

ATTACHMENT C

BANK HOLDING COMPANY "WHEREAS" CLAUSES AND CAPITAL PROVISION IN  
CASES IN WHICH STATE NONMEMBER SUBSIDIARY BANK IS OPERATING UNDER  
PROMPT CORRECTIVE ACTION CAPITAL PLAN

"WHEREAS" CLAUSES:

WHEREAS, as of the date of this [Agreement] [Order], [BHC] owns and controls a subsidiary state nonmember bank, \_\_\_\_\_, \_\_\_\_\_ (the "Bank"), which on \_\_\_\_\_, \_\_\_\_\_ was declared by the [Federal Deposit Insurance Corporation (the "FDIC")] [Office of the Comptroller of the Currency (the "OCC")] to be an undercapitalized depository institution within the meaning of section 38 of the Federal Deposit Insurance Act, as amended (12 U.S.C. 1831o);

WHEREAS, the Bank submitted a capital restoration plan, dated \_\_\_\_\_, \_\_\_\_\_ (the "Capital Restoration Plan"), and [BHC] submitted a guarantee of performance of the Capital Restoration Plan, dated \_\_\_\_\_, \_\_\_\_\_, which were accepted by the [FDIC] [OCC] on \_\_\_\_\_, \_\_\_\_\_;

CAPITAL PROVISION:

\_\_\_\_\_. [BHC] shall take all action necessary to perform its guarantee of the Capital Restoration Plan and any subsequent guarantee required and approved by the [FDIC] [OCC].