improvement District all of which attempt to assist CD. The area also has several nonprofit organizations and CDFIs that are actively involved in CD, affordable housing, and assisting small businesses.

We conducted two community contacts and reviewed one recent contact in this assessment area. Contacts reaffirmed the CD needs and opportunities in the area. One contact represented an economic arm of a Chamber of Commerce geared toward entrepreneurs and small businesses, another contact worked for a charitable organization, and the remaining contact was employed by a county economic development organization. One contact indicated that while the AA has been less hard hit than most, there are still many foreclosures and jobs lost due to plant closures. The agency has had very positive experiences with financial institutions (including ABNA), and there is a continuing need to provide funds/grants to small businesses for improvements or expansion. Another contact indicated these were very difficult economic times and there is a need to develop funds to help educate those displaced by job layoffs and plant closings. These funds could help provide programs to teach new skills or enhance current skills to improve employment possibilities. The contact indicated local financial institutions have been lax in creating innovative products for those customers who cannot afford to maintain high account balances or pay high maintenance fees and also have not adequately participated in improving financial literacy. Another contact indicated the economy is slow but with some growth in health care. There are banking needs for commercial expansion loans and lending to start up small businesses in tax increment financing (TIF) districts, or for local banks to participate in revolving loan funds to help small businesses.

#31540 Madison, WI MSA

Demographic Information for Full-Scope Area: Madison, WI MSA						
Demographic Characteristics	#	Low % of #	Moderate % of #	Middle % of #	Upper % of #	NA* % of #
Geographies (Census Tracts/BNAs)	111	4.50	17.12	60.36	16.22	1.80
Population by Geography	501,774	6.44	16.67	60.58	16.31	0.00
Owner-Occupied Housing by Geography	121,867	0.58	15.02	65.27	19.14	0.00
Business by Geography	54,969	3.48	13.95	62.42	20.15	0.00
Farms by Geography	2,667	0.45	14.02	70.75	14.77	0.00
Family Distribution by Income Level	122,011	16.01	19.36	28.49	36.14	0.00
Distribution of Low and Moderate Income Families throughout AA Geographies	43,163	4.53	24.11	61.40	9.96	0.00
Median Family Income		61,050	Median Housing Value		146,636	
HUD Adjusted Median Family Income for 2011		81,800	Unemployment Rate (2000 US Census)		2.25%	
Households Below Poverty Level		9%				

(*) The NA category consists of geographies that have not been assigned an income classification.

Source: 2000 US Census and 2011 HUD updated MFI

The AA consists of the entire MSA of Columbia, Dane, and Iowa Counties and is home to the University of Wisconsin at Madison, the state's largest public university. It is also the state's capital. The median sales price of existing single family homes for the third quarter of 2011 was \$220,100 (National Association of Realtors), and fair market rents ranged from \$595 to \$1,458 with two-bedroom apartments at \$877 (HUD).

Competition is substantial as there are 52 other financial depository institutions with offices in the AA as of June 30, 2010 and 346 institutions that originated or purchased HMDA residential loans in 2010. ABNA held deposits of \$1.0 billion as of June 30, 2010, ranking it 4th overall and represented a 7.0 percent market share.

Wisconsin state government and the University Of Wisconsin (UW)–Madison dominate as the top two Madison employers. However, Madison's economy is evolving from a government-based economy to a consumer services and high-tech base, particularly in the health, biotech, and advertising sectors. Beginning in the early 1990s, the city experienced a steady economic boom with the area less affected by recession than most. Underpinning the stronger economy is the development of high-tech companies, many fostered by UW–Madison working with local businesses and entrepreneurs to transfer the results of academic research into real-world applications, most notably bio-tech applications. Madison's highly educated skill base is also a positive for employment.

As of December 2010, the unemployment rate (not seasonally adjusted) for the Madison MSA was 5.6 percent, compared to 7.7 percent for the State of Wisconsin and 9.3 percent nationally. These rates are significantly higher than the unemployment rates at the beginning of the evaluation period (January 2006), which were 3.7 percent for the assessment area, 5.2 percent for the State of Wisconsin, and 4.7 percent nationally.

There are opportunities to participate in CD activities in the area with several CD organizations assisting low-and moderate-income individual and families or assisting small businesses.

We conducted one community contact and reviewed two recent community contacts in this AA to assist in profiling the community and to identify CD needs and opportunities. Contacts reaffirmed the CD needs and opportunities in the area. The contacts indicated the area was not as hard hit as some other areas during the recession (fairly stable environment) but that overall needs are still great, and that financial institutions have not done a good job of helping homeowners with foreclosure prevention. A contact indicated the need for educational resources for unbanked citizens. Two of the contacts were located in cities moderately away from the town of Madison with one indicating there was a capital raising campaign for a new community center, and another indicated the difficulty of very tight credit for newer businesses (but less so for larger businesses).

State of Minnesota

Minnesota non-MSA

Demographic Information for Full-Scope Area: Minnesota Non-MSA (Fillmore and Goodhue Counties)						
Demographic Characteristics	#	Low % of #	Moderate % of #	Middle % of #	Upper % of #	NA* % of #
Geographies (Census Tracts/BNAs)	16	0.00	0.00	62.50	37.50	0.00
Population by Geography	65,249	0.00	0.00	62.05	37.95	0.00
Owner-Occupied Housing by Geography	20,042	0.00	0.00	62.07	37.93	0.00
Business by Geography	8,008	0.00	0.00	64.39	35.61	0.00
Farms by Geography	1,172	0.00	0.00	62.37	37.63	0.00
Family Distribution by Income Level	17,653	13.07	15.84	25.17	45.92	0.00
Distribution of Low and Moderate Income Families throughout AA Geographies	5,103	0.00	0.00	68.88	31.12	0.00
Median Family Income		45,608	Median Housing Value		108,332	
HUD Adjusted Median Family Income for 2011		59,200	Unemployment Rate (2000 US Census)		1.72%	
Households Below Poverty Level		8%				

(*) The NA category consists of geographies that have not been assigned an income classification.

Source: 2000 US Census and 2011 HUD updated MFI

ABNA's Minnesota non-MSA AA consists of Fillmore and Goodhue Counties, located in the southeastern part of the State. The fair market rents ranged from \$410 to \$1,008 with two-bedroom apartments at \$616 in Fillmore County and \$734 in Goodhue County (HUD).

Financial services competition is significant in these two counties as there are 26 other depository financial institutions with offices at June 30, 2010 and 144 institutions that originated or purchased HMDA residential loan in the AA. ABNA held deposits of \$210 million at June 30, 2010 ranking 2nd overall with a market share of 8.1 percent.

The major economic drivers for Fillmore County are agriculture and tourism with Tri-County Electric being the major employer. The major economic drivers for Goodhue County are manufacturing and agriculture and some of the larger employers include Red Wing Shoe Company, Inc., Nestle Purina PetCare Company, and Automated Equipment LLC.

As of December 2010, the unemployment rate (not seasonally adjusted) for the Minnesota non-MSA AA was 6.8 percent, compared to 7.0 percent for the State of Minnesota and 9.3 percent nationally. These rates are significantly higher than the unemployment rates at the beginning of the evaluation period (January 2006), which were 5.8 percent for the assessment area, 5.0 percent for the State of Minnesota, and 4.7 percent nationally.

State of Illinois

#41180 St. Louis, MO-IL MSA (partial)

Demographic Information for Full-Scope Area: Part of #41180 St. Louis, MO-IL MSA						
Demographic Characteristics	#	Low % of #	Moderate % of #	Middle % of #	Upper % of #	NA* % of #
Geographies (Census Tracts/BNAs)	117	11.11	29.91	47.01	11.97	0.00
Population by Geography	542,642	6.59	23.71	54.73	14.96	0.00
Owner-Occupied Housing by Geography	148,336	3.89	21.78	58.06	16.26	0.00
Business by Geography	43,530	3.41	19.63	57.89	19.07	0.00
Farms by Geography	2,131	0.52	6.19	79.96	13.33	0.00
Family Distribution by Income Level	145,683	22.21	19.47	23.72	34.60	0.00
Distribution of Low and Moderate Income Families throughout AA Geographies	60,721	11.21	31.58	48.98	8.24	0.00
Median Family Income		53,435	Median Housing Value		79,518	
HUD Adjusted Median Family Income for 2011		69,500	Unemployment Rate (2000 US Census)		2.82%	
Households Below Poverty Level		11%				

(*) The NA category consists of geographies that have not been assigned an income classification.

Source: 2000 US Census and 2011 HUD updated MFI

The AA area consists of three of the eight counties within the St. Louis Mo-IL MSA: Madison, Monroe, and St. Clair, all of which are located in Illinois. The median sales price of existing single family homes for the third quarter of 2011 was \$131,700 (National Association of Realtors). Fair market rents ranged from \$589 to \$1,070 with two-bedroom apartments at \$794 (HUD).

Competition is significant as there are 45 other depository financial institutions with offices in the AA as of June 30, 2010. Also, there are 346 financial institutions that originated or purchased HMDA residential loans in 2010. As of June 30, 2010, ABNA held deposits of \$376 million, ranking it 7th overall with a 4.3 percent deposit market share.

Similar to many Midwest economies, the St. Louis economy has been affected by the recession as manufacturing payrolls continued to decline, and the housing market correction caused major declines in construction/housing employment. However, the region has a relatively diverse economy as the largest employers are services, government, and retail, including universities and hospitals. The four largest employers in the area are BJC Healthcare Systems, Boeing Integrated Defense Systems, Scott Air Force Base, and Washington University.

As of December 2010, the unemployment rate (not seasonally adjusted) for the St. Louis MSA was 8.8 percent, compared to 9.3 percent for the State of Illinois and 9.3 percent nationally. These rates are significantly higher than the unemployment rates at the beginning of the evaluation period (January 2006), which were 5.8 percent for the assessment area, 5.4 percent for the State of Illinois, and 4.7 percent nationally.

We reviewed two recent contacts to identify CD needs and opportunities. There are opportunities to participate in CD activities in this AA. The community contacts specifically

identified the need for seed money to grow small businesses, for more outreach and counseling on mortgage modification prior to foreclosure, and for more home buyer assistance.

Appendix D: Tables of Performance Data

Content of Standardized Tables

A separate set of tables is provided for each state. All multistate metropolitan areas are presented in one set of tables. References to the “bank” include activities of any affiliates that the bank provided for consideration (refer to appendix A: Scope of the Examination). For purposes of reviewing the lending test tables, the following are applicable: (1) purchased loans are treated as originations/purchases and market share is the number of loans originated and purchased by the bank as a percentage of the aggregate number of reportable loans originated and purchased by all lenders in the MA/assessment area; (2) Partially geocoded loans (loans where no census tract is provided) cannot be broken down by income geographies and, therefore, are only reflected in the Total Loans in Core Tables 2 through 7 and part of Table 13; and (3) Partially geocoded loans are included in the Total Loans and % Bank Loans Column in Core Tables 8 through 12 and part of Table 13. Deposit data are compiled by the FDIC and are available as of June 30 of each year. Tables without data are not included in this PE.

The following is a listing and brief description of the tables included in each set:

- Table 1. Lending Volume** - Presents the number and dollar amount of reportable loans originated and purchased by the bank over the evaluation period by MA/assessment area. Community development loans to statewide or regional entities or made outside the bank’s assessment area may receive positive CRA consideration. See Interagency Q&As __.12 (i) - 5 and - 6 for guidance on when a bank may receive positive CRA consideration for such loans. Refer to the CRA section of the Compliance Policy intranet page for guidance on table placement.
- Table 2. Geographic Distribution of Home Purchase Loans** - Compares the percentage distribution of the number of loans originated and purchased by the bank in low-, moderate-, middle-, and upper-income geographies to the percentage distribution of owner-occupied housing units throughout those geographies. The table also presents market share information based on the most recent aggregate market data available.
- Table 3. Geographic Distribution of Home Improvement Loans** - See Table 2.
- Table 4. Geographic Distribution of Home Mortgage Refinance Loans** - See Table 2.
- Table 5. Geographic Distribution of Multifamily Loans** - Compares the percentage distribution of the number of multifamily loans originated and purchased by the bank in low-, moderate-, middle-, and upper-income geographies to the percentage distribution of multifamily housing units throughout those geographies. The table also presents market share information based on the most recent aggregate market data available.

- Table 6. Geographic Distribution of Small Loans to Businesses** - The percentage distribution of the number of small loans (less than or equal to \$1 million) to businesses originated and purchased by the bank in low-, moderate-, middle-, and upper-income geographies compared to the percentage distribution of businesses (regardless of revenue size) throughout those geographies. The table also presents market share information based on the most recent aggregate market data available. Because small business data are not available for geographic areas smaller than counties, it may be necessary to use geographic areas larger than the bank's assessment area.
- Table 7. Geographic Distribution of Small Loans to Farms** - The percentage distribution of the number of small loans (less than or equal to \$500,000) to farms originated and purchased by the bank in low-, moderate-, middle-, and upper-income geographies compared to the percentage distribution of farms (regardless of revenue size) throughout those geographies. The table also presents market share information based on the most recent aggregate market data available. Because small farm data are not available for geographic areas smaller than counties, it may be necessary to use geographic areas larger than the bank's assessment area.
- Table 8. Borrower Distribution of Home Purchase Loans** - Compares the percentage distribution of the number of loans originated and purchased by the bank to low-, moderate-, middle-, and upper-income borrowers to the percentage distribution of families by income level in each MA/assessment area. The table also presents market share information based on the most recent aggregate market data available.
- Table 9. Borrower Distribution of Home Improvement Loans** - See Table 8.
- Table 10. Borrower Distribution of Refinance Loans** - See Table 8.
- Table 11. Borrower Distribution of Small Loans to Businesses** - Compares the percentage distribution of the number of small loans (less than or equal to \$1 million) originated and purchased by the bank to businesses with revenues of \$1 million or less to the percentage distribution of businesses with revenues of \$1 million or less. In addition, the table presents the percentage distribution of the number of loans originated and purchased by the bank by loan size, regardless of the revenue size of the business. Market share information is presented based on the most recent aggregate market data available.
- Table 12. Borrower Distribution of Small Loans to Farms** - Compares the percentage distribution of the number of small loans (less than or equal to \$500,000) originated and purchased by the bank to farms with revenues of \$1 million or less to the percentage distribution of farms with revenues of \$1 million or less. In addition, the table presents the percentage distribution of the number of loans originated and purchased by the bank by loan size, regardless of the revenue size of the farm. Market share information is presented based on the most recent aggregate market data available.

