

FinPro, Inc.

About the Firm

Overview

FinPro, Inc. was established in 1987 as a full service management consulting firm specializing in providing advisory services to the financial institutions industry.

FinPro is a proven leader in strategic planning, market feasibility, de novo bank formation, corporate finance, M&A, asset/liability management, and regulatory consulting.

FinPro maintains close contact with the bank regulatory agencies and departments to stay current with upcoming policies and rules.

FinPro principals are frequent speakers and presenters at financial institution and regulatory conferences and moderate over fifty board retreats each year.

FinPro combines its entrepreneurial problem solving skills to maximize value, while working within the regulatory framework.

In addition, FinPro shares its industry expertise by teaching at:

- Stonier Graduate School of Banking
 - strategic planning
 - mergers and acquisitions
- Graduate School of Banking at Colorado
 - strategic planning
- Graduate School of Bank Investments and Financial Management at the University of South Carolina
 - capital markets
 - finance
- Central Bank of Russia
 - strategic planning

As the attached testimonials attest, FinPro is a relationship oriented firm that continually exceeds its customers' expectations. We serve our clients throughout their lifecycle providing institution specific advice. This underscores our dedication to the core principle of **building value together**.



HEADQUARTERS

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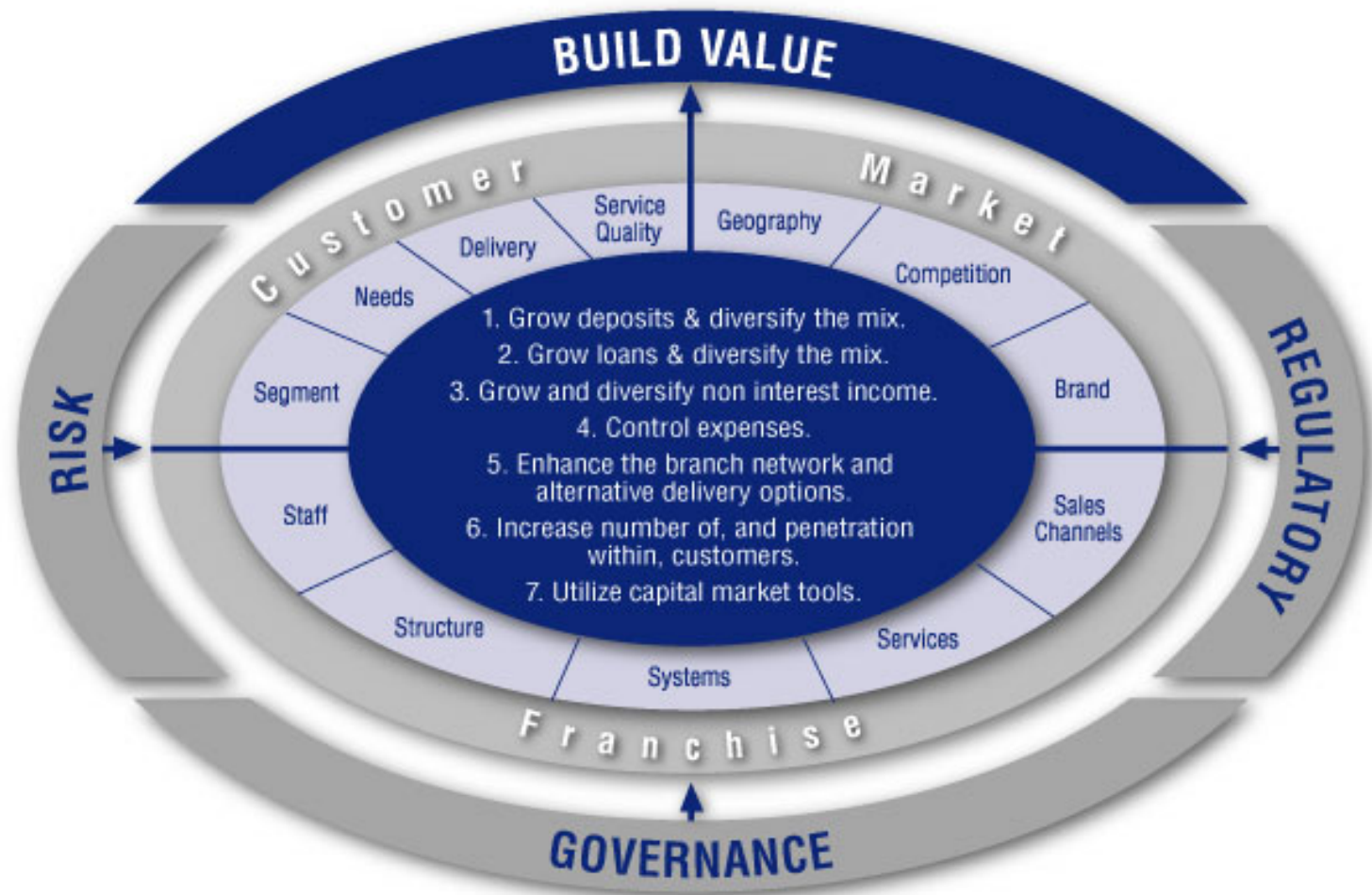
Firm Facts

