

BARACK FERRAZZANO

Financial Institutions Group

J. Brent McCauley | T. 312.629.5129 | brent.mccauley@bfkn.com

June 19, 2019

VIA MESSENGER

Mr. John P. Conneely
Regional Director
Federal Deposit Insurance Corporation
300 South Riverside Plaza
Suite 1700
Chicago, Illinois 60606

**Re: Interagency Bank Merger Act Application
Busey Bank, Champaign, Illinois
Investors' Security Trust Company, Fort Myers, Florida**

Dear Mr. Conneely:

Enclosed for filing with the Federal Deposit Insurance Corporation (the “**FDIC**”) are an original and five copies of the Interagency Bank Merger Act Application (the “**Application**”) requesting approval of the merger of Investors' Security Trust Company, Fort Myers, Florida (“**Target**”), with and into Busey Bank, Champaign, Illinois (the “**Applicant**”).

The required notice of the Application is being published on June 21, 2019, July 3, 2019, and July 16, 2019, in the *Champaign-News Gazette*, which has a general circulation in Champaign, Illinois, and in *The News-Press*, which has a general circulation in Fort Myers, Florida. A copy of the notice is enclosed for your information.

Enclosed with this letter is an original and five copies of the Confidential Supplement to the Application (the “**Confidential Supplement**”), comprised of all or a portion of Exhibits A, D and E to the Application. **For the reasons set forth below, Applicant respectfully requests that the information contained in the Confidential Supplement be treated confidentially and not be placed in the public file for this matter.**

Confidential Exhibit A includes a copy of the Agreement and Plan of Merger, dated as May 7, 2019 (the “**Agreement**”), among Applicant, Investors' Merger Company, LLC, an Illinois limited liability company formed by Applicant (“**Merger Sub**”), and the Target.

Barack Ferrazzano Kirschbaum & Nagelberg LLP

200 West Madison Street, Suite 3900 | Chicago, Illinois 60606 | T. 312.984.3100 | F. 312.984.3150 | bfkn.com

BARACK FERRAZZANO

Financial Institutions Group

Mr. John P. Conneely

June 19, 2019

Page 2

Applicant is requesting confidential treatment for the Agreement because it contains detailed information regarding the calculation of the purchase price for the Target. Confidentiality is important because if the purchase price for the Target were disclosed, a competing party could use such information to induce the Target to breach the Agreement so that the Target could accept a higher purchase price from another potential buyer, which could result in substantial harm to Applicant. In addition, the Agreement and certain exhibits thereto contain personal and financial information of the shareholders, directors and officers of the Target. The Applicant submits that public disclosure of this information would constitute an unwarranted invasion of the personal privacy of the individuals involved.

Confidential Exhibit D includes financial projections of Applicant, as the “Continuing Bank” following completion of the transaction, which were prepared specifically for the Application. The financial information contained in Confidential Exhibit D reveals future earnings projections, obligations and financial strategies of the Continuing Bank. The Continuing Bank is under no obligation to disclose this financial information to the general public and disclosure to the competitors of the Continuing Bank would provide detailed information of the financial resources, obligations and overall strengths and weaknesses of the Continuing Bank. The competitive position of the Continuing Bank would be harmed by public disclosure of this information because competitors would have information concerning the projected financial abilities, obligations and strategies of the Continuing Bank, while the Continuing Bank would have no access to such information concerning its competitors.

Confidential Exhibit E includes information concerning directors and officers of the Continuing Bank. Neither the Continuing Bank nor any of the individual directors and officers is otherwise obligated to disclose this information to the general public and this information is being furnished to the FDIC in confidence. The Applicant submits that public disclosure of this information would constitute an unwarranted invasion of the personal privacy of the individuals involved.

If the FDIC makes a preliminary determination not to accord confidential status to any portion of the Confidential Supplement, Applicant respectfully requests that the FDIC contact us prior to making a final determination with respect thereto.

BARACK FERRAZZANO

Financial Institutions Group

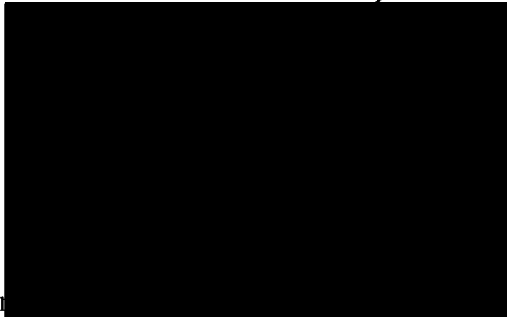
Mr. John P. Conneely
June 19, 2019
Page 3

If you have any questions or need additional information concerning the Application, please contact Barbara J. Harrington, Executive Vice President and Chief Risk Officer of Applicant at (217) 365-4302, the undersigned or Cindy C. Wang, our Financial Services Paralegal, at (312) 984-3225. Thank you for your attention to this matter.

