



**INFORMATION RELATIVE TO THE BID ON A
TROUBLED OR FAILED FINANCIAL
INSTITUTION OR ITS BRANCHES**
State Form 44062 (R / 3-10) / DF1 Form 1007

DEPARTMENT OF FINANCIAL INSTITUTIONS
402 West Washington Street, Room W066
Indianapolis, Indiana 46204
Telephone: (317) 232-3955

Name of **Applicant** Bank

Address (*number and street*)

City County State ZIP Code

Name of **Bank Holding Company**

Address (*number and street*)

City County State ZIP Code

Name of **Financial Institution or Branch to be Acquired**

Address (*number and street*)

City County State ZIP Code

INFORMATION FOR THE APPLICANT

1. It will be necessary to contact a representative from The Department of Financial Institutions prior to the submission of a bid to insure that all necessary information and applications are in order to accomplish the proposed transactions.
2. If your institution is the successful bidder, it will be necessary to provide the Department with a copy of the executed Purchase and Assumption Agreement and all other relevant documents regarding the transaction within five (5) days after the completion of the transaction.
3. The Department has waived all fees in connection with the acquisition of a **TROUBLED or FAILED** financial institution.
4. The Department will generally adhere to the minimum capital requirements of the Federal Bank Regulatory Agencies; however, if the bank's Tier 1 capital to assets will fall below 7%, it will be necessary to discuss the future prospects of the Institution with the Department prior to the submission of a bid.
5. A legal opinion in connection with the proposed transaction will not be required; however, it is strongly recommended that the bank's Legal Counsel review the legal documents prior to the submission of a bid.
6. Confidential information is being requested by The Department of Financial Institutions in accordance with I.C. 28-1-2-30.
7. Provide one copy of the applications filed with the Federal Regulatory Agencies in connection with the proposed transaction.

INSTRUCTIONS

1. Provide Bank-only and Consolidated Holding Company balance sheets which reflect both entities on an actual and proforma basis with adjustments reflecting the proposed transaction as of the most recent call report date. The proforma balance sheets should reflect the intangible asset which would result from the maximum bid premium contemplated by the acquirer. The Allowance for Loan and Lease Losses, and all capital components should be separately identified on the balance sheets. Using these balance calculated the following ratios:
 - a. Bank's Pro Forma Tier 1 capital to total assets _____
 - b. Bank's Pro Forma total (Tier1 and Tier 2) * capital to total assets _____
 - c. Bank Holding Company total capital to total assets before and after the transactions

 - d. Percentage of the bank's maximum proforma intangible assets to equity capital and reserves _____

* REFER TO [PART 325 OF THE FDIC RULES AND REGULATIONS](#) FOR CAPITAL DEFINITIONS.

2. Describe the amount, type, and origin of any existing intangible assets of the bank and bank holding company.
3. If it will be necessary to increase or realign the capital structure of the applicant bank, describe the method to be used, including the terms of any borrowing arrangement of the Bank Holding Company.
4. Provide a breakdown of the applicant's premises and equipment account net of all depreciation as of the most recent quarterly call report date.

FIXED ASSETS	Current	Proforma
Land		
Buildings		
Leasehold Improvements		
Furniture, Fixtures & Equipment		
TOTAL		

MERGER RESOLUTION

RESOLUTION OF THE BOARD OF DIRECTORS

The Board of Directors of Applicant Bank at a meeting duly called and held on
Adopted the following Resolution:

“WHEREAS, it is the sense of this meeting that application should be made on behalf of this
bank to the Department of Financial Institutions for (A) written consent to

(merge or consolidate with, acquire the assets of, assume liability to pay deposits in)

_____ organized under the laws of _____
(Name of other institutions)

and having its principal place of business at _____
(Address, City, State)

under the charter of _____ and with the title _____
AND for (if applicable) (B) written consent to establish branches existing at all locations
where

_____ now has branches;
(Name of Other Institution)

“NOW THEREFORE, IT IS RESOLVED, That the President or Vice President and the
Cashier or Secretary of the Bank are hereby authorized and directed to make application on
behalf of the bank to the Department of Financial Institutions to

(merge or consolidate with, acquire the assets of, assume liability to pay deposits in)

(Name, City and County of Other Institution)

and (if applicable) establish branches at all locations of _____.”

The above Resolution has not been rescinded or modified and has been duly entered in the
minute book of Applicant Bank.

Date *(month, day, year)*: _____

Name of Applicant: _____

By: _____
(President or Vice-President)

Attest: _____
(Cashier or Secretary)

TYPES OF TRANSACTIONS WHICH MAY BE CONTEMPLATED

- I.) The purchase of assets and assumption of deposit liabilities of the failed bank from the FDIC by an existing State Bank.

Documents to be filed with the Department prior to the bid:

- 1.) DFI Form: 'INFORMATION RELATIVE TO THE BID ON A TROUBLED OR FAILED FINANCIAL INSTITUTION OR ITS BRANCHES'
 - 2.) One copy of the Applications filed with Federal Regulatory agencies
- II.) The purchase of assets and assumption of deposit liabilities of the failed bank from the FDIC by a new State Bank.

Documents to be filed with the Department prior to the bid:

- 1.) [Application to form an Interim Bank](#)
- 2.) [Financial and Biographical Information on the directors, executive officers and incorporators](#)
- 3.) [Four \(4\) Executed copies of the Articles of Incorporation](#)
- 4.) Proposed By-laws
- 5.) DFI Form 'INFORMATION RELATIVE TO THE BID ON A TROUBLED OR FAILED FINANCIAL INSTITUTION OR ITS BRANCHES'
- 6.) One (1) copy of the Applications filed with Federal Regulatory agencies

Contact Persons:

James Cooper, Deputy Director	(317) 232-5844
Randall Rowe, Bank Supervisor	(317) 232-5852
John Schroeder, General Counsel	(317) 232-5836

FAX Number (317) 232-7655

If a state chartered institution is the successful bidder, the Department must be provided with a copy of the executed Purchase and Assumption Agreement and any other relevant documents regarding the transaction within five (5) business days.