- Works with over **300 financial institutions** nationwide.
- Is an **industry leader in working with start-up banks**. FinPro advises organizing groups across the country in all stages of the de novo process.
- Serves over forty partner clients providing **ongoing relationship and results oriented solutions**.
- Prepares strategic business plans **delineating detailed, actionable, and monitorable** tactics and strategies to ensure success.
- Has been lead banker on **innovative transactions** such as MHC/Mutual and MHC/MHC deals.
- Performs **site selection and feasibility** studies and monitors performance to **ensure targeted levels of growth are achieved**.
- Prepares detailed **asset / liability management modeling** with in-house analytics - projecting loans, deposits, investments and borrowings on an account level basis.
- Advises numerous clients on regulatory matters, including working through **C&D orders, MOUs, and all other regulatory** related matters requiring Board resolutions.
- Is routinely **published and quoted** in various industry specific periodicals.



Core Principle

A proven and effective step-by-step guideline designed to assist institutions in building value through real growth in any economic environment.



Services

FinPro offers a full array of consulting services designed to build value for your institution at every stage of its development.

STRATEGIC ADVISORY

- Partnership Package
- Strategic Planning, Business Planning, and Budgeting
- Strategic Plan Updates
- Management Succession
- Capital Planning

MERGER & ACQUISITION ADVISORY

- Merger and Acquisition Advisory & Fairness Opinions
- Branch Evaluations, Acquisitions, Sales, Consolidations & Swaps
- Strategic Alternatives Review

BALANCE SHEET MANAGEMENT

- Asset Liability Management
- Investment Advisory
- Allowance for Loan and Lease Loss Methodology

DE NOVO BANK CONSULTATION

- De Novo Strategic Business Plan & Regulatory Application

CORPORATE VALUATION

- Mutual Conversions
- Stock Valuations
- Intangible Valuation and Impairment
- FAS 141R Mark-to-Market

REGULATORY

- Board Resolution, MOU, C&D Mitigation and Compliance
- Examination Preparation
- Regulatory Consulting
- Board Education, Training, and Retreat Moderation
- Expert Testimony

MARKET FEASIBILITY

- Branch Improvement Studies
- Customer Segmentation Analysis
- Market Ranking Studies
- Site Studies & Branch Applications

COMPLIANCE & CORPORATE GOVERNANCE

- Compensation Analysis
- Community Reinvestment Act Performance Review
- Quarterly Bank Fiduciary Package



Testimonials

"FinPro has been a trusted advisor and a part of our team since our bank was formed. The entire FinPro organization brings talent, perseverance and a 'can do' spirit to help in guiding our course. We are proud and thankful to have such a partner, as we navigate through some of the stormiest seas in this financial maelstrom.... FinPro has been an integral part of our mission to always be "A Better Place To Be."

