



Federal Deposit Insurance Corporation

550 17th Street, N.W., Washington, D.C. 20429

Division of Risk Management Supervision

November 22, 2022

By Electronic Transmission

Board of Directors
First Savanna Savings Bank
301 Main Street
Savanna, Illinois 61074
E-mail: smac@firstsavannasavings.com

Dear Board Members:

The Federal Deposit Insurance Corporation (FDIC) accepted the notice of proposed mutual-to-stock conversion (Notice) submitted by First Savanna Savings Bank, Savanna, Illinois (Bank), on September 27, 2022. The Notice was filed in accordance with 12 CFR Part 303, Subpart I. As described in the Notice, the Bank proposes to convert from an Illinois-chartered mutual savings bank to a stock form of ownership in order to effectuate a supervisory merger transaction recognized by Illinois law and conducted in accordance with § 18(c) of the Federal Deposit Insurance Act (12 U.S.C. 1828). The acquiring institution has submitted an Interagency Bank Merger Act Application to the FDIC regarding the proposed merger.

The Bank has requested, pursuant to 12 CFR § 303.162(a), that the FDIC waive the requirements of § 333.4(c)(2) and §§ 303.161(c)(6) and 303.161(c)(12), which would require a depositor vote to approve the proposed conversion, the independent appraisal of the Bank's value, and obtaining a tax opinion of the conversion, respectively. Moreover, the Bank is seeking a determination by the FDIC's Board of Directors (Board) that the restrictions on the repurchases of stock and the stock benefit plan limitations set forth in 12 CFR § 333.4(d) and (e) are not applicable to the proposed conversion.

The Bank has demonstrated good cause for the waiver requests concerning the depositor vote, independent appraisal of the value of the Bank, and tax opinion of the conversion as required by § 333.4(c)(2), § 303.161(c)(6) and § 303.161(c)(12), in accordance with 12 CFR § 303.162(a)(2). By resolution dated November 22, 2022, the Board granted the Bank's waiver requests. Further, the Board determined that the restrictions on the repurchases of stock and the stock benefit plan limitations shall not apply to the proposed transaction, since no stock will be issued.

Based on the information and representations presented in the Notice, and acting pursuant to delegated authority from the Board, I do not object to the proposed conversion on the terms outlined in the Notice. As a condition of this nonobjection, the Bank has agreed to provide a notice to its depositors regarding the conversion and subsequent merger transaction in a form

acceptable to the FDIC. The FDIC's final decision regarding the merger application will be transmitted separately.

If you have any questions, please contact Assistant Regional Director Debbie J. Bush at (312) 382-7514.

Sincerely,

PATRICIA
COLOHAN

Digitally signed by
PATRICIA COLOHAN
Date: 2022.11.22 15:02:51
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Patricia A. Colohan
Associate Director

cc: Chasse Rehwinkel
Director, Division of Banking
Illinois Department of Financial and Professional Regulation

Jason E. Kuwayama
Godfrey & Kahn S.C.