MICK THOMPSON
BANK COMMISSIONER

BRAD HENRY
GOVERNOR

STATE OF OKLAHOMA

STATE BANKING DEPARTMENT

MEMORANDUM

TO: All State Banks and Trust Companies

FROM: Mick Thompson, Commissioner

DATE: January 4, 2010

SUBJECT: Oath of Directors; List of Stockholders; List of Officers; and Certification of Director's Examination

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The following forms are required to be submitted to the Commissioner for the year 2010:

Oath of Directors
List of Stockholders
List of Officers
Certification of Director's Examination

The attached forms may be printed from the Banking Department's website at www.osbd.state.ok.us. At that website click the link for "Banks," then "Forms and Applications." The forms are found under "Annual Reports."

Each form must be completed in its entirety and will be returned to the bank if incomplete. Below is a brief description regarding the completion of each form.

Oath of Directors. The Oath of Directors should be administered and the form completed immediately after the annual meeting of the stockholders held in 2010 during which directors are elected. This form must be submitted to the Banking Department within **40 days** following the date of the stockholders' 2010 annual meeting.

List of Bank and Trust Company Stockholders. The List of Stockholders should include only the stockholders of the institution that were stockholders of record for purposes of the 2010 annual meeting. If the institution is wholly owned by its holding company, only the holding company needs to be named on the List of Stockholders. Names of shareholders of the holding company should not be listed. This form must be submitted to the Banking Department within **40 days** following the date of the stockholders' 2010 annual meeting.

List of Holding Company Stockholders. If a holding company owns 100% of the outstanding stock of the bank or trust company, then list the stockholders of the holding company only if the stock of the holding company is not publicly traded. Include only the stockholders of the holding company that were stockholders of record for purposes of the 2010 annual meeting.

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Blanket Bond Requirement. Pursuant to Section 713(C) of the Banking Code, each bank and trust company must submit evidence of fidelity bonds and other insurance policies. Evidence of fidelity bonds may consist of copies of the declaration pages.

List of Officers. The List of Officers should be completed immediately upon the election of such officers by the newly elected directors at their annual meeting held in 2010. This form must be submitted to the Banking Department within **40 days** following the date of the board of directors' 2010 annual meeting.

Certification of Director's Examination. The Banking Commissioner may, upon request, allow a bank or trust company to conduct its director's examination at less frequent intervals than called for by Section 714 of the Banking Code. The Commissioner has determined that only those banks and trust companies with a composite CAMELS rating of 1, with no change in management since the date of the latest exam, will be considered for less frequent director's examinations. Additionally, no bank will be permitted to conduct director's examinations less frequently than once in a 24 month period. A request for less frequent director's examinations should be submitted to the Commissioner at least 30 days prior to the date that the director's examination would otherwise be required.

Institutions not eligible for less frequent director's examinations must conduct such examination at least once each calendar year at intervals of not more than fifteen (15) months. The audit report produced from such examination must be submitted to the Banking Commissioner within **120 days** of completion of the audit.

Reminder Relating to Call Reports.

State Banks Only. State banks are no longer required to submit copies of their quarterly call reports to the Oklahoma Banking Department. However, each state bank must retain each report in its files and make the reports readily available for review. Each call report must be verified by oath or affirmation of the bank's president, cashier, or secretary and attested to by at least two directors.

Trust Companies Only. Trust companies are required to submit reports of condition (call reports) to the Oklahoma Banking Department as of June 30 and December 31 of each year. The call report form may be printed from the Banking Department's website at www.osbd.state.ok.us. Each call report must be verified by oath or affirmation of the bank's president, cashier, or secretary and attested to by at least three directors.

NOTE: Beginning with the December 31, 2005 call report, and each semi-annual report submitted thereafter, the trust company must provide the total dollar amount of fiduciary assets. The dollar amount shown for fiduciary assets as of December 31, 2009 on the call report must agree with the dollar amount shown on the 2010 TRUST COMPANY ANNUAL ASSESSMENT form.

If you have any questions, please do not hesitate to contact this office.