- Frank Sorrentino III, Chairman & CEO, North Jersey Community Bank

"Putting together a business plan for a bank initiating its first stock offering is no easy task. The plan has to hang together as a solid piece of strategic planning as well as meet applicable regulatory requirements. FinPro made the process quick and painless for United Bank. They worked with us to analyze the environment and then put OUR strategic directions and business assumptions into a framework that worked for us as well as the regulators. Actually working the numbers involved only a couple of meetings with our senior management team and the FinPro consultants. FinPro's unmatched modeling capability helped us see instantly what the impact of our business assumptions would be on the overall plan. We could test and revise as necessary in real time and we soon found a combination of strategies that met our business needs and those of the regulators as well. Our board was delighted with the result. We intend to work with FinPro on other projects in the future."

- Richard Collins, President & CEO, United Bank

"What good is a Branch Expansion Plan if it doesn't tie into the overall Strategic Plan... What good is an Asset/Liability Plan that doesn't tie directly to the Budget process and overall financial goals of the organization... FinPro links "all things financial" under one comprehensive engagement... The result is a consistent/ holistic approach to the execution of our Strategic Plan with predictable results..."

- Jim McCarthy, EVP and COO, Danversbank

"As President and CEO one of my primary goals is to develop strategies that improve the Bank's long term performance. By utilizing FinPro's Partnership Program I believe our Bank has gained a competitive advantage in the development of new strategies. Our Bank (founded in 1899) had only its main office and three branches until 1999, then things exploded. Through an IPO and with expansion over the last ten years our Bank has grown to eleven branches and has increased assets by more than 200%. All that growth brought fast changes to our Bank. It also brought the Bank into new markets and presented many new opportunities. The difference FinPro brings to our organization is a clear understanding of how a new strategy benefits the Bank and fits into our overall plans for growth and performance. Their recommendations are practical solutions that drive tangible results. With their assistance we have been able to improve from an average performance Bank to a high performance Bank. I would recommend FinPro without reservation."

- Donald E. Gibson, President & CEO, The Bank of Greene County

"If you ascribe to the belief that consultants analyze and advise a client in order to help the client make the best possible choices, then the consulting firm of choice within the community banking industry is FinPro, Inc. If you believe that consultants exist to provide expert knowledge in issues unique to your business, then the consulting firm of choice within the community banking industry is FinPro, Inc. And if your expectation of a consultant is credible advice, then the consulting firm of choice within the community banking industry is FinPro, Inc. The experts at FinPro 'tell it like it is' and help you leverage your knowledge and experience into sound strategic decisions for your bank."

- Elizabeth E. Hance, President & CEO, Magyar Bank

"FinPro has been a valued consultant to my Bank since its inception. The depth and breadth of their resources as well as the quality of their quantitative analysis has added value not only to our shareholders, but also to our franchise."

- Donald Mindiak, President & CEO, Bayonne Community Bank



Testimonials

"FinPro was able to skillfully guide our management team through the de novo approval process. The professionals at FinPro, led by our representative, Scott Martorana, delivered the experience, responsiveness, and competency that are the keys to obtaining a successful bank charter. As it happened, BlueRidge Bank was the only de novo bank charter approved in the state of Maryland in 2008. We were so impressed with FinPro that we joined their Partnership Program. Now we are able to rely on them as a resource and sounding board for a myriad of matters during critical stages of our bank's growth. As a result of their straightforward, practical advice, we consider FinPro a valued long-term partner."

- Brian Gaeng, President & CEO, BlueRidge Bank

"When we think of anything that would do with raising new capital, doing the analytical work on a prospective acquisition, or doing a Board Education seminar, we always know that the people at FinPro will be available to help us with a solution, or guide us in the right direction for that simple question, or the entire solution. They are always personable, and very responsive. I have never worked with a group that gets banking like they do."

- Brad S. Elliott, Chairman & CEO, Equity Bank

"FinPro has played an instrumental role in the development of Bank of Georgetown. From the outset, the FinPro team has contributed their broad experience and considerable knowledge in support to our efforts. In fact, their level of service is exactly the type of relationship-based service we, as a community based bank, hope to provide our clients!"

- Michael P. Fitzgerald, President & CEO, Bank of Georgetown

"FinPro's ALM program has greatly reduced the bank's reporting burden ... We have been able to back test their projections with positive results."

