

FEDERAL DEPOSIT INSURANCE CORPORATION

In Re: Great Nations Bank
(In Organization)
Norman, Oklahoma
Application for Federal Deposit Insurance
Deposit Insurance Fund

ORDER

The undersigned, acting on behalf of the Board of Directors of the Federal Deposit Insurance Corporation 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 through the Deposit Insurance Fund for Great Nations Bank, a proposed new state nonmember bank to be located at 2200 East Alameda Street, Norman, Cleveland County, Oklahoma 73071, and has concluded that the application should be approved.

Accordingly, it is hereby ORDERED, for the reasons set forth in the attached Statement, that the application submitted by Great Nations Bank, Norman, Oklahoma for Federal deposit insurance be and the same is hereby approved subject to the following conditions:

- (1) That beginning paid-in capital funds of not less than \$13,000,000 be provided;
- (2) That the Tier 1 leverage capital ratio will be maintained at not less than eight percent throughout the first three years of operation and that an adequate allowance for loan and lease losses will be provided;
- (3) That during the first three years of operation, the bank shall maintain a Well Capitalized position as defined by the Prompt Corrective Action provisions of Part 325 of the FDIC's Rules and Regulations;
- (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 Regional Director of any proposed significant deviation or material change from the submitted plan at least 60 days before consummation of the change;
- (5) That any changes in proposed management or proposed ownership of 10% or more of stock, including new acquisitions of or subscriptions to 10% or more of the stock, be approved by the FDIC prior to opening;
- (6) That an accrual accounting system be adopted for maintaining the bank's books;
- (7) That the applicant will have adequate fidelity coverage;
- (8) That Federal deposit insurance shall not become effective unless and until the applicant has been granted a charter, has authority to conduct a depository institution business, and its establishment and operation as a depository institution has been fully approved by the appropriate state authority;

- (9) That the bank will obtain an audit of its financial statements by an independent public accountant annually for at least the first three years after deposit insurance coverage is effective, furnish a copy of any reports by the independent auditor (including any management letters) to the Dallas Regional Office within 15 days after their receipt by the bank, and notify the Regional Office within 15 days when a change in its independent auditor occurs;
- (10) That prior to the effective date of deposit insurance, a complete shareholder list by name, address, number of shares owned, dollar amount of shares owned, percentage of outstanding shares, and the percentage of the stock purchase to be financed by any individual shareholder who will own 10% or more of the bank's stock, shall be provided to the Regional Director;
- (11) That until the bank is established, 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 twelve months from the date of this ORDER, or unless, in the meantime, a request for an extension of time has been approved by the Corporation, the consent granted shall expire at the end of the said twelve-month period.

Dated at Dallas, Texas, this 27th day of May, 2008.

FEDERAL DEPOSIT INSURANCE CORPORATION

By: _____ /s/
Thomas J. Dujenski
Regional Director
Dallas, Texas Regional Office

FEDERAL DEPOSIT INSURANCE CORPORATION

In Re: Great Nations Bank
Norman, Cleveland County, Oklahoma

Application for Federal Deposit Insurance
(Deposit Insurance Fund)

STATEMENT

Pursuant to provisions of Section 5 of the Federal Deposit Insurance Act (12 U.S.C. 1815), an application for Federal deposit insurance with membership in the Deposit Insurance Fund has been filed on behalf of Great Nations Bank, a proposed new state nonmember bank that will be located at 2200 East Alameda Street, Norman, Cleveland County, Oklahoma 73071.

The proposed new bank is being organized as a community bank offering traditional banking services focusing on small to mid-sized businesses, professionals, and consumers in the city of Norman, Oklahoma and the surrounding areas of Cleveland County. The Bank intends to offer credit and deposit services to all customers within its defined market. The applicants are cognizant of and intend to fully comply with the Community Reinvestment Act.

For purposes of the proposal, capital is adequate, 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, and no undue risk to the Deposit Insurance Fund is apparent. No formal objections to this application have been filed with the FDIC.

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

**REGIONAL DIRECTOR
DALLAS REGIONAL OFFICE
DIVISION OF SUPERVISION AND CONSUMER PROTECTION
FEDERAL DEPOSIT INSURANCE CORPORATION**