Table 14. Qualified Investments - Presents the number and dollar amount of qualified investments made by the bank in each MA/AA. The table separately presents investments made during prior evaluation periods that are still outstanding and investments made during the current evaluation period. Prior-period investments are reflected at their book value as of the end of the evaluation period. Current period investments are reflected at their original investment amount even if that amount is greater than the current book value of the investment. The table also presents the number and dollar amount of unfunded qualified investment commitments. In order to be included, an unfunded commitment must be legally binding and tracked and recorded by the bank's financial reporting system.

A bank may receive positive consideration for qualified investments in statewide/regional entities or made outside of the bank's assessment area. See Interagency Q&As __.12 (i) - 5 and - 6 for guidance on when a bank may receive positive CRA consideration for such investments. Refer to the CRA section of the Compliance Policy intranet page for guidance on table placement.

Table 15. Distribution of Branch Delivery System and Branch Openings/Closings - Compares the percentage distribution of the number of the bank's branches in low-, moderate-, middle-, and upper-income geographies to the percentage of the population within each geography in each MA/AA. The table also presents data on branch openings and closings in each MA/AA.

Tables of Performance Data

Multistate MSAs:

Chicago-Naperville-Joliet IL-IN-WI.....	D-5
Minneapolis-St. Paul-Bloomington MN-WI.....	D-5

State of Wisconsin.....	D-19
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State of Minnesota.....	D-33
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State of Illinois	D-47
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Table 1. Lending Volume

LENDING VOLUME												
Geography: MULTISTATE MSAs						Evaluation Period: JANUARY 1, 2006 TO DECEMBER 31, 2010						
Assessment Area	% of Rated Area Loans (#) in MA/AA*	Home Mortgage		Small Loans to Businesses		Small Loans to Farms		Community Development Loans**		Total Reported Loans		% of Rated Area Deposits in MA/AA***
		#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	
Full Review:												
29404 Lake-Kenosha IL-WI MD	25.94	1,407	269,537	435	89,156	0	0	0	0	1,842	358,693	9.61
33460 MN-St Paul-Bloom MN-WI MSA (part of)	100.00	6,487	1,052,828	3,491	747,309	99	9,014	13	11,711	10,090	1,820,862	100.00
Limited Review:												
16974 Chicago-Naperville-Joliet IL (part of)	74.06	3,192	833,296	2,044	641,068	1	130	21	5,189	5,258	1,479,683	90.39

* Loan Data as of December 31, 2010. Rated area refers to either state or multi-state MA rating area.

** The evaluation period for Community Development Loans is from January 01, 2006 to December 31, 2010.

*** Deposit Data as of June 30, 2010. Rated Area refers to either the state, multi-state MA, or institution, as appropriate.

Table 2. Geographic Distribution of Home Purchase Loans

Geographic Distribution: HOME PURCHASE		Geography: MULTISTATE MSAs				Evaluation Period: JANUARY 1, 2006 TO DECEMBER 31, 2010						Market Share (%) by Geography*				
Assessment Area:	Total Home Purchase Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Overall	Low	Mod	Mid	Upp	
	#	% of Total**	% Owner Occ Units***	% BANK Loans****	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans						
Full Review:																
29404 Lake-Kenosha IL-WI MD	252	26.53	1.51	0.40	20.24	15.48	40.98	60.71	37.26	23.41	0.66	0.79	0.46	0.77	0.63	
33460 MN-St Paul-Bloom MN-WI MSA (part of)	1,484	100.00	1.71	1.35	14.76	8.76	53.99	57.48	29.54	32.41	0.58	0.73	0.29	0.61	0.66	
Limited Review:																
16974 Chicago-Naperville-Joliet IL MD (part of)	698	73.47	2.81	3.58	15.88	10.89	44.65	37.68	36.66	47.85	0.20	0.40	0.11	0.12	0.29	

* Based on 2010 Peer Mortgage Data (USPR)

** Home purchase loans originated and purchased in the MA/AA as a percentage of all home purchase loans originated and purchased in the rated area.

*** Percentage of Owner Occupied Units is the number of owner occupied units in a particular geography divided by the number of owner occupied housing units in the area based on 2000 Census information.

**** Data shown includes only One to Four-family and manufactured housing. (Property type of 1 or 2)

Table 3. Geographic Distribution of Home Improvement Loans

Geographic Distribution: HOME IMPROVEMENT		Geography: MULTISTATE MSAs				Evaluation Period: JANUARY 1, 2006 TO DECEMBER 31, 2010									
Assessment Area:	Total Home Improvement Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total**	% Owner Occ Units***	% BANK Loans****	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	Overall	Low	Mod	Mid	Upp
Full Review:															
29404 Lake-Kenosha IL-WI MD	194	29.94	1.51	1.55	20.24	17.01	40.98	65.98	37.26	15.46	2.76	0.00	3.38	3.58	1.55
33460 MN-St Paul-Bloom MN-WI MSA (part of)	1,236	100.00	1.71	1.05	14.76	10.11	53.99	54.85	29.54	33.98	4.08	7.04	3.59	4.01	4.21
Limited Review:															
16974 Chicago-Naperville-Joliet IL MD (part of)	454	70.06	2.81	1.10	15.88	7.71	44.65	46.70	36.66	44.49	0.96	0.69	0.30	1.17	1.03

* Based on 2010 Peer Mortgage Data (USPR)

** Home improvement loans originated and purchased in the MA/AA as a percentage of all home improvement loans originated and purchased in the rated area.

*** Percentage of Owner Occupied Units is the number of owner occupied units in a particular geography divided by the number of owner occupied housing units in the area based on 2000 Census information.

**** Data shown includes only One to Four-family and manufactured housing. (Property type of 1 or 2)

Table 4. Geographic Distribution of Home Mortgage Refinance Loans

Geographic Distribution: HOME MORTGAGE REFINANCE		Geography: MULTISTATE MSAs					Evaluation Period: JANUARY 1, 2006 TO DECEMBER 31, 2010									
Assessment Area:	Total Home Mortgage Refinance Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*					
	#	% of Total**	% Owner Occ Units***	% BANK Loans****	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	Overall	Low	Mod	Mid	Upp	
Full Review:																
29404 Lake-Kenosha IL-WI MD	954	32.82	1.51	0.42	20.24	15.41	40.98	58.81	37.26	25.37	0.73	0.00	1.18	1.15	0.37	
33460 MN-St Paul-Bloom MN-WI MSA (part of)	3,723	100.00	1.71	0.64	14.76	6.61	53.99	57.45	29.54	35.29	1.12	0.87	0.69	1.28	1.01	
Limited Review:																
16974 Chicago-Naperville-Joliet IL MD (part of)	1,953	67.18	2.81	2.00	15.88	6.66	44.65	36.30	36.66	55.04	0.26	0.20	0.18	0.24	0.28	

* Based on 2010 Peer Mortgage Data (USPR)

** Home refinance loans originated and purchased in the MA/AA as a percentage of all home refinance loans originated and purchased in the rated area.

*** Percentage of Owner Occupied Units is the number of owner occupied units in a particular geography divided by the number of owner occupied housing units in the area based on 2000 Census information.

**** Data shown includes only One to Four-family and manufactured housing. (Property type of 1 or 2)

Table 5. Geographic Distribution of Multifamily Loans

Geographic Distribution: MULTIFAMILY		Geography: MULTISTATE MSAs					Evaluation Period: JANUARY 1, 2006 TO DECEMBER 31, 2010					Market Share (%) by Geography*				
Assessment Area:	Total Multifamily Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Overall	Low	Mod	Mid	Upp	
	#	% of Total**	% of MF Units***	% BANK Loans****	% MF Units***	% BANK Loans	% MF Units***	% BANK Loans	% MF Units***	% BANK Loans						
Full Review:																
29404 Lake-Kenosha IL-WI MD	7	7.61	6.86	0.00	35.78	57.14	39.43	42.86	17.92	0.00	4.26	0.00	8.70	0.00	0.00	
33460 MN-St Paul-Bloom MN-WI MSA (part of)	44	100.00	10.33	11.36	30.18	34.09	45.54	45.45	13.95	9.09	5.19	0.00	4.48	6.93	4.17	
Limited Review:																
16974 Chicago-Naperville-Joliet IL MD (part of)	85	92.39	12.25	22.35	24.13	44.71	35.03	20.00	28.58	12.94	1.13	0.00	1.22	0.92	2.09	

* Based on 2010 Peer Mortgage Data (USPR)

** Multi-family loans originated and purchased in the MA/AA as a percentage of all multi-family loans originated and purchased in the rated area.

*** Percentage of Multi-Family Units is the number of multifamily units in a particular geography divided by the number of multifamily housing units in the area based on 2000 Census information.

**** Multifamily loan distribution includes Home Purchases, Home Improvement and Refinances.

Table 6. Geographic Distribution of Small Loans to Businesses

Geographic Distribution: SMALL LOANS TO BUSINESSES															Geography: MULTISTATE MSAs		Evaluation Period: JANUARY 1, 2006 TO DECEMBER 31, 2010				
Assessment Area:	Total Small Business Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*										
	#	% of Total**	% of Businesses***	% BANK Loans	% of Businesses***	% BANK Loans	% of Businesses***	% BANK Loans	% of Businesses***	% BANK Loans	Overall	Low	Mod	Mid	Upp						
Full Review:																					
29404 Lake-Kenosha IL-WI MD	435	17.64	2.15	2.07	17.25	20.00	35.91	46.44	44.69	31.49	0.42	1.95	0.78	0.57	0.23						
33460 MN-St Paul-Bloom MN-WI MSA (part of)	3,491	100.00	4.06	6.79	16.45	17.19	51.95	52.28	27.35	23.75	0.76	1.03	1.12	0.86	0.50						
Limited Review:																					
16974 Chicago-Naperville-Joliet IL MD (part of)	2,031	82.36	3.89	1.18	14.42	12.06	37.77	28.16	43.63	58.59	0.31	0.09	0.32	0.17	0.43						

* Based on 2010 Peer Small Business Data -- US and PR

** Small loans to businesses originated and purchased in the MA/AA as a percentage of all small loans to businesses originated and purchased in the rated area.

*** Source Data - Dun and Bradstreet (2010).

Table 7. Geographic Distribution of Small Loans to Farms

Geographic Distribution: SMALL LOANS TO FARMS			Geography: MULTISTATE MSAs				Evaluation Period: JANUARY 1, 2006 TO DECEMBER 31, 2010					Market Share (%) by Geography*				
Assessment Area:	Total Small Farm Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Overall	Low	Mod	Mid	Upp	
	#	% of Total**	% of Farms***	% BANK Loans	% of Farms***	% BANK Loans	% of Farms***	% BANK Loans	% of Farms***	% BANK Loans						
Full Review:																
29404 Lake-Kenosha IL-WI MD	0	0.00	1.15	0.00	18.11	0.00	50.22	0.00	30.52	0.00	0.00	0.00	0.00	0.00	0.00	
33460 MN-St Paul-Bloom MN-WI MSA (part of)	99	100.00	0.78	0.00	10.89	14.14	62.35	80.81	25.95	5.05	2.74	0.00	4.88	3.24	0.00	
Limited Review:																
16974 Chicago-Naperville-Joliet IL MD (part of)	1	100.00	1.53	0.00	8.79	0.00	51.04	0.00	38.64	100.00	0.00	0.00	0.00	0.00	0.00	

* Based on 2010 Peer Small Business Data -- US and PR

** Small loans to farms originated and purchased in the MA/AA as a percentage of all small loans to farms originated and purchased in the rated area.

*** Source Data - Dun and Bradstreet (2010).

Table 8. Borrower Distribution of Home Purchase Loans

Borrower Distribution: HOME PURCHASE		Geography: MULTISTATE MSAs					Evaluation Period: JANUARY 1, 2006 TO DECEMBER 31, 2010					Market Share*				
Assessment Area:	Total Home Purchase Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Overall	Low	Mod	Mid	Upp	
	#	% of Total**	% Families***	% BANK Loans****	% Families***	% BANK Loans****	% Families***	% BANK Loans****	% Families***	% BANK Loans****						
Full Review:																
29404 Lake-Kenosha IL-WI MD	252	26.47	18.97	13.88	18.40	25.71	22.80	24.49	39.82	35.92	0.75	0.55	0.75	0.68	0.90	
33460 MN-St Paul-Bloom MN-WI MSA (part of)	1,484	100.00	17.38	12.17	18.92	28.11	25.96	24.48	37.74	35.23	0.67	0.37	0.55	0.78	0.97	
Limited Review:																
16974 Chicago-Naperville-Joliet IL MD (part of)	700	73.53	21.56	5.53	17.75	14.35	21.82	20.03	38.87	60.09	0.22	0.13	0.10	0.11	0.41	

* Based on 2010 Peer Mortgage Data (USPR)

** Home purchase loans originated and purchased in the MA/AA as a percentage of all home purchase loans originated and purchased in the rated area.

*** Percentage of Families is based on the 2000 Census information.

**** As a percentage of loans with borrower income information available. No information was available for 5.0% of loans originated and purchased by bank.

Table 9. Borrower Distribution of Home Improvement Loans

Borrower Distribution: HOME IMPROVEMENT		Geography: MULTISTATE MSAs					Evaluation Period: JANUARY 1, 2006 TO DECEMBER 31, 2010									
Assessment Area:	Total Home Improvement Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Market Share*					
	#	% of Total**	% Families*	% BANK Loans****	% Families***	% BANK Loans****	% Families***	% BANK Loans****	% Families***	% BANK Loans****	Overall	Low	Mod	Mid	Upp	
Full Review:																
29404 Lake-Kenosha IL-WI MD	194	29.94	18.97	17.71	18.40	25.52	22.80	25.00	39.82	31.77	2.99	5.36	4.19	1.64	2.07	
33460 MN-St Paul-Bloom MN-WI MSA (part of)	1,236	100.00	17.38	10.84	18.92	18.78	25.96	28.70	37.74	41.69	4.21	6.00	4.34	3.12	4.34	
Limited Review:																
16974 Chicago-Naperville-Joliet IL MD (part of)	454	70.06	21.56	9.30	17.75	15.42	21.82	26.30	38.87	48.98	1.03	0.87	1.18	1.08	0.96	

* Based on 2010 Peer Mortgage Data (USPR)

** Home improvement loans originated and purchased in the MA/AA as a percentage of all home improvement loans originated and purchased in the rated area.

*** Percentage of Families is based on the 2000 Census information.

**** As a percentage of loans with borrower income information available. No information was available for 2.0% of loans originated and purchased by bank.