- Jeff Smith, CFO, Millington Savings Bank

"Filing for a charter for a new bank is not an easy task. It requires extensive analysis of the business plan and the underlying assumptions to insure that the proposed bank will have a high probability of success. The analysts at FinPro have the background and level of professionalism that are required to assist in the preparation of a realistic business plan. We developed our plan working closely with FinPro which streamlined the development process and helped us get to a business plan that we feel provides an effective roadmap for us to reach our objective. On a personal level, I have been in the financial services business for over thirty years, having extensive background at the executive level and in performing and reviewing analysis. I found that the professionals at FinPro were some of the most knowledgeable and effective business analysts that I have worked with during my career."

- Richard T. Powers, President & CEO, Esquire Bank

"We started our planning and application process before retaining the services of FinPro thinking we could do it all in-house. It became abundantly clear quickly that we needed professional help and guidance. FinPro not only provided that guidance, but did so quickly, thoroughly and professionally. Our representative knew exactly what was needed and in the proper format expected by our regulators. After interviewing management and understanding our unique objectives, it seemed like almost no time before we had detailed projections and application materials. More importantly now that we are in business, we feel very comfortable partnering with FinPro on an ongoing basis and relying on them for knowledgeable and experienced perspectives on a whole host of banking issues. We very much consider them part of our team."

- William B. Young, Chief Executive Officer, Virginia Partners Bank

"FinPro continues to play a crucial role in the continued success of our institution. Their strategic planning process provides our management team with executable strategies and goals, all designed to build value at our institution. In addition, their asset liability management service has provided us with the analytics necessary to proactively manage the Bank's interest rate risk position, allowing management to focus on building shareholder value."

- Robert R. Chapman III, President & CEO, Bank of the James



Testimonials

"FinPros Quarterly Performance Report provides our Board with clear, concise and easy to understand information. Because they helped focus our Boards attention on the critical financial information - while providing them with industry trend analysis coupled with regulatory insight - FinPro has become a regular part of our annual planning process. In fact, FinPro has facilitated the last two strategic planning sessions with our Bank and our Board couldnt be happier."

- D. Russell Taylor, President & CEO, RSIbank

"FinPro has played a major role in our strategic plan initiatives, branch site selections, and more recently an IPO that raised 83 million in capital. They are knowledgeable, dependable and very responsive. They play a major role in our short and long term goals."

- Joseph F. Jeamel, Executive Vice President, Rockville Bank

"FinPro has been a valuable planning resource. We first utilized FinPro in 2004 to assist us in the development of our business plan in connection with our Mutual Holding company conversion. Since that time Fin Pro has assisted us in the development and updating of our business plan, providing us with a roadmap for our growth. FinPros quarterly performance report provides us with an effective gauge for our performance. FinPro has responded quickly to our requests for branch site analysis and has provided valuable input regarding capital utilization"

- John Roman, President & CEO, Naugatuck Savings and Loan

"FinPro helped bring together our business plan for our charter application and IPO, from the beginning they provided insight and direction on our strategic plan. The depth of knowledge was invaluable throughout the process, along with the ability to update our assumptions in real time. I consider Finpro an important member of our team."

- James M. Dunphy, President & CEO, Hampshire First Bank

"FinPro continues to play a crucial role in the continued success of our institution. Their strategic planning process provides our management team with executable strategies and goals, all designed to build value at our institution. In addition, their asset liability management service has provided us with the analytics necessary to proactively manage the Bank's interest rate risk position, allowing management to focus on building shareholder value."

- Robert R. Chapman III, President & CEO, Bank of the James

"Two conversions in less than three years! It took a lot of hard work and the assistance of several great firms. One of those was FinPro, who provided our appraisal and our business plan. Their work was excellent, and we immediately called them when the Board decided to go to step two. Again, FinPro's dedication and work paid off as we successfully converted to a full stock company in January of 2007. We felt our conversion process went smoothly and the results were what we had anticipated. FinPro deserves a lot of the credit for a successful conversion."

