STATE OF COLORADO
COLORADO DIVISION OF BANKING

BANK MERGER APPLICATION

The Colorado Division of Banking (Division) will accept the Interagency Bank Merger Application and encourages the use of that document. The form can be accessed on the **Miscellaneous Applications and Forms** page.

The executed merger agreement required in Item #2 of the Interagency Bank Merger Application must conform to the following requirements:

> The Board of Directors of each bank to be merged shall, by a majority vote of the entire Board, approve a Merger Agreement when there is to be a resulting state bank. The Merger Agreement shall contain the following elements:
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> 1. The name of each bank that is a party to the merger and the location of each office including branches, detached facilities, and loan production offices.
> 2. Information with respect to the resulting bank:
> a. The name and location of each proposed office;
> b. The name and residence of each director to serve until the next annual meeting;
> c. The name and residence of each officer;
> d. The amount of capital;
> e. The number of shares;
> f. The par value of each share;
> g. Whether preferred stock will be issued and the amount, terms, and preferences; and
> h. The amendments to the charter and bylaws.
> 3. The terms for the exchange of shares of each bank to be merged for those of the resulting bank.
> 4. A statement that the agreement is subject to approval by the Colorado State Banking Board and by the stockholders of each bank.
> 5. Provisions governing the manner of disposing of the shares of the resulting state bank not taken by dissenting shareholders of the banks to be merged.

At such time as the Interagency Bank Merger Application and any required attachments have been completed and executed, the documents must be filed with the Division. An original and **twelve (12)** copies must be submitted. Any documents the applicant believes to be proprietary shall be separated from the balance of the application, marked "Confidential," and submitted with a request for confidential treatment. The originals and copies shall be submitted in bound-volume form. The copies will constitute the record before each of the members of the Colorado State Banking Board and will be used during the Banking Board's review and consideration of the application.

If all required information does not accompany the original filing, the application will be considered incomplete and, therefore, will not be acted upon in any manner by the Colorado State Banking Board until the filing is complete.

NOTE: The appropriate filing fee must accompany the application. Checks must be made payable to the **Colorado Division of Banking**. Refer to the fee as set forth in the Colorado Division of Banking Fee Schedule. The application, supplementary information, and filing fee must be submitted to: **Colorado Division of Banking, 1560 Broadway, Suite 975, Denver, CO 80202, Attention: Applications.**