Table 10. Borrower Distribution of Home Mortgage Refinance Loans

Borrower Distribution: HOME MORTGAGE REFINANCE															Geography: MULTISTATE MSAs					Evaluation Period: JANUARY 1, 2006 TO DECEMBER 31, 2010				
Assessment Area:	Total Home Mortgage Refinance Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Market Share*													
	#	% of Total**	% Families** *	% BANK Loans****	% Families***	% BANK Loans****	% Families***	% BANK Loans****	% Families***	% BANK Loans****	Overall	Low	Mod	Mid	Upp									
Full Review:																								
29404 Lake-Kenosha IL-WI MD	954	32.82	18.97	11.70	18.40	22.96	22.80	24.83	39.82	40.51	0.84	2.03	1.26	0.79	0.62									
33460 MN-St Paul-Bloom MN-WI MSA (part of)	3,723	100.00	17.38	10.90	18.92	24.37	25.96	29.13	37.74	35.61	1.24	1.80	1.43	1.27	1.02									
Limited Review:																								
16974 Chicago-Naperville-Joliet IL MD (part of)	1,953	67.18	21.56	5.52	17.75	11.27	21.82	20.59	38.87	62.61	0.29	0.36	0.23	0.18	0.33									

* Based on 2010 Peer Mortgage Data (USPR)

** Home refinance loans originated and purchased in the MA/AA as a percentage of all home refinance loans originated and purchased in the rated area.

*** Percentage of Families is based on the 2000 Census information.

**** As a percentage of loans with borrower income information available. No information was available for 4.7% of loans originated and purchased by bank.

Table 11. Borrower Distribution of Small Loans to Businesses

Borrower Distribution: SMALL LOANS TO BUSINESSES		Geography: MULTISTATE MSAs			Evaluation Period: JANUARY 1, 2006 TO DECEMBER 31, 2010				
Assessment Area:	Total Small Loans to Businesses		Businesses With Revenues of \$1 million or less		Loans by Original Amount Regardless of Business Size			Market Share*	
	#	% of Total**	% of Businesses***	% BANK Loans****	\$100,000 or less	>\$100,000 to \$250,000	>\$250,000 to \$1,000,000	All	Rev\$ 1 Million or Less
Full Review:									
29404 Lake-Kenosha IL-WI MD	435	17.55	78.27	46.44	54.94	20.00	25.06	0.42	0.89
33460 MN-St Paul-Bloom MN-WI MSA (part of)	3,491	100.00	77.23	42.05	52.59	19.65	27.76	0.76	0.58
Limited Review:									
16974 Chicago-Naperville-Joliet IL MD (part of)	2,044	82.45	74.33	25.05	35.81	17.56	46.62	0.31	0.26

* Based on 2010 Peer Small Business Data -- US and PR

** Small loans to businesses originated and purchased in the MA/AA as a percentage of all small loans to businesses originated and purchased in the rated area.

*** Businesses with revenues of \$1 million or less as a percentage of all businesses (Source D&B - 2010).

**** Small loans to businesses with revenues of \$1 million or less as a percentage of all loans reported as small loans to businesses. No information was available for 14.24% of small loans to businesses originated and purchased by the bank.

Table 12. Borrower Distribution of Small Loans to Farms

Borrower Distribution: SMALL LOANS TO FARMS		Geography: MULTISTATE MSAs			Evaluation Period: JANUARY 1, 2006 TO DECEMBER 31, 2010				
Assessment Area:	Total Small Loans to Farms		Farms With Revenues of \$1 million or less		Loans by Original Amount Regardless of Farm Size			Market Share*	
	#	% of Total**	% of Farms***	% BANK Loans****	\$100,000 or less	>\$100,000 to \$250,000	>\$250,000 to \$500,000	All	Rev\$ 1 Million or Less
Full Review:									
29404 Lake-Kenosha IL-WI MD	0	0.00	93.36	0.00	0.00	0.00	0.00	0.00	0.00
33460 MN-St Paul-Bloom MN-WI MSA (part of)	99	100.00	96.24	72.73	71.72	22.22	6.06	2.74	2.99
Limited Review:									
16974 Chicago-Naperville-Joliet IL MD (part of)	1	100.00	94.00	0.00	0.00	100.00	0.00	0.00	0.00

* Based on 2010 Peer Small Business Data -- US and PR

** Small loans to farms originated and purchased in the MA/AA as a percentage of all small loans to farms originated and purchased in the rated area.

*** Farms with revenues of \$1 million or less as a percentage of all farms (Source D&B - 2010).

**** Small loans to farms with revenues of \$1 million or less as a percentage of all loans reported as small loans to farms. No information was available for 16.16% of small loans to farms originated and purchased by the bank.

Table 14. Qualified Investments

QUALIFIED INVESTMENTS									
		Geography: MULTISTATE MSAs				Evaluation Period: NOVEMBER 1, 2006 TO JUNE 30, 2011			
Assessment Area:	Prior Period Investments*		Current Period Investments		Total Investments			Unfunded Commitments**	
	#	\$(000's)	#	\$(000's)	#	\$(000's)	% of Total	#	\$(000's)
Full Review:									
29404 Lake-Kenosha IL-WI MD	1	8	8	2,574	9	2,582	13.43	0	0
33460 MN-St Paul-Bloom MN-WI MSA (part of)	8	1,257	59	967	67	2,224	100.00	0	0
Limited Review:									
16974 Chicago-Naperville-Joliet IL MD (part of)	5	919	53	1,895	58	2,814	86.57	0	0

* 'Prior Period Investments' means investments made in a previous period that are outstanding as of the examination date.

** 'Unfunded Commitments' means legally binding investment commitments that are tracked and recorded by the institution's financial reporting system.

Table 15. Distribution of Branch Delivery System and Branch Openings/Closings

DISTRIBUTION OF BRANCH DELIVERY SYSTEM AND BRANCH OPENINGS/CLOSINGS																	
Geography: MULTISTATE MSAs										Evaluation Period: NOVEMBER 1, 2006 TO DECEMBER 31, 2010							
MA/Assessment Area:	Deposits	Branches						Branch Openings/Closings						Population			
	% of Rated Area Deposits in AA	# of BANK Branches	% of Rated Area Branches in AA	Location of Branches by Income of Geographies (%)				# of Branch Openings	# of Branch Closings	Net change in Location of Branches (+ or -)				% of Population within Each Geography			
				Low	Mod	Mid	Upp			Low	Mod	Mid	Upp	Low	Mod	Mid	Upp
Full Review:																	
29404 Lake Cnty-Kenosha Cnty IL-WI MD	33.33	9	3.23	0.00	33.33	44.44	22.22	0	0	0	0	0	0	3.53	27.25	37.38	31.84
33460 MN-St Paul-Bloom MN-WI MSA (part)	100.00	25	8.96	8.00	12.00	64.00	16.00	1	2	0	0	-2	+1	5.16	18.76	49.90	26.10
Limited Review:																	
16974 Chicago- Naperville-Joliet IL MD (part of)	66.67	18	6.45	0.00	11.11	27.78	61.11	1	0	0	0	0	1	8.57	24.43	38.66	28.33

Table 1. Lending Volume

LENDING VOLUME		Geography: WISCONSIN				Evaluation Period: JANUARY 1, 2006 TO DECEMBER 31, 2010						
Assessment Area (2006):	% of Rated Area Loans (#) in MA/AA*	Home Mortgage		Small Loans to Businesses		Small Loans to Farms		Community Development Loans**		Total Reported Loans		% of Rated Area Deposits in MA/AA***
		#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	#	\$(000's)	
Full Review:												
24580 Green Bay WI MSA	11.71	10,454	1,315,011	1,842	351,783	49	3,993	2	300	12,347	1,671,087	40.48
31540 Madison WI MSA	12.90	11,093	1,602,644	2,456	345,841	55	6,938	2	170	13,606	1,955,593	8.65
Limited Review:												
11540 Appleton WI MSA	7.76	7,134	927,152	1,024	164,208	26	4,513	2	2,825	8,186	1,098,698	2.36
20740 Eau Claire WI MSA	3.23	3,207	352,807	189	16,411	7	653	0	0	3,403	369,871	1.04
22540 Fond du Lac WI MSA	1.68	1,538	195,749	231	29,455	6	527	0	0	1,775	225,731	0.34
27500 Janesville WI MSA	3.62	3,608	358,080	206	25,406	0	0	1	100	3,815	383,586	0.93
29100 LaCrosse WI-MN MSA	4.00	3,658	411,530	555	96,936	4	912	0	0	4,217	509,378	2.88
33340 Milwaukee-Waukesha -West Allis WI MSA	15.71	12,265	1,937,792	4,275	918,809	15	1,414	19	22,253	16,574	2,880,268	19.52
36780 Oshkosh-Neenah WI MSA	6.44	5,469	710,103	1,305	217,898	15	528	3	946	6,792	929,475	4.11
39540 Racine WI MSA	1.23	1,102	145,458	192	29,473	1	14	1	57	1,296	175,002	0.89
43100 Sheboygan WI MSA	2.00	1,817	218,463	289	44,062	7	164	0	0	2,113	262,689	1.13
48140 Wausau WI MSA	3.62	3,006	340,213	770	123,850	37	2,693	0	0	3,813	466,756	2.30
WI non-MSA AA by selected Tracts	26.10	23,494	2,667,478	3,700	511,032	336	22,726	1	0	27,531	3,201,313	15.37

* Loan Data as of December 31, 2010. Rated area refers to either state or multi-state MA rating area.

** The evaluation period for Community Development Loans is from January 01, 2006 to December 31, 2010.

*** Deposit Data as of June 30, 2010. Rated Area refers to either the state, multi-state MA, or institution, as appropriate.

Table 2. Geographic Distribution of Home Purchase Loans

Geographic Distribution: HOME PURCHASE			Geography: WISCONSIN				Evaluation Period: JANUARY 1, 2006 TO DECEMBER 31, 2010					Market Share (%) by Geography*				
Assessment Area:	Total Home Purchase Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Overall	Low	Mod	Mid	Upp	
	#	% of Total**	% Owner Occ Units***	% BANK Loans****	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans						
Full Review:																
24580 Green Bay WI MSA	2,257	10.43	0.00	0.00	12.53	8.11	68.81	64.78	18.66	27.12	12.57	0.00	8.74	11.85	16.49	
31540 Madison WI MSA	2,875	13.28	0.58	0.45	15.02	9.91	65.27	68.97	19.14	20.66	3.96	6.82	2.94	4.40	3.27	
Limited Review:																
11540 Appleton WI MSA	2,187	10.10	0.00	0.00	4.66	4.71	83.48	69.82	11.86	25.47	13.33	0.00	10.98	12.57	16.78	
20740 Eau Claire WI MSA	930	4.30	0.00	0.00	9.89	11.18	72.19	69.78	17.92	19.03	9.04	0.00	7.30	8.55	12.13	
22540 Fond du Lac WI MSA	377	1.74	0.00	0.00	0.00	0.00	92.04	88.59	7.96	11.41	4.69	0.00	0.00	4.31	8.25	
27500 Janesville WI MSA	1,269	5.86	0.00	0.00	13.85	14.03	64.93	56.42	21.22	29.55	7.65	0.00	5.21	7.36	9.24	
29100 LaCrosse WI-MN MSA	996	4.60	0.00	0.00	11.09	12.45	75.06	71.79	13.85	15.76	10.06	0.00	9.02	9.59	13.00	
33340 Milwaukee-Waukesha-West Allis WI MSA	2,526	11.67	4.46	3.25	12.07	7.44	46.58	46.44	36.88	42.87	2.54	1.88	1.38	2.31	3.14	
36780 Oshkosh-Neenah WI MSA	1,593	7.36	0.00	0.00	5.18	4.96	74.00	67.17	20.82	27.87	11.17	0.00	6.93	10.10	15.02	
39540 Racine WI MSA	240	1.11	3.43	0.83	6.59	3.33	71.55	80.83	18.42	15.00	1.96	0.00	2.75	2.09	1.39	
43100 Sheboygan WI MSA	390	1.80	0.00	0.00	10.78	7.95	75.94	71.79	13.28	20.26	4.10	0.00	6.67	3.66	4.64	
48140 Wausau WI MSA	838	3.87	0.00	0.00	14.02	9.55	70.90	72.67	15.08	17.78	6.48	0.00	3.43	7.35	6.17	
WI non-MSA AA by selected tracts	5,170	23.88	0.00	0.00	4.64	4.43	78.61	78.34	16.74	17.23	8.38	0.00	6.84	8.17	9.56	

* Based on 2010 Peer Mortgage Data (USPR)

** Home purchase loans originated and purchased in the MA/AA as a percentage of all home purchase loans originated and purchased in the rated area.

*** Percentage of Owner Occupied Units is the number of owner occupied units in a particular geography divided by the number of owner occupied housing units in the area based on 2000 Census information.

**** Data shown includes only One to Four-family and manufactured housing. (Property type of 1 or 2)

Table 3. Geographic Distribution of Home Improvement Loans

Geographic Distribution: HOME IMPROVEMENT															Geography: WISCONSIN		Evaluation Period: JANUARY 1, 2006 TO DECEMBER 31, 2010				
Assessment Area:	Total Home Improvement Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*										
	#	% of Total**	% Owner Occ Units***	% BANK Loans****	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	Overall	Low	Mod	Mid	Upp						
Full Review:																					
24580 Green Bay WI MSA	861	8.14	0.00	0.00	12.53	12.43	68.81	63.53	18.66	24.04	16.72	0.00	11.11	15.51	23.31						
31540 Madison WI MSA	1,450	13.71	0.58	0.41	15.02	13.10	65.27	68.14	19.14	18.34	9.12	0.00	11.70	8.86	8.42						
Limited Review:																					
11540 Appleton WI MSA	372	3.52	0.00	0.00	4.66	7.26	83.48	73.92	11.86	18.82	7.10	0.00	7.32	6.15	11.11						
20740 Eau Claire WI MSA	498	4.71	0.00	0.00	9.89	8.03	72.19	66.67	17.92	25.30	17.66	0.00	11.43	17.38	23.53						
22540 Fond du Lac WI MSA	84	0.79	0.00	0.00	0.00	0.00	92.04	92.86	7.96	7.14	5.07	0.00	0.00	5.08	5.00						
27500 Janesville WI MSA	506	4.79	0.00	0.00	13.85	16.80	64.93	63.04	21.22	20.16	20.70	0.00	8.70	22.60	20.69						
29100 LaCrosse WI-MN MSA	638	6.03	0.00	0.00	11.09	13.48	75.06	73.98	13.85	12.54	23.45	0.00	30.00	21.56	28.57						
33340 Milwaukee-Waukesha-West Allis WI MSA	1,988	18.80	4.46	3.67	12.07	8.00	46.58	45.72	36.88	42.61	11.62	2.33	9.82	11.90	12.06						
36780 Oshkosh-Neenah WI MSA	319	3.02	0.00	0.00	5.18	3.76	74.00	72.73	20.82	23.51	10.95	0.00	4.00	10.68	13.95						
39540 Racine WI MSA	177	1.67	3.43	0.56	6.59	2.82	71.55	72.32	18.42	24.29	5.71	0.00	14.29	4.79	7.55						
43100 Sheboygan WI MSA	176	1.66	0.00	0.00	10.78	9.66	75.94	71.02	13.28	19.32	5.52	0.00	0.00	6.23	6.17						
48140 Wausau WI MSA	371	3.51	0.00	0.00	14.02	15.36	70.90	71.70	15.08	12.94	14.20	0.00	15.38	14.71	10.00						
WI non-MSA AA by selected tracts	3,133	29.63	0.00	0.00	4.64	6.77	78.61	78.33	16.74	14.91	16.49	0.00	33.93	16.17	13.51						

* Based on 2010 Peer Mortgage Data (USPR)

** Home improvement loans originated and purchased in the MA/AA as a percentage of all home improvement loans originated and purchased in the rated area.