- Mark White, President & CEO, Osage Federal Bank

Professional Staff

Donald J. Musso • dmusso@finpronj.com

Donald founded FinPro, Inc. in 1987. He is a frequent speaker at various trade association functions and teaches at Stonier Graduate School of Banking, Graduate School of Banking at Colorado and Graduate School of Bank Investments and Financial Management. Donald is also a founder of de novo banks in Pennsylvania and New York and a significant investor in many others. He has served in Board, Managerial and advisory roles with all types of financial institutions.

Nicholas J. Ketcha Jr. • nketcha@finpronj.com

Nicholas has primary responsibility for all regulatory and compliance related engagements. He is well versed in all aspects of bank supervision and regulation as a result of a 36 year career in which he has held positions including, the FDIC's Director of Supervision, Director of the NJ Division of Banking, Basle Committee member, Chairman of the FFIEC's Task Force on Supervision and State Liaison Committee and Chairman of the CSBS Regulatory Committee.

Jonathan P. Gabriel • jgabriel@finpronj.com

Jonathan has primary responsibility for quality control, internal administration, and investment advisory related engagements. Over the past 30+ years he has held a variety of senior management positions (COO, retail banking, mortgage banking, and strategic planning) at two NJ/NY financial institutions, ran a nationally ranked distributor of bank investment and insurance programs, and served as President of a super-regional bank's broker/dealer.

Patrick J. Rohan • prohan@finpronj.com

Patrick joined FinPro after a 32 year career with the Federal Deposit Insurance Corporation. At the time of his retirement, he was the Regional Director for the Division of Supervision for the Boston Region, a position he held since April, 1996. He oversees relationships and engagements in the New England Region.

James E. Devaney • jdevaney@finpronj.com

James joined FinPro after a 36 year career with the Federal Deposit Insurance Corporation. At the time of his retirement, he was a Field Office Supervisor for the New York Region.

MANAGING DIRECTORS

Managing directors are client relationship managers, ensuring a superior level of service via direct interaction with clients. Client relationship managers have a comprehensive knowledge of FinPro's services and have extensive experience in performing a wide array of consulting services.

Gregory S. Garcia • ggarcia@finpronj.com

Gregory has particular expertise in balance sheet strategies and asset liability management. His experience also includes mutual-to-stock conversions, strategic planning and market feasibility engagements.

Dennis E. Gibney, CFA • dgibney@finpronj.com

Dennis has particular expertise in capital markets engagements including mergers and acquisitions, stock valuations and fairness opinions. He is a CFA Charterholder and a member of the New York Society of Security Analysts.

Scott C. Martorana • smartorana@finpronj.com

Scott has primary responsibility for business development in addition to client relationship management. He also has particular expertise in de novo bank formation and strategic planning.

Matthew K. Miller • mmiller@finpronj.com

Matthew has particular expertise in strategic planning and branch profitability and improvement analysis. He also specializes in de novo bank formation and is responsible for FinPro's strategic planning model.

Steven P. Musso • smusso@finpronj.com

Steven has particular expertise in strategic planning and branch improvement analysis. He also specializes in market ranking, branch studies, and CRA analysis.



De Novo Bank Consultation

FinPro's De Novo Bank Consultation service guides investor groups through every step of forming a de novo bank and beyond.

Identify the Key Elements for Success

Our consultants will guide you through every stage of the de novo process, including, but not limited to:

- Forming a Board built to generate business
- Finding qualified executives to lead the new institution
- Focusing strategic directives to ensure success
- Raising the optimal starting capital level
- Creating a ranking of a market area and compiling a market feasibility study
- Developing aggressive marketing programs
- Compiling a five-year pro forma strategic business plan
- Assisting counsel in the preparation of regulatory applications
- Assisting in the compilation of materials required for stock solicitation

Initial Meeting

FinPro consultants will sit down with founders, establish a timeline, and outline the entire process of forming a de novo bank.

Modeling of Strategic Business Plan

The strategic business plan and five-year pro forma financial projections are developed through an interactive process between FinPro, founders, and management. The business plan is produced in a format designed for the regulatory agencies.

