

## FEDERAL DEPOSIT INSURANCE CORPORATION

Re: The Nashua Bank  
Nashua, Hillsborough County, New Hampshire  
Application for Federal Deposit Insurance

### **ORDER**

The undersigned, acting on behalf of the Board of Directors pursuant to delegated authority, has fully considered all available facts and information relevant to the factors of Section 6 of the Federal Deposit Insurance Act and relating to the application for Federal deposit insurance for The Nashua Bank, a proposed new state nonmember bank to be located at 188 Main Street, Nashua, Hillsborough County, New Hampshire, and has concluded that the application should be approved.

Accordingly, it is hereby ORDERED that the application submitted by The Nashua Bank for Federal deposit insurance be approved subject to the following conditions:

- (1) That beginning paid-in capital funds net of pre-opening and organizational expenses of not less than \$9,400,000 be provided;
- (2) That Tier 1 Capital/Assets ratio shall be maintained at not less than 8.0 percent throughout the first three years of operation and that an adequate allowance for loan and lease losses be provided;
- (3) That any changes in the proposed management or proposed ownership (10% or more of stock), including new acquisitions of or subscriptions to 10% or more of the stock, will render this commitment null and void unless such proposal is approved by the Corporation prior to opening the bank;
- (4) That the bank shall operate within the parameters of the business plan submitted to the FDIC. Furthermore, during the first three years of operations, the bank shall notify the appropriate FDIC Regional Director of any proposed major deviation or material change from the submitted plan 60 days before consummation of the change;
- (5) That the bank shall develop and the board shall approve all operating policies, including but not limited to, a Customer Identification Policy (Program), Information Technology/Privacy Policy in compliance with the Gramm-Leach-Bliley Act, Disaster Recovery Plan, Interbank Liability Policy, an Ethics/Code of Conduct Policy, and incorporate the Commercial Real Estate Concentrations guidance and Revised Policy Statement on the Allowance for Loan and Lease Losses into the Loan Policy;
- (6) That an accrual accounting system be adopted for maintaining the bank's books;
- (7) That sufficient fidelity insurance coverage be obtained;
- (8) That the bank obtain an audit of financial statements by an independent public accountant annually for at least the first three years after deposit insurance is effective, furnish a copy of any reports by the independent auditor (including any management letter) to the appropriate FDIC Regional Director within 15 days of their receipt by the bank and notify the appropriate FDIC Regional Director within 15 days when a change in its independent auditor occurs;

- (9) That the bank shall comply with the policy of the FDIC regarding offering circulars, as set forth in the FDIC Statement of Policy Regarding Use of Offering Circulars in Connection with Public Distribution of Bank Securities;
- (10) That the Federal deposit insurance shall not become effective unless and until the applicant has been established as a state nonmember bank, that it has authority to conduct a banking business, and that its establishment and operation as a bank has been fully approved by the state authority;
- (11) That until the conditional commitment herein ORDERED becomes effective, the Corporation shall have the right to alter, suspend, or withdraw the said commitment should any interim development be deemed to warrant such action; and,
- (12) That if deposit insurance has not become effective within one year from the date of the Order, or unless, in the meantime, a request for an extension of time has been approved by the Corporation, the consent granted shall expire on said date.

Dated at Braintree, Massachusetts, this 24<sup>th</sup> day of July, 2007

/s/

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Daniel E. Frye  
Area Director  
Division of Supervision and Consumer Protection

## STATEMENT

Pursuant to the provisions of Section 5 of the Federal Deposit Insurance Act (12 U.S.C. §1815), an application for Federal deposit insurance has been filed for The Nashua Bank (the Bank), a proposed new New Hampshire-chartered community bank, to be located at 188 Main Street, Nashua, Hillsborough County, New Hampshire.

The Bank plans to offer a traditional range of financial products and services to meet the depository and credit needs of individual consumers, small businesses, and professionals in Nashua, New Hampshire and surrounding communities.

For the purposes of this proposal, capital is adequate, projections for future earnings prospects are favorable, management is considered satisfactory, and the investment in fixed assets is reasonable. Corporate powers to be exercised are consistent with the purpose of the Federal Deposit Insurance Act. No formal objections to this proposal have been filed and no undue risk to the insurance fund is apparent.

Accordingly, based upon careful evaluation of all available facts and information, the Area Director, acting under delegated authority, has concluded that approval of the application is warranted, subject to certain prudential conditions.

**BOSTON AREA DIRECTOR  
NEW YORK REGION  
DIVISION OF SUPERVISION AND CONSUMER PROTECTION  
FEDERAL DEPOSIT INSURANCE CORPORATION**