*** Percentage of Owner Occupied Units is the number of owner occupied units in a particular geography divided by the number of owner occupied housing units in the area based on 2000 Census information.

**** Data shown includes only One to Four-family and manufactured housing. (Property type of 1 or 2)

Table 4. Geographic Distribution of Home Mortgage Refinance Loans

Geographic Distribution: HOME MORTGAGE REFINANCE															Geography: WISCONSIN		Evaluation Period: JANUARY 1, 2006 TO DECEMBER 31, 2010				
Assessment Area:	Total Home Mortgage Refinance Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*										
	#	% of Total**	% Owner Occ Units***	% BANK Loans****	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	Overall	Low	Mod	Mid	Upp						
Full Review:																					
24580 Green Bay WI MSA	7,329	13.31	0.00	0.00	12.53	6.64	68.81	67.28	18.66	26.07	15.06	0.00	12.65	15.41	14.75						
31540 Madison WI MSA	6,717	12.20	0.58	0.70	15.02	8.87	65.27	68.69	19.14	21.74	5.86	5.71	6.08	6.23	4.95						
Limited Review:																					
11540 Appleton WI MSA	4,564	8.29	0.00	0.00	4.66	2.80	83.48	70.55	11.86	26.64	13.72	0.00	9.23	12.85	16.87						
20740 Eau Claire WI MSA	1,767	3.21	0.00	0.00	9.89	8.83	72.19	66.33	17.92	24.84	10.07	0.00	11.41	9.27	12.22						
22540 Fond du Lac WI MSA	1,069	1.94	0.00	0.00	0.00	0.00	92.04	90.65	7.96	9.35	6.62	0.00	0.00	6.66	6.35						
27500 Janesville WI MSA	1,826	3.32	0.00	0.00	13.85	10.13	64.93	59.97	21.22	29.90	10.76	0.00	20.31	10.49	9.71						
29100 LaCrosse WI-MN MSA	1,961	3.56	0.00	0.00	11.09	8.72	75.06	76.03	13.85	15.25	12.56	0.00	13.48	12.23	13.92						
33340 Milwaukee-Waukesha-West Allis WI MSA	7,555	13.72	4.46	3.64	12.07	6.05	46.58	41.22	36.88	49.09	3.35	6.71	3.79	3.39	3.24						
36780 Oshkosh-Neenah WI MSA	3,483	6.32	0.00	0.00	5.18	3.07	74.00	63.91	20.82	33.02	17.49	0.00	17.89	16.48	19.57						
39540 Racine WI MSA	672	1.22	3.43	0.15	6.59	2.08	71.55	71.73	18.42	26.04	2.73	0.00	0.72	2.85	2.82						
43100 Sheboygan WI MSA	1,246	2.26	0.00	0.00	10.78	7.46	75.94	70.87	13.28	21.67	7.45	0.00	8.06	7.56	6.97						
48140 Wausau WI MSA	1,780	3.23	0.00	0.00	14.02	10.67	70.90	71.01	15.08	18.31	9.21	0.00	10.25	9.70	7.18						
WI non-MSA AA by selected tracts	15,106	27.43	0.00	0.00	4.64	4.01	78.61	77.83	16.74	18.16	12.44	0.00	15.34	12.67	11.24						

* Based on 2010 Peer Mortgage Data (USPR)

** Home refinance loans originated and purchased in the MA/AA as a percentage of all home refinance loans originated and purchased in the rated area.

*** Percentage of Owner Occupied Units is the number of owner occupied units in a particular geography divided by the number of owner occupied housing units in the area based on 2000 Census information.

**** Data shown includes only One to Four-family and manufactured housing. (Property type of 1 or 2)

Table 5. Geographic Distribution of Multifamily Loans

Geographic Distribution: MULTIFAMILY		Geography: WISCONSIN					Evaluation Period: JANUARY 1, 2006 TO DECEMBER 31, 2010					Market Share (%) by Geography*				
Assessment Area:	Total Multifamily Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Overall	Low	Mod	Mid	Upp	
	#	% of Total**	% of MF Units***	% BANK Loans****	% MF Units***	% BANK Loans	% MF Units***	% BANK Loans	% MF Units***	% BANK Loans						
Full Review:																
24580 Green Bay WI MSA	7	1.28	0.00	0.00	22.26	14.29	70.14	85.71	7.60	0.00	9.09	0.00	10.00	11.76	0.00	
31540 Madison WI MSA	51	9.29	15.47	11.76	20.66	19.61	48.76	58.82	15.11	9.80	8.04	7.14	6.25	8.77	11.11	
Limited Review:																
11540 Appleton WI MSA	11	2.00	0.00	0.00	8.75	0.00	81.14	100.00	10.11	0.00	4.35	0.00	0.00	5.88	0.00	
20740 Eau Claire WI MSA	12	2.19	0.00	0.00	32.43	16.67	46.32	75.00	21.26	8.33	8.57	0.00	7.14	8.33	11.11	
22540 Fond du Lac WI MSA	8	1.46	0.00	0.00	0.00	0.00	97.56	100.00	2.44	0.00	16.67	0.00	0.00	16.67	0.00	
27500 Janesville WI MSA	7	1.28	0.00	0.00	22.23	14.29	54.80	71.43	22.97	14.29	26.67	0.00	0.00	36.36	0.00	
29100 LaCrosse WI-MN MSA	63	11.48	0.00	0.00	43.47	61.90	54.78	38.10	1.75	0.00	38.10	0.00	52.38	25.00	0.00	
33340 Milwaukee-Waukesha-West Allis WI MSA	196	35.70	12.61	19.90	19.46	19.39	48.14	41.84	19.79	18.88	17.01	42.11	7.14	19.23	6.00	
36780 Oshkosh-Neenah WI MSA	74	13.48	0.00	0.00	8.86	5.41	76.30	90.54	14.84	4.05	57.14	0.00	50.00	62.16	0.00	
39540 Racine WI MSA	13	2.37	3.26	0.00	24.26	46.15	57.04	46.15	15.44	7.69	0.00	0.00	0.00	0.00	0.00	
43100 Sheboygan WI MSA	5	0.91	0.00	0.00	32.21	0.00	62.80	100.00	4.99	0.00	28.57	0.00	0.00	28.57	0.00	
48140 Wausau WI MSA	17	3.10	0.00	0.00	28.01	0.00	59.37	64.71	12.62	35.29	0.00	0.00	0.00	0.00	0.00	
WI non-MSA AA by selected tracts	85	15.48	0.00	0.00	5.19	3.53	84.68	94.12	10.13	2.35	10.81	0.00	0.00	11.43	0.00	

* Based on 2010 Peer Mortgage Data (USPR)

** Multi-family loans originated and purchased in the MA/AA as a percentage of all multi-family loans originated and purchased in the rated area.

*** Percentage of Multi-Family Units is the number of multifamily units in a particular geography divided by the number of multifamily housing units in the area based on 2000 Census information.

**** Multifamily loan distribution includes Home Purchases, Home Improvement and Refinances.

Table 6. Geographic Distribution of Small Loans to Businesses

Geographic Distribution: SMALL LOANS TO BUSINESSES															
Geography: WISCONSIN															
Evaluation Period: JANUARY 1, 2006 TO DECEMBER 31, 2010															
Assessment Area:	Total Small Business Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total**	% of Businesses***	% BANK Loans	% of Businesses***	% BANK Loans	% of Businesses***	% BANK Loans	% of Businesses***	% BANK Loans	Overall	Low	Mod	Mid	Upp
Full Review:															
24580 Green Bay WI MSA	1,842	10.82	0.00	0.00	15.67	16.88	68.56	63.25	15.75	19.87	4.77	0.00	5.17	4.72	5.81
31540 Madison WI MSA	2,456	14.43	3.70	3.50	14.75	18.65	62.87	57.25	18.68	20.60	3.83	7.34	4.45	3.91	3.12
Limited Review:															
11540 Appleton WI MSA	1,024	6.01	0.00	0.00	8.00	3.22	75.77	72.07	16.24	24.71	3.30	0.00	0.90	3.35	4.90
20740 Eau Claire WI MSA	189	1.11	0.00	0.00	18.43	20.63	67.32	63.49	14.25	15.87	0.74	0.00	0.00	1.12	0.39
22540 Fond du Lac WI MSA	231	1.36	0.00	0.00	0.00	0.00	93.75	87.88	6.25	12.12	1.49	0.00	0.00	1.72	0.00
27500 Janesville WI MSA	206	1.21	0.00	0.00	17.09	15.05	58.14	55.34	24.77	29.61	1.69	0.00	0.89	2.38	1.16
29100 LaCrosse WI-MN MSA	555	3.26	0.00	0.00	19.60	19.64	68.62	70.63	11.78	9.73	5.08	0.00	5.88	5.71	3.33
33340 Milwaukee-Waukesha-West Allis WI MSA	4,266	25.06	7.44	4.90	13.12	10.31	43.08	40.60	35.77	44.19	2.67	4.21	3.39	2.62	2.57
36780 Oshkosh-Neenah WI MSA	1,305	7.67	0.00	0.00	6.59	7.66	72.20	69.81	21.20	22.53	6.47	0.00	10.47	6.88	5.57
39540 Racine WI MSA	192	1.13	5.93	2.08	10.17	4.69	69.47	69.27	14.43	23.96	1.52	0.00	0.00	1.77	1.97
43100 Sheboygan WI MSA	289	1.70	0.00	0.00	15.65	17.30	71.47	60.55	12.88	22.15	2.39	0.00	1.90	2.16	4.66
48140 Wausau WI MSA	770	4.52	0.00	0.00	18.41	22.34	62.69	62.60	18.90	15.06	1.88	0.00	6.45	1.30	0.48
WI non-MSA AA by selected tracts	3,700	21.73	0.00	0.00	5.45	5.19	81.25	82.73	13.31	12.08	2.37	0.00	4.74	2.44	2.38

* Based on 2010 Peer Small Business Data -- US and PR

** Small loans to businesses originated and purchased in the MA/AA as a percentage of all small loans to businesses originated and purchased in the rated area.

*** Source Data - Dun and Bradstreet (2010).

Table 7. Geographic Distribution of Small Loans to Farms

Geographic Distribution: SMALL LOANS TO FARMS		Geography: WISCONSIN					Evaluation Period: JANUARY 1, 2006 TO DECEMBER 31, 2010					Market Share (%) by Geography*				
Assessment Area:	Total Small Farm Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Overall	Low	Mod	Mid	Upp	
	#	% of Total**	% of Farms***	% BANK Loans	% of Farms***	% BANK Loans	% of Farms***	% BANK Loans	% of Farms***	% BANK Loans						
Full Review:																
24580 Green Bay WI MSA	49	8.78	0.00	0.00	11.57	32.65	79.32	65.31	9.10	2.04	2.48	0.00	15.15	0.86	0.00	
31540 Madison WI MSA	55	9.86	0.51	0.00	15.11	16.36	70.59	74.55	13.79	9.09	1.34	0.00	0.00	1.87	0.00	
Limited Review:																
11540 Appleton WI MSA	26	4.66	0.00	0.00	1.13	0.00	90.99	80.77	7.88	19.23	1.39	0.00	0.00	1.49	0.00	
20740 Eau Claire WI MSA	7	1.25	0.00	0.00	6.89	0.00	78.22	100.00	14.89	0.00	0.00	0.00	0.00	0.00	0.00	
22540 Fond du Lac WI MSA	6	1.08	0.00	0.00	0.00	0.00	90.80	100.00	9.20	0.00	0.52	0.00	0.00	0.58	0.00	
27500 Janesville WI MSA	0	0.00	0.00	0.00	2.91	0.00	76.41	0.00	20.68	0.00	0.00	0.00	0.00	0.00	0.00	
29100 LaCrosse WI-MN MSA	4	0.72	0.00	0.00	2.06	0.00	85.15	50.00	12.78	50.00	0.00	0.00	0.00	0.00	0.00	
33340 Milwaukee-Waukesha-West Allis WI MSA	15	2.69	2.21	0.00	4.85	13.33	49.59	60.00	43.24	26.67	0.00	0.00	0.00	0.00	0.00	
36780 Oshkosh-Neenah WI MSA	15	2.69	0.00	0.00	1.27	0.00	80.93	100.00	17.80	0.00	2.99	0.00	0.00	4.00	0.00	
39540 Racine WI MSA	1	0.18	0.44	0.00	2.00	0.00	74.00	0.00	23.56	100.00	0.00	0.00	0.00	0.00	0.00	
43100 Sheboygan WI MSA	7	1.25	0.00	0.00	1.56	0.00	85.56	85.71	12.89	14.29	0.85	0.00	0.00	0.92	0.00	
48140 Wausau WI MSA	37	6.63	0.00	0.00	11.69	16.22	78.59	83.78	9.72	0.00	0.57	0.00	0.00	0.72	0.00	
WI non-MSA AA by selected tracts	336	60.22	0.00	0.00	3.37	0.60	77.91	89.58	18.72	9.82	1.29	0.00	0.00	1.46	0.65	

* Based on 2010 Peer Small Business Data -- US and PR

** Small loans to farms originated and purchased in the MA/AA as a percentage of all small loans to farms originated and purchased in the rated area.