Enclosures

cc (w/encl.):

Mr. Robin N. Elliott
Ms. Barbara J. Harrington
Ms. Cindy C. Wang



**NOTICE OF BANK MERGER
AND
BRANCH ESTABLISHMENT**

Notice is hereby given that Busey Bank, an Illinois state-chartered bank with its main office located at 100 West University Avenue, Champaign, Illinois 61820, intends to apply to the Federal Deposit Insurance Corporation to merge Investors' Security Trust Company, a Florida corporation with its main office located at 5246 Red Cedar Drive, Suite 101, Fort Myers, Florida 33907, with and into Busey Bank. At this time, it is contemplated that all offices of both institutions will continue to be operated, with the main office of Investors' Security Trust Company becoming a branch of Busey Bank.

Any person wishing to comment on this application may file his or her comments in writing with the Regional Director of the Federal Deposit Insurance Corporation at its Regional Office, 300 South Riverside Plaza, Suite 1700, Chicago, Illinois 60606, not later than July 22, 2019. The non-confidential portions of the application are on file at the Regional Office and are available for public inspection during regular business hours. Photocopies of the non-confidential portion of the application file will be made available upon request.

June 21, 2019

Busey Bank
Champaign, Illinois

Investors' Security Trust Company
Miami, Florida

INTERAGENCY BANK MERGER ACT APPLICATION

Check all that apply:

Type of Filing	Form of Transaction	Filed Pursuant To
<input type="checkbox"/> Affiliate/Corporate Reorganization	<input checked="" type="checkbox"/> Merger	<input checked="" type="checkbox"/> 12 U.S.C. 1828(c)
<input type="checkbox"/> Combination with Interim Depository Institution	<input type="checkbox"/> Consolidation	<input type="checkbox"/> 12 U.S.C. 215, 215a-c
<input checked="" type="checkbox"/> Nonaffiliate Combination	<input type="checkbox"/> Purchase and Assumption	<input type="checkbox"/> 12 U.S.C. 1815(a)
<input type="checkbox"/> Other _____	<input type="checkbox"/> Branch Purchase and Assumption	<input type="checkbox"/> Other _____
	<input type="checkbox"/> Other _____	

Applicant Depository Institution

Busey Bank **FDIC Cert. No. 16450**
Name Charter/Docket Number

100 West University Avenue
Street

Champaign **Illinois** **61820**
City State ZIP Code

Target Institution

Investors' Security Trust Company **Not applicable**
Name Charter/Docket Number

5246 Red Cedar Drive, Suite 101
Street

Fort Myers **Florida** **33907**
City State ZIP Code

Resultant Institution (if different than Applicant)

Name Charter/Docket Number

Street

City State ZIP Code

Contact Person

Barbara J. Harrington **Vice President and Chief Risk Officer, First Busey Corporation**
Name Title/Employer

100 W. University Avenue
Street

Champaign **Illinois** **61820**
City State ZIP Code

(217) 365-4302 **barbara.harrington@busey.com**
Telephone Number Email Address

INTERAGENCY BANK MERGER ACT APPLICATION

1. Describe the transaction's purpose, structure, significant terms and conditions, and termination dates of related contracts or agreements; and financing arrangements, including any plan to raise additional equity or incur debt.

First Busey Corporation, a Nevada corporation ("FBC"), directly owns 100% of the capital stock of Busey Bank, an Illinois state nonmember bank with its main office located in Champaign, Illinois (the "Applicant"). Investors' Security Trust Company is a Florida corporation with its main office located in Fort Myers, Florida (the "Target").

Applicant, Investors' Merger Company, LLC, an Illinois limited liability company formed by Applicant ("Merger Sub"), and the Target have entered into an Agreement and Plan of Merger, dated as May 7, 2019, a copy of which is attached hereto as Exhibit A (the "Acquisition Agreement"). Pursuant to the Acquisition Agreement, the parties intend that the Target will be merged with and into Merger Sub (the "Company Merger"), with Merger Sub as the surviving company.