Application and Regulatory Approval

FinPro will continue to advise through the application process, attend regulatory hearings, and assist the Bank with regulatory questions to ensure that approval is attained.

Nationally Recognized

- FinPro is an industry leader in working with start-up banks. Nationally, FinPro is advising over twenty organizing groups at various stages in the de novo process.
- FinPro has helped establish de novo banks in numerous states and geographic regions.
- FinPro can assist on thrift or bank, national or state, ethnic, cultural, lifestyle or business niche, a de novo as a subsidiary of a parent bank, and many other strategic directives.

Unparalleled Industry Knowledge

- FinPro's extensive library of detailed market information encompasses all aspects of the marketplace so that decisions on branch locations can be made based upon detailed demographic and competitive data.
- FinPro has several ex-regulators on staff that provide great insight into the key factors in getting a de novo application approved.
- Periodic research studies on national de novo trends keep FinPro abreast of emerging issues.

A Long Term Relationship

- FinPro is one of the few de novo consulting firms that are capable of providing ongoing advisor services after the bank begins operations in the areas of strategic planning, market feasibility, asset liability management, capital markets strategies, M&A advisory, and much more.
- Many de novos that have struggled to succeed engage FinPro in the third or fourth year of operation in order to achieve better performance.
- FinPro is currently working with over 60 recently formed de novo institutions throughout the country.
- We invite you to check our many references across the country for feedback on our expertise and our commitment to guide you through to a successful opening.



De novo Statistics

- FinPro is currently working with numerous groups in formation in various states. These de novo applications are being filed with:
 - OTS
 - OCC
 - FDIC
 - Numerous State Banking Departments
- FinPro has helped start over 30 de novos in the past four years. The States include:
 - New Hampshire
 - Connecticut
 - New York
 - New Jersey
 - Pennsylvania
 - Maryland
 - Virginia
 - Washington D.C.
 - Florida
 - Illinois
 - Kansas
 - Utah
 - Massachusetts
- FinPro is working with over 70 de novo institutions having displaced other firms after charter approvals were received.
- FinPro has assisted in raising capital of over \$100 million for its de novo clients during the initial chartering process and another \$100 million in secondary offerings.
- FinPro has worked with de novo groups in formation for various ethnic niches, including but not limited to:
 - Asian
 - Hispanic
 - Indian
 - Portuguese
 - Russian
- FinPro has worked with de novo groups in formation for various business niches, including but not limited to:
 - Community focus
 - Business focus
 - Trial attorneys
 - Wealth market
 - Mortgage company
 - Broker dealer
 - Internet focus
 - Private Bank

Why FinPro?

- FinPro is a recognized leader in providing market feasibility, planning and capital advisory services to de novos.
- FinPro can assist the de novo in every aspect, other than legal, of its chartering process.
- FinPro can assist in finding founders and Executive Management.
- FinPro can assist in the capital raising process.
- FinPro provides ongoing advisory services to the de novo to assist it in meeting its objectives.
- FinPro is a significant investor in multiple de novos, has a Board seat on one, and has more in the chartering stages.
- FinPro has regulatory expertise unmatched in the business.
- FinPro has experience with all regulatory agencies and has assisted obtaining charters for non conventional groups.
- FinPro provides industry specific and de novo only research.



References

List of Referrals

Contact	Bank	Position	State	Phone Number
1 Frank Sorrentino	North Jersey Community Bank	Chairman and CEO	NJ	(201) 816-8900
2 Brian Gaeng	BlueRidge Bank	President and CEO	MD	(240) 629-9300
3 Lloyd Harrison	Virginia Partners Bank	President and COO	VA	(540) 899-2234
4 Kevin McCabe	FieldPoint Private Bank & Trust	President and CEO	CT	(203) 413-9302
5 Mike Ewing	Oak Hill National Bank	President and CEO	VA	(540) 359-7100
6 Mike Fitzgerald	Bank of Georgetown	CEO	DC	(202) 355-1200
7 Donald Mindiak	BCB Community Bank	CEO	NJ	(201) 823-9156

Also feel free to call the FDIC, OCC, OTS or any of the State Regulatory Agencies for references