*** Source Data - Dun and Bradstreet (2010).

Table 8. Borrower Distribution of Home Purchase Loans

Borrower Distribution: HOME PURCHASE		Geography: WISCONSIN					Evaluation Period: JANUARY 1, 2006 TO DECEMBER 31, 2010					Market Share*				
Assessment Area:	Total Home Purchase Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Market Share*					
	#	% of Total**	% Families***	% BANK Loans****	% Families***	% BANK Loans****	% Families***	% BANK Loans****	% Families***	% BANK Loans****	Overall	Low	Mod	Mid	Upp	
Full Review:																
24580 Green Bay WI MSA	2,257	10.43	16.46	9.93	19.20	24.36	27.30	28.49	37.04	37.22	13.03	10.33	11.91	12.77	16.07	
31540 Madison WI MSA	2,875	13.28	16.01	9.26	19.36	25.69	28.49	33.62	36.14	31.43	4.51	5.08	4.89	4.28	4.16	
Limited Review:																
11540 Appleton WI MSA	2,187	10.10	13.81	15.32	20.05	27.65	30.79	30.32	35.34	26.71	14.42	13.21	13.79	15.89	14.54	
20740 Eau Claire WI MSA	930	4.30	16.25	10.68	20.21	26.32	26.25	27.09	37.29	35.90	9.63	9.20	9.65	10.48	9.01	
22540 Fond du Lac WI MSA	377	1.74	14.43	8.13	18.74	29.00	31.55	35.50	35.27	27.37	5.06	0.71	6.11	7.09	3.83	
27500 Janesville WI MSA	1,269	5.86	15.96	15.40	20.02	28.85	26.44	29.66	37.57	26.09	8.53	8.71	9.01	7.71	8.75	
29100 LaCrosse WI-MN MSA	996	4.60	16.24	12.58	19.83	23.47	26.51	28.12	37.43	35.84	10.84	10.46	7.72	11.24	13.24	
33340 Milwaukee-Waukesha-West Allis WI MSA	2,526	11.67	19.84	7.07	17.89	22.30	23.61	24.16	38.65	46.47	2.80	1.56	2.32	2.52	3.79	
36780 Oshkosh-Neenah WI MSA	1,593	7.36	15.68	14.26	19.70	28.58	28.02	28.00	36.60	29.16	12.47	9.12	13.37	12.45	13.94	
39540 Racine WI MSA	240	1.11	17.83	7.23	18.46	33.62	25.73	25.11	37.98	34.04	2.06	1.47	3.17	1.35	1.75	
43100 Sheboygan WI MSA	390	1.80	14.72	9.42	19.38	29.58	29.30	30.37	36.60	30.63	4.66	4.32	4.36	5.05	4.78	
48140 Wausau WI MSA	838	3.87	15.30	9.90	19.58	26.14	28.61	33.63	36.51	30.33	7.26	4.46	8.78	7.18	7.62	
WI non-MSA AA by selected tracts	5,170	23.88	15.18	8.63	18.50	23.60	26.04	27.44	40.28	40.33	9.03	8.51	9.23	9.11	9.01	

* Based on 2010 Peer Mortgage Data (USPR)

** Home purchase loans originated and purchased in the MA/AA as a percentage of all home purchase loans originated and purchased in the rated area.

*** Percentage of Families is based on the 2000 Census information.

**** As a percentage of loans with borrower income information available. No information was available for 3.9% of loans originated and purchased by bank.

Table 9. Borrower Distribution of Home Improvement Loans

Borrower Distribution: HOME IMPROVEMENT		Geography: WISCONSIN					Evaluation Period: JANUARY 1, 2006 TO DECEMBER 31, 2010					Market Share*				
Assessment Area:	Total Home Improvement Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Overall	Low	Mod	Mid	Upp	
	#	% of Total**	% Families*	% BANK Loans****	% Families***	% BANK Loans****	% Families***	% BANK Loans****	% Families***	% BANK Loans****						
Full Review:																
24580 Green Bay WI MSA	861	8.14	16.46	9.10	19.20	18.57	27.30	29.40	37.04	42.93	15.51	12.50	14.17	14.43	17.89	
31540 Madison WI MSA	1,450	13.71	16.01	9.48	19.36	22.75	28.49	34.41	36.14	33.36	9.75	19.59	12.33	8.71	6.20	
Limited Review:																
11540 Appleton WI MSA	372	3.52	13.81	9.64	20.05	20.66	30.79	31.13	35.34	38.57	7.11	7.58	7.19	6.07	7.92	
20740 Eau Claire WI MSA	498	4.71	16.25	6.82	20.21	15.50	26.25	30.17	37.29	47.52	18.53	20.59	20.00	18.18	17.50	
22540 Fond du Lac WI MSA	84	0.79	14.43	6.02	18.74	26.51	31.55	24.10	35.27	43.37	5.24	7.69	6.35	2.44	6.25	
27500 Janesville WI MSA	506	4.79	15.96	7.63	20.02	24.30	26.44	34.14	37.57	33.94	21.33	16.67	24.44	21.82	20.99	
29100 LaCrosse WI-MN MSA	638	6.03	16.24	14.12	19.83	19.97	26.51	30.84	37.43	35.06	23.13	40.00	10.94	27.40	21.15	
33340 Milwaukee-Waukesha-West Allis WI MSA	1,988	18.80	19.84	10.62	17.89	16.99	23.61	25.03	38.65	47.36	11.73	15.11	12.78	10.44	11.23	
36780 Oshkosh-Neenah WI MSA	319	3.02	15.68	10.42	19.70	21.50	28.02	28.01	36.60	40.07	11.39	9.09	8.43	11.45	13.70	
39540 Racine WI MSA	177	1.67	17.83	8.05	18.46	16.09	25.73	29.31	37.98	46.55	6.19	0.00	2.17	1.92	13.51	
43100 Sheboygan WI MSA	176	1.66	14.72	6.98	19.38	22.09	29.30	29.65	36.60	41.28	5.71	1.52	6.19	4.55	8.80	
48140 Wausau WI MSA	371	3.51	15.30	9.83	19.58	20.22	28.61	32.02	36.51	37.92	14.01	18.92	9.46	17.71	12.00	
WI non-MSA AA by selected tracts	3,133	29.63	15.18	9.34	18.50	19.35	26.04	29.09	40.28	42.23	17.35	25.79	15.82	16.44	16.78	

* Based on 2010 Peer Mortgage Data (USPR)

** Home improvement loans originated and purchased in the MA/AA as a percentage of all home improvement loans originated and purchased in the rated area.

*** Percentage of Families is based on the 2000 Census information.

**** As a percentage of loans with borrower income information available. No information was available for 3.1% of loans originated and purchased by bank.

Table 10. Borrower Distribution of Home Mortgage Refinance Loans

Borrower Distribution: HOME MORTGAGE REFINANCE		Geography: WISCONSIN					Evaluation Period: JANUARY 1, 2006 TO DECEMBER 31, 2010					Market Share*				
Assessment Area:	Total Home Mortgage Refinance Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Overall	Low	Mod	Mid	Upp	
	#	% of Total**	% Families** *	% BANK Loans****	% Families***	% BANK Loans****	% Families***	% BANK Loans****	% Families***	% BANK Loans****						
Full Review:																
24580 Green Bay WI MSA	7,329	13.31	16.46	7.33	19.20	21.61	27.30	29.04	37.04	42.03	16.34	17.08	18.39	16.72	15.09	
31540 Madison WI MSA	6,717	12.20	16.01	8.97	19.36	23.19	28.49	33.60	36.14	34.25	6.76	8.46	7.48	7.67	5.54	
Limited Review:																
11540 Appleton WI MSA	4,564	8.29	13.81	7.98	20.05	23.51	30.79	32.05	35.34	36.46	14.73	14.48	16.50	15.47	13.29	
20740 Eau Claire WI MSA	1,767	3.21	16.25	7.02	20.21	19.69	26.25	27.96	37.29	45.33	10.70	8.38	10.59	10.94	11.04	
22540 Fond du Lac WI MSA	1,069	1.94	14.43	8.18	18.74	22.59	31.55	33.50	35.27	35.74	7.10	6.85	7.18	7.37	6.87	
27500 Janesville WI MSA	1,826	3.32	15.96	8.33	20.02	24.60	26.44	30.22	37.57	36.85	11.96	12.63	14.72	11.86	10.40	
29100 LaCrosse WI-MN MSA	1,961	3.56	16.24	8.35	19.83	19.96	26.51	31.18	37.43	40.52	13.09	14.34	12.53	15.25	11.80	
33340 Milwaukee-Waukesha-West Allis WI MSA	7,555	13.72	19.84	7.04	17.89	18.02	23.61	26.92	38.65	48.03	3.77	5.69	4.34	3.94	3.36	
36780 Oshkosh-Neenah WI MSA	3,483	6.32	15.68	8.35	19.70	23.83	28.02	27.39	36.60	40.43	19.07	18.41	22.72	18.53	17.73	
39540 Racine WI MSA	672	1.22	17.83	8.99	18.46	20.00	25.73	33.64	37.98	37.36	3.09	3.36	2.84	3.75	2.74	
43100 Sheboygan WI MSA	1,246	2.26	14.72	9.01	19.38	24.64	29.30	32.97	36.60	33.39	8.31	9.22	9.50	9.29	6.79	
48140 Wausau WI MSA	1,780	3.23	15.30	8.83	19.58	23.19	28.61	32.02	36.51	35.95	9.88	13.03	10.15	11.63	7.85	
WI non-MSA AA by selected tracts	15,106	27.43	15.18	7.11	18.50	19.40	26.04	29.52	40.28	43.97	13.75	17.16	16.54	14.83	11.93	

* Based on 2010 Peer Mortgage Data (USPR)

** Home refinance loans originated and purchased in the MA/AA as a percentage of all home refinance loans originated and purchased in the rated area.

*** Percentage of Families is based on the 2000 Census information.

**** As a percentage of loans with borrower income information available. No information was available for 6.6% of loans originated and purchased by bank.

Table 11. Borrower Distribution of Small Loans to Businesses

Borrower Distribution: SMALL LOANS TO BUSINESSES		Geography: WISCONSIN			Evaluation Period: JANUARY 1, 2006 TO DECEMBER 31, 2010				
Assessment Area:	Total Small Loans to Businesses		Businesses With Revenues of \$1 million or less		Loans by Original Amount Regardless of Business Size			Market Share*	
	#	% of Total**	% of Businesses***	% BANK Loans****	\$100,000 or less	>\$100,000 to \$250,000	>\$250,000 to \$1,000,000	All	Rev\$ 1 Million or Less
Full Review:									
24580 Green Bay WI MSA	1,842	10.81	78.33	44.46	54.45	21.34	24.21	4.77	4.27
31540 Madison WI MSA	2,456	14.42	76.65	49.51	66.90	16.16	16.94	3.83	4.15
Limited Review:									
11540 Appleton WI MSA	1,024	6.01	76.71	44.43	62.11	17.68	20.21	3.30	3.70
20740 Eau Claire WI MSA	189	1.11	79.07	72.49	78.84	11.64	9.52	0.74	1.01
22540 Fond du Lac WI MSA	231	1.36	78.25	53.25	71.86	14.29	13.85	1.49	0.58
27500 Janesville WI MSA	206	1.21	79.11	57.28	71.36	12.14	16.50	1.69	1.98
29100 LaCrosse WI-MN MSA	555	3.26	74.71	51.35	59.64	15.50	24.86	5.08	5.41
33340 Milwaukee-Waukesha-West Allis WI MSA	4,275	25.10	74.87	39.32	52.16	19.86	27.98	2.67	2.70
36780 Oshkosh-Neenah WI MSA	1,305	7.66	76.52	38.54	55.71	23.68	20.61	6.47	7.25
39540 Racine WI MSA	192	1.13	79.19	57.29	61.98	21.35	16.67	1.52	2.69
43100 Sheboygan WI MSA	289	1.70	76.91	48.10	58.82	21.11	20.07	2.39	1.97
48140 Wausau WI MSA	770	4.52	80.10	48.57	60.52	19.61	19.87	1.88	1.46
WI non-MSA AA by selected tracts	3,700	21.72	79.81	55.81	66.27	16.38	17.35	2.37	2.50

* Based on 2010 Peer Small Business Data -- US and PR

** Small loans to businesses originated and purchased in the MA/AA as a percentage of all small loans to businesses originated and purchased in the rated area.

*** Businesses with revenues of \$1 million or less as a percentage of all businesses (Source D&B - 2010).

**** Small loans to businesses with revenues of \$1 million or less as a percentage of all loans reported as small loans to businesses. No information was available for 17.67% of small loans to businesses originated and purchased by the bank.

Table 12. Borrower Distribution of Small Loans to Farms

Borrower Distribution: SMALL LOANS TO FARMS		Geography: WISCONSIN			Evaluation Period: JANUARY 1, 2006 TO DECEMBER 31, 2010				
Assessment Area:	Total Small Loans to Farms		Farms With Revenues of \$1 million or less		Loans by Original Amount Regardless of Farm Size			Market Share*	
	#	% of Total**	% of Farms***	% BANK Loans****	\$100,000 or less	>\$100,000 to \$250,000	>\$250,000 to \$500,000	All	Rev\$ 1 Million or Less
Full Review:									
24580 Green Bay WI MSA	49	8.78	97.84	61.22	83.67	8.16	8.16	2.48	0.60
31540 Madison WI MSA	55	9.86	97.10	49.09	54.55	34.55	10.91	1.34	0.78
Limited Review:									
11540 Appleton WI MSA	26	4.66	97.13	73.08	42.31	38.46	19.23	1.39	0.57
20740 Eau Claire WI MSA	7	1.25	98.78	100.00	85.71	0.00	14.29	0.00	0.00
22540 Fond du Lac WI MSA	6	1.08	97.39	66.67	50.00	50.00	0.00	0.52	0.00
27500 Janesville WI MSA	0	0.00	96.93	0.00	0.00	0.00	0.00	0.00	0.00
29100 LaCrosse WI-MN MSA	4	0.72	98.14	0.00	0.00	100.00	0.00	0.00	0.00
33340 Milwaukee-Waukesha-West Allis WI MSA	15	2.69	94.76	60.00	66.67	33.33	0.00	0.00	0.00
36780 Oshkosh-Neenah WI MSA	15	2.69	96.82	33.33	93.33	6.67	0.00	2.99	0.00
39540 Racine WI MSA	1	0.18	96.89	0.00	100.00	0.00	0.00	0.00	0.00
43100 Sheboygan WI MSA	7	1.25	95.78	71.43	100.00	0.00	0.00	0.85	0.00
48140 Wausau WI MSA	37	6.63	98.62	43.24	89.19	5.41	5.41	0.57	0.00
WI non-MSA AA by selected tracts	336	60.22	97.77	64.88	83.04	13.10	3.87	1.29	0.58

* Based on 2010 Peer Small Business Data -- US and PR

** Small loans to farms originated and purchased in the MA/AA as a percentage of all small loans to farms originated and purchased in the rated area.