Immediately following consummation of the Company Merger, Applicant intends that the Target will merge with and into, and under the charter of, Applicant (the "Continuing Bank"), such that the Continuing Bank will be and remain a wholly-owned subsidiary of FBC (the "Bank Merger"). A copy of the merger agreement relating to the Bank Merger (the "Bank Merger Agreement") is attached hereto as Exhibit B.

Upon consummation of the Bank Merger:

- the Continuing Bank will operate under the charter and bylaws of Applicant, as in effect immediately prior to the effective time of the Bank Merger;
- the directors and senior executive officers of the Continuing Bank will consist of the individuals listed in the Bank Merger Agreement;
- the name of the Continuing Bank will be "Busey Bank";
- the main office of Applicant will become the main office of the Continuing Bank, and the branch offices of Applicant will be maintained and operated as offices of the Continuing Bank, and a full range of banking products and services will continue to be offered at the main office and each of the branch offices of the Continuing Bank; and
- the sole office of the Target will be established as a branch, initially only providing wealth management and commercial loan services.

The Bank Merger Agreement may be terminated by agreement of the parties and shall automatically terminate, without any action by either party thereto, immediately upon the termination of the Acquisition Agreement.

The parties to the Acquisition Agreement and the Bank Merger Agreement anticipate closing the Company Merger and the Bank Merger in the third quarter of 2019.

2. Indicate any other filings related to this transaction with other state and federal regulators.

The Company Merger requires the prior approval of the Illinois Department of Financial and Professional Regulation (the "IDFPR"). Concurrently with the filing of this Application with the FDIC by Applicant, Applicant filed a Notice of Intent to Establish a Subsidiary or Acquire Stock in a Corporation with the IDFPR.

The Bank Merger requires the prior approval of the FDIC and the IDFPR. Concurrently with the filing of this Application with the FDIC, Applicant filed an Application for Approval of a Merger with the IDFPR.

3. Discuss whether and how the resultant institution's business strategy and operations will remain the same or change from that of Applicant. Identify new business lines. Provide a copy of the business plan, if available. Discuss the plan for integrating any new businesses into the resultant institution.

It is not anticipated that the Continuing Bank's business plan will change as a result of the Company Merger or the Bank Merger. There are no new business lines currently under consideration.

4. Provide a copy of (a) the executed merger or transaction agreement, including any amendments, (b) any board of directors' resolutions related to the transaction, and (c) interim charter, names of organizers, and related documents.

A copy of the Bank Merger Agreement is attached hereto as Exhibit B. Attached hereto as Exhibit C are certified copies of resolutions of the boards of directors of Applicant and the Target and the sole shareholder of Applicant approving the Bank Merger.

5. Describe any issues regarding the permissibility of the proposal with regard to applicable state or federal laws or regulations (for example, nonbank activities, branching, qualified thrift lender's test).

To the best of Applicant's knowledge, the Bank Merger does not present any issues of permissibility under applicable state or federal laws or regulations.

6. Describe any nonconforming or impermissible assets or activities that Applicant or Resultant Institution may not be permitted to retain under relevant law or regulation, including the method of and anticipated time period for divestiture or disposal.

To the best of Applicant's knowledge, the Bank Merger will not result in its acquisition of any assets or activities that Applicant is not permitted to retain under relevant law or regulation.

7. Provide the following financial information.
 - a. Pro Forma Balance Sheet, as of the end of the most recent quarter. Indicate separately for the Applicant and Target Institution each principal group of assets, liabilities, and capital accounts; debit and credit adjustments (explained by footnotes) reflecting the proposed acquisition; and the resulting pro forma combined balance sheet.
 - b. Projected balance sheets and corresponding income statements as of the end of the first three years of operation following consummation. Describe the assumptions used to prepare the projected statements.
 - c. Provide a discussion on the valuation of the target entity and any anticipated goodwill and other intangible assets.
 - d. Pro Forma and Projected Regulatory Capital Schedule, as of the end of the most recent quarter and each of the first three years of operation, indicating:
 - Each component item for common equity tier 1 capital, additional tier 1 capital and tier 2 capital pursuant to the currently applicable capital requirements.
 - Total risk-weighted assets.
 - Common equity tier 1 capital, tier 1 capital, total capital and leverage ratios pursuant to the capital regulations
 - If applicable, also provide Applicant's existing and pro forma supplementary leverage ratio pursuant to the current capital adequacy regulations.

The requested financial information is provided as Exhibit D to this Application. There have been no material changes between the date of the financial statements provided as Exhibit D and the date of this Application.