*** Farms with revenues of \$1 million or less as a percentage of all farms (Source D&B - 2010).

**** Small loans to farms with revenues of \$1 million or less as a percentage of all loans reported as small loans to farms. No information was available for 33.69% of small loans to farms originated and purchased by the bank.

Table 14. Qualified Investments

QUALIFIED INVESTMENTS									
Geography: WISCONSIN									
Evaluation Period: NOVEMBER 1, 2006 TO JUNE 30, 2011									
Assessment Area:	Prior Period Investments*		Current Period Investments		Total Investments			Unfunded Commitments**	
	#	\$(000's)	#	\$(000's)	#	\$(000's)	% of Total	#	\$(000's)
Full Review:									
24580 Green Bay WI MSA	5	375	130	6,612	135	6,987	16.58	0	0
31540 Madison WI MSA	4	364	78	1,260	82	1,624	3.85	0	0
Limited Review:									
11540 Appleton WI MSA	2	93	27	651	29	744	1.77	0	0
20740 Eau Claire WI MSA	0	0	6	171	6	171	0.41	0	0
22540 Fond du Lac WI MSA	0	0	13	132	13	132	0.31	0	0
27500 Janesville WI MSA	1	25	7	297	8	322	0.76	0	0
29100 LaCrosse WI-MN MSA	2	2,958	24	106	26	3,064	7.27	0	0
33340 Milwaukee-Waukesha-West Allis WI MSA	9	10,267	136	13,864	145	24,131	57.28	0	0
36780 Oshkosh-Neenah WI MSA	1	50	34	476	35	526	1.25	0	0
39540 Racine WI MSA	1	25	3	423	4	448	1.06	0	0
43100 Sheboygan WI MSA	1	25	6	226	7	251	0.60	0	0
48140 Wausau WI MSA	1	15	36	230	37	245	0.58	0	0
WI non-MSA AA by selected tracts	4	231	93	2,161	97	2,392	5.68	0	0
Statewide/Regional	6	566	2	528	8	1,094	2.60	0	0

* 'Prior Period Investments' means investments made in a previous period that are outstanding as of the examination date.

** 'Unfunded Commitments' means legally binding investment commitments that are tracked and recorded by the institution's financial reporting system.

Table 15. Distribution of Branch Delivery System and Branch Openings/Closings

DISTRIBUTION OF BRANCH DELIVERY SYSTEM AND BRANCH OPENINGS/CLOSINGS																	
Geography: WISCONSIN																	
Evaluation Period: NOVEMBER 1, 2006 TO DECEMBER 31, 2010																	
MA/Assessment Area:	Deposits	Branches						Branch Openings/Closings						Population			
	% of Rated Area Deposits in AA	# of BANK Branches	% of Rated Area Branches in AA	Location of Branches by Income of Geographies (%)				# of Branch Openings	# of Branch Closings	Net change in Location of Branches (+ or -)				% of Population within Each Geography			
				Low	Mod	Mid	Upp			Low	Mod	Mid	Upp	Low	Mod	Mid	Upp
Full Review:																	
24580 Green Bay WI MSA	26.83	17	6.09	0.00	11.76	82.35	5.88	1	0	0	0	0	+1	0.00	15.48	66.93	16.90
31540 Madison WI MSA	11.65	29	10.39	3.45	10.34	75.86	10.34	2	5	0	0	-3	0	6.44	16.67	60.58	16.31
Limited Review:																	
1540 Appleton WI MSA	3.13	8	2.87	0.00	12.50	75.00	12.50	1	2	0	0	-1	0	0.00	6.16	82.89	10.95
20740 Eau Claire WI MSA	1.23	7	2.51	0.00	42.86	57.14	0.00	0	1	0	-1	0	0	0.00	14.91	66.07	19.02
22540 Fond du Lac WI MSA	0.43	1	0.36	0.00	0.00	100.0	0.00	0	0	0	0	0	0	0.00	0.00	92.18	7.82
27500 Janesville WI MSA	1.19	4	1.43	0.00	25.00	75.00	0.00	0	1	0	-1	0	0	0.00	19.07	60.23	20.70
29100 LaCrosse WI-MN MSA	3.49	7	2.51	0.00	14.29	71.43	14.29	0	0	0	0	0	0	0.00	19.38	69.70	10.92
33340 Milwaukee-Waukesha-West Allis WI MSA	24.97	47	16.85	2.13	10.64	57.45	29.79	2	6	-1	0	0	-3	11.87	16.37	42.27	29.29
36780 Oshkosh-Neenah WI MSA	5.40	8	2.87	0.00	0.00	75.00	25.00	1	1	0	0	0	0	0.00	6.60	75.01	18.39
39540 Racine WI MSA	1.24	4	1.43	0.00	0.00	75.00	25.00	0	0	0	0	0	0	7.23	9.47	66.60	16.70
43100 Sheboygan WI MSA	1.11	2	0.72	0.00	0.00	100.0	0.00	0	1	0	0	-1	0	0.00	16.35	71.79	11.85
48140 Wausau WI MSA	2.77	8	2.87	0.00	37.50	50.00	12.50	0	0	0	0	0	0	0.00	17.15	68.63	14.22
WI-non-MSA AA	16.56	48	17.20	0.00	10.42	85.42	4.17	2	11	0	0	-7	-2	0.00	5.85	78.97	15.18

Table 1. Lending Volume

LENDING VOLUME		Geography: MINNESOTA				Evaluation Period: JANUARY 1, 2006 TO DECEMBER 31, 2010						
Assessment Area (2006):	% of Rated Area Loans (#) in MA/AA*	Home Mortgage		Small Loans to Businesses		Small Loans to Farms		Community Development Loans**		Total Reported Loans		% of Rated Area Deposits in MA/AA***
		#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	
Full Review:												
Minnesota non-MSA	62.80	1,252	149,913	774	80,525	862	62,005	0	0	2,888	292,443	61.75
Limited Review:												
40340 Rochester MN MSA (part of)	37.20	1,382	202,146	308	55,149	21	2,542	0	0	1,711	259,837	38.25

* Loan Data as of December 31, 2010. Rated area refers to either state or multi-state MA rating area.

** The evaluation period for Community Development Loans is from January 01, 2006 to December 31, 2010.

*** Deposit Data as of June 30, 2010. Rated Area refers to either the state, multi-state MA, or institution, as appropriate.

Table 2. Geographic Distribution of Home Purchase Loans

Geographic Distribution: HOME PURCHASE		Geography: MINNESOTA				Evaluation Period: JANUARY 1, 2006 TO DECEMBER 31, 2010						Market Share (%) by Geography*				
Assessment Area:	Total Home Purchase Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Over all	Low	Mod	Mid	Upp	
	#	% of Total**	% Owner Occ Units***	% BANK Loans****	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans						
Full Review:																
Minnesota non-MSA	339	36.37	0.00	0.00	0.00	0.00	66.50	66.96	33.50	33.04	6.41	0.00	0.00	5.76	7.54	
Limited Review:																
40340 Rochester MN MSA (part of)	593	63.63	0.00	0.00	10.87	10.29	61.08	44.35	28.04	45.36	3.39	0.00	4.50	2.83	3.87	

* Based on 2010 Peer Mortgage Data (USPR)

** Home purchase loans originated and purchased in the MA/AA as a percentage of all home purchase loans originated and purchased in the rated area.

*** Percentage of Owner Occupied Units is the number of owner occupied units in a particular geography divided by the number of owner occupied housing units in the area based on 2000 Census information.

**** Data shown includes only One to Four-family and manufactured housing. (Property type of 1 or 2)

Table 3. Geographic Distribution of Home Improvement Loans

Geographic Distribution: HOME IMPROVEMENT		Geography: MINNESOTA					Evaluation Period: JANUARY 1, 2006 TO DECEMBER 31, 2010					Market Share (%) by Geography*				
Assessment Area:	Total Home Improvement Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Overall	Low	Mod	Mid	Upp	
	#	% of Total**	% Owner Occ Units***	% BANK Loans****	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans						
Full Review:																
Minnesota non-MSA	252	60.43	0.00	0.00	0.00	0.00	66.50	69.44	33.50	30.56	20.38	0.00	0.00	19.81	21.57	
Limited Review:																
40340 Rochester MN MSA (part of)	165	39.57	0.00	0.00	10.87	7.27	61.08	53.33	28.04	39.39	3.22	0.00	6.67	2.51	3.33	

* Based on 2010 Peer Mortgage Data (USPR)

** Home improvement loans originated and purchased in the MA/AA as a percentage of all home improvement loans originated and purchased in the rated area.

*** Percentage of Owner Occupied Units is the number of owner occupied units in a particular geography divided by the number of owner occupied housing units in the area based on 2000 Census information.

**** Data shown includes only One to Four-family and manufactured housing. (Property type of 1 or 2)

Table 4. Geographic Distribution of Home Mortgage Refinance Loans

Geographic Distribution: HOME MORTGAGE REFINANCE															
Geography: MINNESOTA															
Evaluation Period: JANUARY 1, 2006 TO DECEMBER 31, 2010															
Assessment Area:	Total Home Mortgage Refinance Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total**	% Owner Occ Units***	% BANK Loans****	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	Overall	Low	Mod	Mid	Upp
Full Review:															
Minnesota non-MSA	646	51.23	0.00	0.00	0.00	0.00	66.50	69.04	33.50	30.96	7.62	0.00	0.00	8.87	5.82
Limited Review:															
40340 Rochester MN MSA (part of)	615	48.77	0.00	0.00	10.87	6.34	61.08	48.94	28.04	44.72	3.69	0.00	4.01	3.21	4.22

* Based on 2010 Peer Mortgage Data (USPR)

** Home refinance loans originated and purchased in the MA/AA as a percentage of all home refinance loans originated and purchased in the rated area.

*** Percentage of Owner Occupied Units is the number of owner occupied units in a particular geography divided by the number of owner occupied housing units in the area based on 2000 Census information.

**** Data shown includes only One to Four-family and manufactured housing. (Property type of 1 or 2)

Table 5. Geographic Distribution of Multifamily Loans

Geographic Distribution: MULTIFAMILY		Geography: MINNESOTA				Evaluation Period: JANUARY 1, 2006 TO DECEMBER 31, 2010									
Assessment Area:	Total Multifamily Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total**	% of MF Units***	% BANK Loans****	% MF Units***	% BANK Loans	% MF Units***	% BANK Loans	% MF Units***	% BANK Loans	Overall	Low	Mod	Mid	Upp
Full Review:															
Minnesota non-MSA	15	62.50	0.00	0.00	0.00	0.00	69.55	93.33	30.45	6.67	20.00	0.00	0.00	25.00	0.00
Limited Review:															
40340 Rochester MN MSA (part of)	9	37.50	0.00	0.00	34.28	55.56	54.30	44.44	11.42	0.00	0.00	0.00	0.00	0.00	0.00

* Based on 2010 Peer Mortgage Data (USPR)

** Multi-family loans originated and purchased in the MA/AA as a percentage of all multi-family loans originated and purchased in the rated area.

*** Percentage of Multi-Family Units is the number of multifamily units in a particular geography divided by the number of multifamily housing units in the area based on 2000 Census information.

**** Multifamily loan distribution includes Home Purchases, Home Improvement and Refinances.

Table 6. Geographic Distribution of Small Loans to Businesses

Geographic Distribution: SMALL LOANS TO BUSINESSES		Geography: MINNESOTA					Evaluation Period: JANUARY 1, 2006 TO DECEMBER 31, 2010					Market Share (%) by Geography*				
Assessment Area:	Total Small Business Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Overall	Low	Mod	Mid	Upp	
	#	% of Total**	% of Business S***	% BANK Loans	% of Business S***	% BANK Loans	% of Business S***	% BANK Loans	% of Business S***	% BANK Loans						
Full Review:																
Minnesota non-MSA	774	71.53	0.00	0.00	0.00	0.00	71.74	83.33	28.26	16.67	4.62	0.00	0.00	6.24	2.52	
Limited Review:																
40340 Rochester MN MSA (part of)	308	28.47	0.00	0.00	16.95	16.56	54.95	58.44	27.89	25.00	0.86	0.00	0.27	0.99	1.09	

* Based on 2010 Peer Small Business Data -- US and PR

** Small loans to businesses originated and purchased in the MA/AA as a percentage of all small loans to businesses originated and purchased in the rated area.

*** Source Data - Dun and Bradstreet (2010).

Table 7. Geographic Distribution of Small Loans to Farms

Geographic Distribution: SMALL LOANS TO FARMS		Geography: MINNESOTA					Evaluation Period: JANUARY 1, 2006 TO DECEMBER 31, 2010					Market Share (%) by Geography*				
Assessment Area:	Total Small Farm Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Overall	Low	Mod	Mid	Upp	
	#	% of Total**	% of Farms***	% BANK Loans	% of Farms***	% BANK Loans	% of Farms***	% BANK Loans	% of Farms***	% BANK Loans						
Full Review:																
Minnesota non-MSA	862	97.62	0.00	0.00	0.00	0.00	67.15	69.72	32.85	30.28	31.25	0.00	0.00	36.51	23.73	
Limited Review:																
40340 Rochester MN MSA (part of)	21	2.38	0.00	0.00	2.74	0.00	81.58	47.62	15.68	52.38	4.35	0.00	0.00	0.00	18.75	

* Based on 2010 Peer Small Business Data -- US and PR

** Small loans to farms originated and purchased in the MA/AA as a percentage of all small loans to farms originated and purchased in the rated area.

*** Source Data - Dun and Bradstreet (2010).

Table 8. Borrower Distribution of Home Purchase Loans

Borrower Distribution: HOME PURCHASE		Geography: MINNESOTA					Evaluation Period: JANUARY 1, 2006 TO DECEMBER 31, 2010					Market Share*				
Assessment Area:	Total Home Purchase Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Overall	Low	Mod	Mid	Upp	
	#	% of Total**	% Families***	% BANK Loans****	% Families***	% BANK Loans****	% Families***	% BANK Loans****	% Families***	% BANK Loans****						
Full Review:																
Minnesota non-MSA	339	36.37	13.30	9.97	16.77	26.48	25.31	21.50	44.62	42.06	7.06	3.74	7.96	7.94	7.00	
Limited Review:																
40340 Rochester MN MSA (part of)	593	63.63	14.78	13.51	18.03	31.23	26.74	23.51	40.45	31.75	3.80	4.37	3.82	5.26	2.19	

* Based on 2010 Peer Mortgage Data (USPR)

** Home purchase loans originated and purchased in the MA/AA as a percentage of all home purchase loans originated and purchased in the rated area.

*** Percentage of Families is based on the 2000 Census information.

**** As a percentage of loans with borrower income information available. No information was available for 4.4% of loans originated and purchased by bank.

Table 9. Borrower Distribution of Home Improvement Loans

Borrower Distribution: HOME IMPROVEMENT		Geography: MINNESOTA					Evaluation Period: JANUARY 1, 2006 TO DECEMBER 31, 2010					Market Share*				
Assessment Area:	Total Home Improvement Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Overall	Low	Mod	Mid	Upp	
	#	% of Total**	% Families*	% BANK Loans****	% Families***	% BANK Loans****	% Families***	% BANK Loans****	% Families***	% BANK Loans****						
Full Review:																
Minnesota non-MSA	252	60.43	13.30	5.79	16.77	16.94	25.31	24.79	44.62	52.48	21.33	23.08	8.70	18.92	25.97	
Limited Review:																
40340 Rochester MN MSA (part of)	165	39.57	14.78	12.88	18.03	18.40	26.74	27.61	40.45	41.10	3.27	8.70	4.35	2.26	1.59	

* Based on 2010 Peer Mortgage Data (USPR)

** Home improvement loans originated and purchased in the MA/AA as a percentage of all home improvement loans originated and purchased in the rated area.

*** Percentage of Families is based on the 2000 Census information.

**** As a percentage of loans with borrower income information available. No information was available for 2.9% of loans originated and purchased by bank.

Table 10. Borrower Distribution of Home Mortgage Refinance Loans

Borrower Distribution: HOME MORTGAGE REFINANCE															Geography: MINNESOTA					Evaluation Period: JANUARY 1, 2006 TO DECEMBER 31, 2010				
Assessment Area:	Total Home Mortgage Refinance Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Market Share*													
	#	% of Total**	% Families** *	% BANK Loans****	% Families***	% BANK Loans****	% Families***	% BANK Loans****	% Families***	% BANK Loans****	Overall	Low	Mod	Mid	Upp									
Full Review:																								
Minnesota non-MSA	646	51.23	13.30	6.51	16.77	17.47	25.31	27.74	44.62	48.29	7.78	7.08	7.19	10.39	6.73									
Limited Review:																								
40340 Rochester MN MSA (part of)	615	48.77	14.78	11.34	18.03	19.76	26.74	25.95	40.45	42.96	3.80	6.69	4.24	3.76	3.14									

* Based on 2010 Peer Mortgage Data (USPR)

** Home refinance loans originated and purchased in the MA/AA as a percentage of all home refinance loans originated and purchased in the rated area.

*** Percentage of Families is based on the 2000 Census information.

**** As a percentage of loans with borrower income information available. No information was available for 7.5% of loans originated and purchased by bank.

Table 11. Borrower Distribution of Small Loans to Businesses

Borrower Distribution: SMALL LOANS TO BUSINESSES		Geography: MINNESOTA			Evaluation Period: JANUARY 1, 2006 TO DECEMBER 31, 2010				
Assessment Area:	Total Small Loans to Businesses		Businesses With Revenues of \$1 million or less		Loans by Original Amount Regardless of Business Size			Market Share*	
	#	% of Total**	% of Businesses***	% BANK Loans****	\$100,000 or less	>\$100,000 to \$250,000	>\$250,000 to \$1,000,000	All	Rev\$ 1 Million or Less
Full Review:									
Minnesota non-MSA	774	71.53	80.08	57.88	73.39	16.41	10.21	4.62	3.40
Limited Review:									
40340 Rochester MN MSA (part of)	308	28.47	79.04	54.22	60.06	18.51	21.43	0.86	0.79

* Based on 2010 Peer Small Business Data -- US and PR

** Small loans to businesses originated and purchased in the MA/AA as a percentage of all small loans to businesses originated and purchased in the rated area.

*** Businesses with revenues of \$1 million or less as a percentage of all businesses (Source D&B - 2010).

**** Small loans to businesses with revenues of \$1 million or less as a percentage of all loans reported as small loans to businesses. No information was available for 14.88% of small loans to businesses originated and purchased by the bank.

Table 12. Borrower Distribution of Small Loans to Farms

Borrower Distribution: SMALL LOANS TO FARMS		Geography: MINNESOTA			Evaluation Period: JANUARY 1, 2006 TO DECEMBER 31, 2010				
Assessment Area:	Total Small Loans to Farms		Farms With Revenues of \$1 million or less		Loans by Original Amount Regardless of Farm Size			Market Share*	
	#	% of Total**	% of Farms***	% BANK Loans****	\$100,000 or less	>\$100,000 to \$250,000	>\$250,000 to \$500,000	All	Rev\$ 1 Million or Less
Full Review:									
Minnesota non-MSA	862	97.62	98.78	87.01	79.70	15.78	4.52	31.25	36.88
Limited Review:									
40340 Rochester MN MSA (part of)	21	2.38	97.11	80.95	38.10	61.90	0.00	4.35	0.00

* Based on 2010 Peer Small Business Data -- US and PR

** Small loans to farms originated and purchased in the MA/AA as a percentage of all small loans to farms originated and purchased in the rated area.

*** Farms with revenues of \$1 million or less as a percentage of all farms (Source D&B - 2010).

**** Small loans to farms with revenues of \$1 million or less as a percentage of all loans reported as small loans to farms. No information was available for 6.57% of small loans to farms originated and purchased by the bank.

Table 14. Qualified Investments

QUALIFIED INVESTMENTS									
	Geography: MINNESOTA				Evaluation Period: NOVEMBER 1, 2006 TO JUNE 30, 2011				
Assessment Area:	Prior Period Investments*		Current Period Investments		Total Investments			Unfunded Commitments**	
	#	\$(000's)	#	\$(000's)	#	\$(000's)	% of Total	#	\$(000's)
Full Review:									
Minnesota non-MSA	0	0	14	233	14	233	29.87	0	0
Limited Review:									
40340 Rochester MN MSA (part of)	0	0	15	390	15	390	50.00	0	0
Statewide/Regional	2	156	1	1	3	157	20.13	0	0

* 'Prior Period Investments' means investments made in a previous period that are outstanding as of the examination date.

** 'Unfunded Commitments' means legally binding investment commitments that are tracked and recorded by the institution's financial reporting system.

Table 15. Distribution of Branch Delivery System and Branch Openings/Closings

DISTRIBUTION OF BRANCH DELIVERY SYSTEM AND BRANCH OPENINGS/CLOSINGS																	
Geography: MINNESOTA																	
Evaluation Period: NOVEMBER 1, 2006 TO DECEMBER 31, 2010																	
MA/Assessment Area:	Deposits	Branches						Branch Openings/Closings						Population			
	% of Rated Area Deposits in AA	# of BANK Branches	% of Rated Area Branches in AA	Location of Branches by Income of Geographies (%)				# of Branch Openings	# of Branch Closings	Net change in Location of Branches (+ or -)				% of Population within Each Geography			
				Low	Mod	Mid	Upp			Low	Mod	Mid	Upp	Low	Mod	Mid	Upp
Full Review:																	
MN non-MSA	57.39	3	1.08	0.00	0.00	100.00	0.00	0	2	0	0	-1	-1	0.00	0.00	66.81	33.19
Limited Review:																	
40340 Rochester MN MSA (part)	42.61	5	1.79	0.00	40.00	40.00	20.00	0	0	0	0	0	0	0.00	15.00	58.83	25.96

Table 1. Lending Volume

LENDING VOLUME												
Geography: ILLINOIS												
Evaluation Period: JANUARY 1, 2006 TO DECEMBER 31, 2010												
Assessment Area:	% of Rated Area Loans (#) in MA/AA*	Home Mortgage		Small Loans to Businesses		Small Loans to Farms		Community Development Loans**		Total Reported Loans		% of Rated Area Deposits in MA/AA***
		#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	
Full Review:												
41180 St Louis MO-IL MSA (part	29.37	2,760	255,706	561	84,151	2	165	0	0	3,323	340,022	28.87
Limited Review:												
37900 Peoria IL MSA (part of)	27.04	2,718	244,730	336	58,148	5	682	0	0	3,059	303,560	11.27
40420 Rockford IL MSA (part of)	35.00	3,548	314,469	410	68,372	0	0	1	10,000	3,959	392,841	16.92
Illinois non-MSA	8.59	895	60,578	77	15,364	0	0	0	0	972	75,942	42.94

* Loan Data as of December 31, 2010. Rated area refers to either state or multi-state MA rating area.

** The evaluation period for Community Development Loans is from January 01, 2006 to December 31, 2010.

*** Deposit Data as of June 30, 2010. Rated Area refers to either the state, multi-state MA, or institution, as appropriate.

Table 2. Geographic Distribution of Home Purchase Loans

Geographic Distribution: HOME PURCHASE			Geography: ILLINOIS				Evaluation Period: JANUARY 1, 2006 TO DECEMBER 31, 2010					Market Share (%) by Geography*				
Assessment Area:	Total Home Purchase Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Over all	Low	Mod	Mid	Upp	
	#	% of Total**	% Owner Occ Units***	% BANK Loans****	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans						
Full Review:																
41180 St Louis MO-IL MSA (part of)	613	24.54	3.89	1.14	21.78	18.60	58.06	59.71	16.26	20.55	0.90	0.00	0.82	0.85	1.09	
Limited Review:																
37900 Peoria IL MSA (part of)	660	26.42	3.70	1.06	11.67	12.88	62.36	61.67	22.27	24.39	1.28	0.00	1.15	1.27	1.36	
40420 Rockford IL MSA (part of)	992	39.71	1.61	2.52	17.05	14.21	56.27	56.85	25.07	26.41	3.34	2.38	3.96	3.36	3.11	
Illinois non-MSA	233	9.33	0.00	0.00	9.63	6.87	77.89	78.54	12.48	14.59	1.86	0.00	1.16	1.74	2.99	

* Based on 2010 Peer Mortgage Data (USPR)

** Home purchase loans originated and purchased in the MA/AA as a percentage of all home purchase loans originated and purchased in the rated area.

*** Percentage of Owner Occupied Units is the number of owner occupied units in a particular geography divided by the number of owner occupied housing units in the area based on 2000 Census information.

**** Data shown includes only One to Four-family and manufactured housing. (Property type of 1 or 2)

Table 3. Geographic Distribution of Home Improvement Loans

Geographic Distribution: HOME IMPROVEMENT		Geography: ILLINOIS				Evaluation Period: JANUARY 1, 2006 TO DECEMBER 31, 2010									
Assessment Area:	Total Home Improvement Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total**	% Owner Occ Units***	% BANK Loans****	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	Overall	Low	Mod	Mid	Upp
Full Review:															
41180 St Louis MO-IL MSA (part of)	567	31.71	3.89	3.00	21.78	20.63	58.06	57.32	16.26	19.05	10.28	25.00	16.35	9.32	8.42
Limited Review:															
37900 Peoria IL MSA (part of)	422	23.60	3.70	3.08	11.67	12.56	62.36	63.98	22.27	20.38	11.83	21.05	12.77	12.42	8.82
40420 Rockford IL MSA (part of)	603	33.72	1.61	1.00	17.05	16.92	56.27	57.55	25.07	24.54	13.18	0.00	10.75	13.48	14.46
Illinois non-MSA	196	10.96	0.00	0.00	9.63	10.20	77.89	76.53	12.48	13.27	5.69	0.00	0.00	6.31	5.88

* Based on 2010 Peer Mortgage Data (USPR)

** Home improvement loans originated and purchased in the MA/AA as a percentage of all home improvement loans originated and purchased in the rated area.

*** Percentage of Owner Occupied Units is the number of owner occupied units in a particular geography divided by the number of owner occupied housing units in the area based on 2000 Census information.

**** Data shown includes only One to Four-family and manufactured housing. (Property type of 1 or 2)

Table 4. Geographic Distribution of Home Mortgage Refinance Loans

Geographic Distribution: HOME MORTGAGE REFINANCE		Geography: ILLINOIS				Evaluation Period: JANUARY 1, 2006 TO DECEMBER 31, 2010						Market Share (%) by Geography*				
Assessment Area:	Total Home Mortgage Refinance Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Overall	Low	Mod	Mid	Upp	
	#	% of Total**	% Owner Occ Units***	% BANK Loans****	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans						
Full Review:																
41180 St Louis MO-IL MSA (part of)	1,554	27.87	3.89	2.51	21.78	14.54	58.06	60.49	16.26	22.46	2.11	20.00	3.34	1.93	2.11	
Limited Review:																
37900 Peoria IL MSA (part of)	1,625	29.14	3.70	3.08	11.67	12.18	62.36	60.25	22.27	24.49	5.85	9.09	8.92	6.37	4.49	
40420 Rockford IL MSA (part of)	1,932	34.65	1.61	1.09	17.05	10.71	56.27	56.88	25.07	31.31	5.63	9.68	6.74	5.98	5.00	
Illinois non-MSA	465	8.34	0.00	0.00	9.63	6.24	77.89	76.56	12.48	17.20	6.48	0.00	7.89	6.09	7.56	

* Based on 2010 Peer Mortgage Data (USPR)

** Home refinance loans originated and purchased in the MA/AA as a percentage of all home refinance loans originated and purchased in the rated area.

*** Percentage of Owner Occupied Units is the number of owner occupied units in a particular geography divided by the number of owner occupied housing units in the area based on 2000 Census information.

**** Data shown includes only One to Four-family and manufactured housing. (Property type of 1 or 2)

Table 5. Geographic Distribution of Multifamily Loans

Geographic Distribution: MULTIFAMILY		Geography: ILLINOIS					Evaluation Period: JANUARY 1, 2006 TO DECEMBER 31, 2010					Market Share (%) by Geography*				
Assessment Area:	Total Multifamily Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Overall	Low	Mod	Mid	Upp	
	#	% of Total**	% of MF Units***	% BANK Loans****	% MF Units***	% BANK Loans	% MF Units***	% BANK Loans	% MF Units***	% BANK Loans						
Full Review:																
41180 St Louis MO-IL MSA (part of)	26	44.07	13.75	0.00	20.45	38.46	53.10	57.69	12.71	3.85	2.33	0.00	10.00	1.59	0.00	
Limited Review:																
37900 Peoria IL MSA (part of)	11	18.64	15.14	0.00	15.26	0.00	43.25	100.00	26.35	0.00	0.00	0.00	0.00	0.00	0.00	
40420 Rockford IL MSA (part of)	21	35.59	10.79	4.76	27.95	33.33	49.69	42.86	11.57	19.05	18.00	33.33	8.33	10.00	80.00	
Illinois non-MSA	1	1.69	0.00	0.00	45.28	0.00	27.97	100.00	26.75	0.00	10.00	0.00	0.00	14.29	0.00	

* Based on 2010 Peer Mortgage Data (USPR)

** Multi-family loans originated and purchased in the MA/AA as a percentage of all multi-family loans originated and purchased in the rated area.