8. List the directors and senior executive officers of the Resultant Institution and provide the name, address, position with and shares held in Resultant Institution or holding company, and principal occupation (if a director). Indicate any changes to Applicant's current directors and senior executive officers that would occur at the Resultant Institution. Applicants should consult with the responsible regulatory agency regarding whether any

biographical or financial information should be submitted with respect to any new principal shareholders, directors and senior executive officers.

See Exhibit E to this Application for the list of director and senior executive officers immediately following the Bank Merger.

9. Describe any litigation or investigation by local, state or federal authorities involving Applicant or any of its subsidiaries or the target or any of its subsidiaries that is currently pending or was resolved within the last two years.

There is no litigation by local, state, or federal authorities involving Applicant or any of its subsidiaries or Target or any of its subsidiaries that is currently pending or was resolved within the last two years, and to Applicant's knowledge, there is no current investigation by local, state, or federal authorities involving Applicant or any of its subsidiaries or Target or any of its subsidiaries.

10. Describe how the proposal will assist in meeting the convenience and needs of the community to be served, including, but not limited to, the following:

- Summarize efforts undertaken or contemplated by Applicant to ascertain and address the needs of the community(ies) to be served, including community outreach activities, as a result of the proposal.
- For the combining institutions, list any significant anticipated changes in services or products that will result from the consummation of the transaction.
- To the extent that any products or services would be offered in replacement of any products or services to be discontinued, indicate what these are and how they would assist in meeting the convenience and needs of the communities affected by the transaction.
- Discuss any enhancements in products or services expected to result from the transaction.

Applicant is active in community outreach in the communities it currently services and the Target's sole office is currently located within Applicant's existing CRA area. Following the consummation of the Company Merger and the Bank Merger, Applicant anticipates offering the full range of products and services offered by Applicant and the Target prior to the Bank Merger.

Prior to consummation of the Bank Merger, the products and services offered by the Target will be reviewed and compared to those offered by Applicant and customers will be mapped into the Applicant product or service that most closely matches what they currently have. Applicant will make every effort to minimize customer disruption and dissatisfaction. Customers will be appropriately notified of the change in terms and will be encouraged to contact Applicant for solutions that better suit their needs. Applicant will continue to strive to provide for the credit needs of all elements of the communities served by it, including the needs of low-

and moderate-income geographies and individuals, and will continue to be responsive to the needs of the customers and the communities it serves.

11. Describe how Applicant and Resultant Institution will assist in meeting the existing or anticipated needs of its community(ies) under the applicable criteria of the Community Reinvestment Act (CRA) and its implementing regulations, including the needs of low- and moderate-income geographies and individuals. This discussion would include, but not necessarily be limited to, a description of the following:

- The significant current and anticipated programs, products and activities, including lending, investments and services, as appropriate, of Applicant and the Resultant Institution.
- The anticipated CRA assessment areas of the Resultant Institution.
- If the Resultant Institution's CRA assessment area would not include any portion of the current assessment area of the target or Applicant, describe the excluded areas.
- The plans for administering the CRA program for the Resultant Institution following the transaction.
- For an applicant or target institution that has received a CRA composite rating of "needs to improve" or "substantial noncompliance" institution-wide or, where applicable, in a state or a multistate Metropolitan Statistical Area (MSA), or has received an evaluation of less than satisfactory performance in an MSA or in the non-MSA portion of a state in which Applicant is expanding as a result of the transaction, describe the specific actions, if any, that have been taken to address the deficiencies in the institution's CRA performance record since the rating.

FBC and Applicant have expended substantial efforts in developing CRA and fair lending programs to ensure that they are meeting the existing or anticipated needs of all communities that they serve, including the needs of low- and moderate-income and high-minority geographies and individuals.

Upon consummation of the Bank Merger, Applicant intends to operate the main office and branch offices of Applicant as full-service branches and offer customers of Applicant and Target the entire range of products and services currently available to all other customers of Applicant. The sole office of the Target will be maintained as a branch office of the Continuing Bank, initially only providing wealth management and commercial loan services. Applicant strives to provide for the credit needs of all elements of the communities it serves, including the needs of low- and moderate-income groups and individuals. Applicant will continue to utilize its current products, programs and procedures to meet its obligations under the CRA following consummation of the Bank Merger.

The CRA program for the resultant institution will be administered by the VP/CRA Officer and Community Development Officer of the resultant institution. As has been the practice of Applicant in other mergers, the needs of the assessment areas will be represented by a CRA Market Committee comprised of bank staff and, in some cases, a representative from the local community

Applicant currently has an “Satisfactory” CRA performance rating.