*** Percentage of Multi-Family Units is the number of multifamily units in a particular geography divided by the number of multifamily housing units in the area based on 2000 Census information.

**** Multifamily loan distribution includes Home Purchases, Home Improvement and Refinances.

Table 6. Geographic Distribution of Small Loans to Businesses

Geographic Distribution: SMALL LOANS TO BUSINESSES															Geography: ILLINOIS		Evaluation Period: JANUARY 1, 2006 TO DECEMBER 31, 2010				
Assessment Area:	Total Small Business Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*										
	#	% of Total**	% of Businesses***	% BANK Loans	% of Businesses***	% BANK Loans	% of Businesses***	% BANK Loans	% of Businesses***	% BANK Loans	Overall	Low	Mod	Mid	Upp						
Full Review:																					
41180 St Louis MO-IL MSA (part of)	561	40.53	3.78	3.57	21.74	17.83	56.28	55.26	18.20	23.35	0.78	0.81	0.83	0.83	0.71						
Limited Review:																					
37900 Peoria IL MSA (part of)	336	24.28	9.25	16.07	13.59	6.85	52.63	43.15	24.53	33.93	0.64	1.55	0.64	0.13	1.35						
40420 Rockford IL MSA (part of)	410	29.62	3.88	2.20	17.36	23.90	52.14	49.02	26.62	24.88	1.91	0.00	4.03	1.75	1.39						
Illinois non-MSA	77	5.56	0.00	0.00	22.09	31.17	66.08	67.53	11.83	1.30	0.50	0.00	1.25	0.33	0.00						

* Based on 2010 Peer Small Business Data -- US and PR

** Small loans to businesses originated and purchased in the MA/AA as a percentage of all small loans to businesses originated and purchased in the rated area.

*** Source Data - Dun and Bradstreet (2010).

Table 7. Geographic Distribution of Small Loans to Farms

Geographic Distribution: SMALL LOANS TO FARMS		Geography: ILLINOIS					Evaluation Period: JANUARY 1, 2006 TO DECEMBER 31, 2010									
Assessment Area:	Total Small Farm Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*					
	#	% of Total**	% of Farms***	% BANK Loans	% of Farms***	% BANK Loans	% of Farms***	% BANK Loans	% of Farms***	% BANK Loans	Overall	Low	Mod	Mid	Upp	
Full Review:																
41180 St Louis MO-IL MSA (part of)	2	28.57	0.49	0.00	5.91	0.00	81.94	100.00	11.66	0.00	0.43	0.00	0.00	0.47	0.00	
Limited Review:																
37900 Peoria IL MSA (part of)	5	71.43	0.60	0.00	3.66	0.00	73.70	40.00	22.04	60.00	0.00	0.00	0.00	0.00	0.00	
40420 Rockford IL MSA (part of)	0	0.00	0.61	0.00	9.23	0.00	52.80	0.00	37.37	0.00	0.00	0.00	0.00	0.00	0.00	
Illinois non-MSA	0	0.00	0.00	0.00	2.17	0.00	91.30	0.00	6.52	0.00	0.00	0.00	0.00	0.00	0.00	

* Based on 2010 Peer Small Business Data -- US and PR

** Small loans to farms originated and purchased in the MA/AA as a percentage of all small loans to farms originated and purchased in the rated area.

*** Source Data - Dun and Bradstreet (2010).

Table 8. Borrower Distribution of Home Purchase Loans

Borrower Distribution: HOME PURCHASE		Geography: ILLINOIS					Evaluation Period: JANUARY 1, 2006 TO DECEMBER 31, 2010					Market Share*				
Assessment Area:	Total Home Purchase Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Overall	Low	Mod	Mid	Upp	
	#	% of Total**	% Families***	% BANK Loans****	% Families***	% BANK Loans****	% Families***	% BANK Loans****	% Families***	% BANK Loans****						
Full Review:																
41180 St Louis MO-IL MSA (part of)	613	24.54	22.21	15.09	19.47	23.16	23.72	23.50	34.60	38.25	1.05	1.20	0.81	1.16	1.08	
Limited Review:																
37900 Peoria IL MSA (part of)	660	26.42	19.72	16.67	18.74	24.53	23.42	29.09	38.13	29.72	1.36	1.07	1.28	0.82	2.08	
40420 Rockford IL MSA (part of)	992	39.71	19.09	14.69	19.24	28.16	24.25	28.67	37.43	28.47	4.02	3.74	4.03	4.95	3.21	
Illinois non-MSA	233	9.33	17.32	10.31	19.57	26.01	24.60	24.66	38.50	39.01	1.86	2.04	1.61	2.24	1.69	

* Based on 2010 Peer Mortgage Data (USPR)

** Home purchase loans originated and purchased in the MA/AA as a percentage of all home purchase loans originated and purchased in the rated area.

*** Percentage of Families is based on the 2000 Census information.

**** As a percentage of loans with borrower income information available. No information was available for 3.3% of loans originated and purchased by bank.

Table 9. Borrower Distribution of Home Improvement Loans

Borrower Distribution: HOME IMPROVEMENT		Geography: ILLINOIS					Evaluation Period: JANUARY 1, 2006 TO DECEMBER 31, 2010					Market Share*				
Assessment Area:	Total Home Improvement Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Overall	Low	Mod	Mid	Upp	
	#	% of Total**	% Families*	% BANK Loans****	% Families***	% BANK Loans****	% Families***	% BANK Loans****	% Families***	% BANK Loans****						
Full Review:																
41180 St Louis MO-IL MSA (part of)	567	31.71	22.21	17.18	19.47	20.07	23.72	29.11	34.60	33.63	11.04	18.27	11.11	14.00	7.43	
Limited Review:																
37900 Peoria IL MSA (part of)	422	23.60	19.72	13.80	18.74	21.55	23.42	32.45	38.13	32.20	12.07	13.16	16.38	11.35	9.15	
40420 Rockford IL MSA (part of)	603	33.72	19.09	13.78	19.24	27.56	24.25	27.23	37.43	31.43	27.33	32.56	26.58	27.40	25.71	
Illinois non-MSA	196	10.96	17.32	14.66	19.57	27.23	24.60	26.70	38.50	31.41	5.95	9.68	6.67	8.11	3.36	

* Based on 2010 Peer Mortgage Data (USPR)

** Home improvement loans originated and purchased in the MA/AA as a percentage of all home improvement loans originated and purchased in the rated area.

*** Percentage of Families is based on the 2000 Census information.

**** As a percentage of loans with borrower income information available. No information was available for 2.2% of loans originated and purchased by bank.

Table 10. Borrower Distribution of Home Mortgage Refinance Loans

Borrower Distribution: HOME MORTGAGE REFINANCE		Geography: ILLINOIS				Evaluation Period: JANUARY 1, 2006 TO DECEMBER 31, 2010					Market Share*				
Assessment Area:	Total Home Mortgage Refinance Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Overall	Low	Mod	Mid	Upp
	#	% of Total**	% Families** *	% BANK Loans****	% Families***	% BANK Loans****	% Families***	% BANK Loans****	% Families***	% BANK Loans****					
Full Review:															
41180 St Louis MO-IL MSA (part of)	1,554	27.87	22.21	12.24	19.47	20.88	23.72	27.21	34.60	39.67	2.54	4.44	3.09	2.92	1.92
Limited Review:															
37900 Peoria IL MSA (part of)	1,625	29.14	19.72	15.17	18.74	24.01	23.42	28.59	38.13	32.23	6.53	11.45	8.40	7.17	4.53
40420 Rockford IL MSA (part of)	1,932	34.65	19.09	11.61	19.24	23.49	24.25	29.68	37.43	35.22	6.66	7.31	8.10	6.94	5.64
Illinois non-MSA	465	8.34	17.32	9.93	19.57	19.19	24.60	29.80	38.50	41.08	7.17	15.38	6.40	9.90	5.19

* Based on 2010 Peer Mortgage Data (USPR)

** Home refinance loans originated and purchased in the MA/AA as a percentage of all home refinance loans originated and purchased in the rated area.

*** Percentage of Families is based on the 2000 Census information.

**** As a percentage of loans with borrower income information available. No information was available for 7.2% of loans originated and purchased by bank.

Table 11. Borrower Distribution of Small Loans to Businesses

Borrower Distribution: SMALL LOANS TO BUSINESSES									
Geography: ILLINOIS					Evaluation Period: JANUARY 1, 2006 TO DECEMBER 31, 2010				
Assessment Area:	Total Small Loans to Businesses		Businesses With Revenues of \$1 million or less		Loans by Original Amount Regardless of Business Size			Market Share*	
	#	% of Total**	% of Businesses***	% BANK Loans****	\$100,000 or less	>\$100,000 to \$250,000	>\$250,000 to \$1,000,000	All	Rev\$ 1 Million or Less
Full Review:									
41180 St Louis MO-IL MSA (part of)	561	40.53	77.04	48.48	60.61	21.57	17.83	0.78	0.58
Limited Review:									
37900 Peoria IL MSA (part of)	336	24.28	72.75	40.18	61.90	14.58	23.51	0.64	0.41
40420 Rockford IL MSA (part of)	410	29.62	76.11	43.41	61.46	19.27	19.27	1.91	2.54
Illinois non-MSA	77	5.56	74.36	41.56	55.84	11.69	32.47	0.50	0.00

* Based on 2010 Peer Small Business Data -- US and PR

** Small loans to businesses originated and purchased in the MA/AA as a percentage of all small loans to businesses originated and purchased in the rated area.

*** Businesses with revenues of \$1 million or less as a percentage of all businesses (Source D&B - 2010).

**** Small loans to businesses with revenues of \$1 million or less as a percentage of all loans reported as small loans to businesses. No information was available for 32.79% of small loans to businesses originated and purchased by the bank.

Table 12. Borrower Distribution of Small Loans to Farms

Borrower Distribution: SMALL LOANS TO FARMS		Geography: ILLINOIS			Evaluation Period: JANUARY 1, 2006 TO DECEMBER 31, 2010				
Assessment Area:	Total Small Loans to Farms		Farms With Revenues of \$1 million or less		Loans by Original Amount Regardless of Farm Size			Market Share*	
	#	% of Total**	% of Farms***	% BANK Loans****	\$100,000 or less	>\$100,000 to \$250,000	>\$250,000 to \$500,000	All	Rev\$ 1 Million or Less
Full Review:									
41180 St Louis MO-IL MSA (part of)	2	28.57	98.32	0.00	100.00	0.00	0.00	0.43	0.00
Limited Review:									
37900 Peoria IL MSA (part of)	5	71.43	97.79	80.00	40.00	40.00	20.00	0.00	0.00
40420 Rockford IL MSA (part of)	0	0.00	96.82	0.00	0.00	0.00	0.00	0.00	0.00
Illinois non-MSA	0	0.00	97.31	0.00	0.00	0.00	0.00	0.00	0.00

* Based on 2010 Peer Small Business Data -- US and PR

** Small loans to farms originated and purchased in the MA/AA as a percentage of all small loans to farms originated and purchased in the rated area.

*** Farms with revenues of \$1 million or less as a percentage of all farms (Source D&B - 2010).

**** Small loans to farms with revenues of \$1 million or less as a percentage of all loans reported as small loans to farms. No information was available for 50.00% of small loans to farms originated and purchased by the bank.

Table 14. Qualified Investments

QUALIFIED INVESTMENTS									
	Geography: ILLINOIS				Evaluation Period: NOVEMBER 1, 2006 TO JUNE 30, 2011				
Assessment Area:	Prior Period Investments*		Current Period Investments		Total Investments			Unfunded Commitments**	
	#	\$(000's)	#	\$(000's)	#	\$(000's)	% of Total	#	\$(000's)
Full Review:									
41180 St Louis MO-IL MSA (part of)	2	99	17	659	19	758	13.87	0	0
Limited Review:									
37900 Peoria IL MSA (part of)	2	352	28	28	30	380	21.90	0	0
40420 Rockford IL MSA (part of)	2	444	56	1,072	58	1,516	42.34	0	0
Illinois non-MSA	0	0	27	224	27	224	19.71	0	0
Statewide/Regional	2	82	1	7	3	89	2.19	0	0

* 'Prior Period Investments' means investments made in a previous period that are outstanding as of the examination date.

** 'Unfunded Commitments' means legally binding investment commitments that are tracked and recorded by the institution's financial reporting system.

Table 15. Distribution of Branch Delivery System and Branch Openings/Closings

DISTRIBUTION OF BRANCH DELIVERY SYSTEM AND BRANCH OPENINGS/CLOSINGS																	
Geography: ILLINOIS																	
Evaluation Period: NOVEMBER 1, 2006 TO DECEMBER 31, 2010																	
MA/Assessment Area:	Deposits	Branches						Branch Openings/Closings						Population			
	% of Rated Area Deposits in AA	# of BANK Branches	% of Rated Area Branches in AA	Location of Branches by Income of Geographies (%)				# of Branch Openings	# of Branch Closings	Net change in Location of Branches (+ or -)				% of Population within Each Geography			
				Low	Mod	Mid	Upp			Low	Mod	Mid	Upp	Low	Mod	Mid	Upp
Full Review:																	
41180 St Louis MO-IL MSA (part of)	31.03	9	3.23	11.11	22.22	33.33	33.33	0	1	0	0	-1	0	6.59	23.71	54.73	14.96
Limited Review:																	
37900 Peoria IL MSA	27.59	8	2.87	12.50	0.00	75.00	12.50	0	2	0	0	-2	0	6.93	14.52	57.28	21.28
40420 Rockford IL MSA (part of)	27.59	8	2.87	0.00	25.00	50.00	25.00	0	2	0	-1	-1	0	4.28	22.43	51.50	21.79
IL non-MSA	13.79	4	1.43	0.00	75.00	25.00	0.00	0	0	0	0	0	0	0.00	15.29	73.06	11.65