12. The Dodd-Frank Wall Street Reform and Consumer Protection Act requires regulators to consider the risk to the stability of the United States banking and financial systems when reviewing a merger transaction between financial institutions. Discuss any effect(s) that the proposed transaction may have on the stability of the United States banking and financial systems.

Please refer to Exhibit F for the requested information.

13. The Riegle-Neal Interstate Banking and Branching Efficiency Act of 1994 (12 USC Section 1831u) (R-N) imposes additional considerations for certain interstate mergers between insured banks. Savings associations are not subject to R-N. If subject to these provisions, please provide the following information:
- Identify any host states involved with this transaction that require the target to be in operation for a minimum number of years and discuss compliance with the R-N age requirement (12 USC Section 1831u(a)(5)).
 - Indicate that Applicant has complied or will comply with the applicable filing requirements of any host state(s) that will result from the transaction and the applicant has sent a copy of the merger application to the state bank supervisor of the resultant host state(s).
 - Indicate applicability of R-N nationwide and statewide deposit concentration limits to the transaction. If applicable, discuss compliance.
 - Indicate applicability of state-imposed deposit caps, if any. If applicable, discuss compliance.
 - Address whether:
 - Each bank involved in the transaction is adequately capitalized on the date of filing.
 - The Resultant Institution will be well capitalized and well managed upon consummation of the transaction.
 - Discuss compliance with the CRA requirement of R-N.

- Discuss permissibility of retention of the target's main office and branches.
- Discuss any other restrictions that the host states seek to apply (including state antitrust restrictions).

Not applicable. The Bank Merger is not a merger of two insured banks.

14. List all offices that (a) will be established or retained as branches, including the main office, of the Target Institution, (b) are approved but unopened branch(es) of the Target Institution, including the date the current federal and state agencies granted approval(s), and (c) are existing branches that will be closed as a result of the proposal (to the extent the information is available) and indicate the effect on the branch customers served. For each branch, list the popular name, street address, city, county, state, and ZIP code, specifying any that are in low- and moderate-income geographies.¹

Upon consummation of the Bank Merger, the main office of the Applicant will remain as the main office of the Continuing Bank. In addition, the Continuing Bank will retain as branch offices the existing branch offices of the Applicant. In addition, the sole office of the Target will be maintained as a branch office, initially only providing wealth management and commercial loan services. The existing offices of the Applicant and the Target are listed on Exhibit G.

15. As a result of this transaction, if the Applicant will be or will become affiliated with a company engaged in insurance activities that is subject to supervision by a state insurance regulator, provide:

- a. The name of company.

Not applicable

- b. A description of the insurance activity that the company is engaged in and has plans to conduct.

Not applicable.

- c. A list of each state and the lines of business in that state in which the company holds, or will hold, an insurance license. Indicate the state where the company holds a resident license or charter, as applicable.

Not applicable.

¹ Please designate branch consolidations as those terms are used in the Joint Policy Statement on Branch Closings, 64 FR 34844 (June 29, 1999).

If a nonaffiliate transaction, the Applicant also must reply to items 16 through 18.

16. Discuss the effects of the proposed transaction on existing competition in the relevant geographic market(s) where Applicant and Target Institution operate. Applicant should contact the appropriate regulatory agency for specific instructions to complete the competitive analysis.

At the time of the Bank Merger, Applicant will be the sole shareholder of the Target. Please refer to Question 19 below for additional information.

17. If the proposed transaction involves a branch sale or any other divestiture of all or any portion of the bank, savings association or nonbank company (in the case of a merger under 12 USC 1828(c)(1)) to mitigate competitive effects, discuss the timing, purchaser, and other specific information.

Not applicable.

18. Describe any management interlocking relationships (12 USC 3201-3208) that currently exist or would exist following consummation. Include a discussion of the permissibility of the interlock with regard to relevant laws and regulations.

There are no existing or potential management interlocking relationships involved in the Bank Merger.

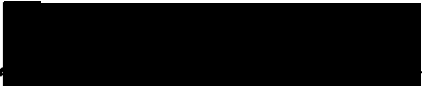
CERTIFICATION

We hereby certify that our board of directors, by resolution, has authorized the filing of this application, and that to the best of our knowledge, it contains no misrepresentations or omissions of material facts. In addition, we agree to notify the agency if the facts described in the filing materially change prior to receiving a decision or prior to consummation. Any misrepresentation or omission of a material fact constitutes fraud in the inducement and may subject us to legal sanctions provided by 18 USC 1001 and 1007.

We acknowledge that approval of this application is in the discretion of the responsible banking agency. Actions or communications, whether oral, written, or electronic, by an agency or its employees in connection with this filing, including approval of the application if granted, do not constitute a contract, either express or implied, or any other obligation binding upon the agency, other federal banking agencies, the United States, any other agency or entity of the United States, or any officer or employee of the United States. Such actions or communications will not affect the ability of any federal banking agency to exercise its supervisory, regulatory, or examination powers under applicable law and regulations. We further acknowledge that the foregoing may not be waived or modified by any employee or agent of a federal banking agency or of the United States.

Signed this 19th day of June, 2019.

Busey Bank
(Applicant)

By 
(Signature of Authorized Officer)²
Robin N. Elliott

(Typed Name)
President and Chief Executive Officer

(Title)

Investors' Security Trust Company
(Target)

By _____
(Signature of Authorized Officer)

(Typed Name)

(Title)

² In multiple-step combinations, applicants should ensure that authorized officers of the combining institutions sign.

CERTIFICATION

We hereby certify that our board of directors, by resolution, has authorized the filing of this application, and that to the best of our knowledge, it contains no misrepresentations or omissions of material facts. In addition, we agree to notify the agency if the facts described in the filing materially change prior to receiving a decision or prior to consummation. Any misrepresentation or omission of a material fact constitutes fraud in the inducement and may subject us to legal sanctions provided by 18 USC 1001 and 1007.

We acknowledge that approval of this application is in the discretion of the responsible banking agency. Actions or communications, whether oral, written, or electronic, by an agency or its employees in connection with this filing, including approval of the application if granted, do not constitute a contract, either express or implied, or any other obligation binding upon the agency, other federal banking agencies, the United States, any other agency or entity of the United States, or any officer or employee of the United States. Such actions or communications will not affect the ability of any federal banking agency to exercise its supervisory, regulatory, or examination powers under applicable law and regulations. We further acknowledge that the foregoing may not be waived or modified by any employee or agent of a federal banking agency or of the United States.

Signed this 19th day of June, 2019.

Busey Bank

(Applicant)

By _____
(Signature of Authorized Officer)²

(Typed Name)

Investors' Security Trust Company

(Target)

B 

Charles K. Idelson

(Typed Name)

President and CEO

(Title)

² In multiple-step combinations, applicants should ensure that authorized officers of the combining institutions sign.

FEDERAL DEPOSIT INSURANCE CORPORATION
SUPPLEMENT TO INTERAGENCY BANK MERGER ACT APPLICATION

All FDIC Applicants should provide the following supplemental information with their applications:

19. This section supplements question 16 of the Interagency Bank Merger Act Application for transactions between nonaffiliated parties. Additional guidance relating to the FDIC's consideration of the competitive factors in a proposed merger transaction is contained in the FDIC's Rules and Regulations (12 CFR 303 Subpart D) and Statement of Policy on Bank Merger Transactions, which may be found at <http://www.fdic.gov/regulations/laws/rules/index.html>.

I. Delineation of the relevant geographic market(s).

The relevant geographic market includes the areas in which the offices to be acquired are located and from which those offices derive the predominant portion of their loans, deposits, or other business. The relevant geographic market also includes the areas where existing and potential customers impacted by the proposed merger may practically turn for alternative sources of banking services.

- (a) Prepare schedules for the Applicant and Target Institution showing the total number of accounts and total dollar volume of deposits³ for each municipality or census tract, where applicable, according to the recorded address of the depositor (do not submit supporting data). Small amounts may be aggregated and identified as "other." *If the Applicant is a multi-office institution, Applicant deposit information should be provided only for those offices within or proximate to the area(s) described below under paragraph (b).*
- (b) Identify those areas where existing and potential customers of the offices to be acquired may practically turn for alternative sources of banking services. If consideration of the availability of such alternative banking services results in a market area considerably different from that indicated by the sources of deposits, discuss and provide necessary supporting information.
- (c) Using the information collected in paragraphs (a) and (b), provide a narrative description of the delineated relevant geographic market(s).
- (d) Provide any additional information necessary to support the delineated relevant geographic market(s). Supporting information may include relevant demographic

³ In most cases, total deposits will serve as an adequate proxy for the overall share of banking business in the relevant geographic market area; however, other analytical proxies may be appropriate in certain cases (for example, a merger transaction involving trust companies).

information, locations of major employers, retail trade statistics, and/or information on traffic patterns. *Applicants should consult with the applicable FDIC Regional Office in determining whether additional information is necessary.*

Applicant and the Target both compete in the Fort Myers Area, Florida banking market, as defined by the Federal Reserve Bank of St. Louis using the CASSIDI website at www.cassidi.stlouisfed.org. The Bank Merger will not, upon consummation, cause two or more banking organizations controlled by FBC to control over 35 percent of total deposits in the relevant banking market, or cause an increase of at least 200 points in the Herfindahl-Hirschman Index in a highly concentrated market. Applicant holds less than 1% of the market share of the relevant banking market. Management of Applicant and the Target do not believe that there will be any discernible impact on existing competition in any of the relevant geographic markets.

II. Competition in the relevant geographic market(s).

- (a) Prepare a schedule of participating and competing banking institutions' offices, divided into three sections:
 - (i) Applicant's offices within or proximate to the relevant geographic market(s);
 - (ii) Target Institution's offices within or proximate to the relevant geographic market(s); and
 - (iii) Competitor banking offices located or competing within the delineated relevant geographic market(s).

To the extent known, also include banking offices approved but not yet open. The following presentation format is suggested:

Name and Location of Banking Office	Total Deposits	Distance and Direction From Nearest Office	
		Applicant Institution	Target Institution

- (b) For each office listed in paragraph (a), provide the street address; total deposits as reported in the most recent FDIC Summary of Deposits Data Book (www2.fdic.gov/sod/index.asp); and distance and general direction from the nearest office of Applicant and Target Institution. In cases where the delineated relevant geographic market includes a significant portion of a larger metropolitan area, provide only a listing of financial institutions and the aggregate total deposits of all offices operated by each within the delineated relevant geographic market(s).

- (c) Discuss the extent and intensity of competition in the delineated relevant geographic market(s) provided by nonbank institutions, such as other depository institutions (for example, credit unions) and non-depository institutions (for example, finance companies or government agencies). For those institutions regarded as competing in the delineated relevant geographic market(s), provide name, address, and services supplied.

Applicant and the Target both compete in the Fort Myers Area, Florida banking market, as defined by the Federal Reserve Bank of St. Louis using the CASSIDI website at www.cassidi.stlouisfed.org. The Bank Merger will not, upon consummation, cause two or more banking organizations controlled by FBC to control over 35 percent of total deposits in the relevant banking market, or cause an increase of at least 200 points in the Herfindahl-Hirschman Index in a highly concentrated market. Applicant holds less than 1% of the market share of the relevant banking market. Management of Applicant and the Target do not believe that there will be any discernible impact on existing competition in any of the relevant geographic markets.

INDEX OF EXHIBITS

<u>Name of Document</u>	<u>Exhibit</u>
Agreement and Plan of Merger, dated May 9, 2019, by and among Busey Bank, Investors' Merger Company, LLC and Investors' Security Trust Company	A*
Bank Merger Agreement, dated June 11, 2019, by and between Busey Bank and Investors' Security Trust Company	B
Resolutions of the Boards of Directors and Sole Shareholders approving the Bank Merger and the Bank Merger Agreement	C
Pro Forma Financial Information	D*
List of Senior Executive Officers and Directors of the Continuing Bank	E*
Discussion regarding the Dodd-Frank Wall Street Reform and Consumer Protection Act	F
List of Offices of the Continuing Bank	G

*All of a portion of which is in the Confidential Supplement to the Application.

EXHIBIT A

COMPANY MERGER AGREEMENT

See Confidential Supplement

EXHIBIT B

MERGER AGREEMENT

BANK MERGER AGREEMENT

THIS BANK MERGER AGREEMENT (this “**Agreement**”) is made as of June 11, 2019, between **BUSEY BANK**, an Illinois chartered non-member bank headquartered in Champaign, Illinois (“**Busey**,” or where appropriate, the “**Continuing Bank**”), and **INVESTORS’ MERGER COMPANY, LLC**, an Illinois limited liability company in formation being organized as a wholly-owned subsidiary of Busey Bank (“**Merger Sub**”).

RECITALS

A. As of March 31, 2019, Busey had capital stock outstanding of \$8,741,460, divided into 874,146 shares of issued and outstanding common stock, \$10.00 par value per share, surplus of approximately \$1.015 billion, retained earnings of approximately \$98.3 million and accumulated other comprehensive income (loss) of approximately \$(1.5 million).

B. As of June 11, 2019, the date of its formation, Merger Sub had capital consisting of \$500, divided into 100 issued and outstanding membership units, \$1.00 stated value per unit, and surplus of approximately \$400.

C. Pursuant to that certain Agreement and Plan of Merger (the “**Company Agreement**”), dated as of May 7, 2019, by and between Busey, Merger Sub and Investors’ Security Trust Company, a Florida corporation with its main office located in Fort Myers, Florida (the “**Target**”), the Target will be merged with and into Merger Sub (the “**Company Merger**”).

D. Following the effectiveness of the Company Merger, Merger Sub is to be merged with and into Busey, with Busey as the surviving bank (the “**Bank Merger**”).

E. Upon the consummation of the Bank Merger, the Continuing Bank will have capital stock outstanding of \$8,741,460, divided into 874,146 shares of issued and outstanding common stock, \$10.00 par value per share, and the assets, liabilities, surplus and retained earnings set forth on the pro forma financial statement attached as **SCHEDULE A**.

F. The board of directors and the sole shareholder of Busey and the sole member of Merger Sub, respectively, have approved this Agreement and authorized its execution.

AGREEMENTS

IN CONSIDERATION OF THE FOREGOING PREMISES, and the mutual covenants herein contained and for the purpose of prescribing the terms and conditions of the Bank Merger, the manner of carrying the same into effect, the treatment of Merger Sub’s membership units and such other details and provisions as are deemed necessary or desirable, the parties hereby agree as follows:

Article 1

GENERAL

Section 1.1 The Bank Merger. Pursuant to the terms and conditions of this Agreement and the provisions of Section 18(c) of the Federal Deposit Insurance Act (12 U.S.C. §1828(c)), and Section 5/22 of Chapter 205 of the Illinois Compiled Statutes, Merger Sub shall be merged into, and under the charter of, Busey, and Busey shall be the Continuing Bank.

Section 1.2 Effective Time. The Bank Merger shall become effective at such time upon satisfaction of all requirements of law and the terms and conditions specified in this Agreement, including, among other conditions, receipt of the approval of the Federal Deposit Insurance Corporation (the “**FDIC**”) and the DFPR and, if appropriate, approvals of other bank regulatory agencies. The time of such effectiveness is referred to in this Agreement as the “**Effective Time.**”

Section 1.3 Name, Offices, Charter and Bylaws of the Continuing Bank.

(a) The name of the Continuing Bank shall be “**Busey Bank**” as a result of the Bank Merger;

(b) The principal office and place of business of Busey at 100 West University Avenue, Champaign, Illinois 61820, shall be the established and authorized principal office and place of business of the Continuing Bank. The branch offices of Busey shall be operated as branches of the Continuing Bank; and

(c) The charter and bylaws, respectively, of Busey as in effect immediately prior to the Effective Time shall be the charter and bylaws of the Continuing Bank from and after the Effective Time, until amended in accordance with applicable law.

Section 1.4 Board of Directors. The Board of Directors of the Continuing Bank shall consist of those persons as set forth in **EXHIBIT A** attached hereto. Each director shall hold office from and after the time of his or her qualification as a director of the Continuing Bank and until his or her successor is elected and has qualified.

Section 1.5 Senior Executive Officers. The senior executive officers of the Continuing Bank shall consist of those persons as set forth in **EXHIBIT B** attached hereto, each to hold office in accordance with the bylaws of the Continuing Bank as in effect at and after the Effective Time.

Article 2

**TREATMENT OF COMMON STOCK AND MEMBERSHIP UNITS
AND CAPITALIZATION OF THE CONTINUING BANK**

Section 2.1 Treatment of Common Stock. As of the Effective Time:

(a) Each of the 100 membership units of Merger Sub, outstanding immediately prior to the Effective Time shall, by virtue of the Bank Merger and without any action on the part of the holder thereof, be canceled as of the Effective Time.

(b) Each of the 874,146 shares of Busey common stock, par value \$10.00 per share, outstanding immediately prior to the Effective Time shall remain outstanding and shall not be changed or affected in any way by the Bank Merger. After the Effective Time, each certificate representing such shares shall remain outstanding and shall represent the same number of shares of common stock of the Continuing Bank as it represented of Busey immediately prior to the Effective Time.

Section 2.2 Capitalization of the Continuing Bank. At the Effective Time, the Continuing Bank will have capital stock of \$8,741,460, divided into 874,146 shares of common stock, par value of \$10.00 per share. As of March 31, 2019, the capital accounts of the Continuing Bank, would have been as set forth on the pro forma financial statement attached as **SCHEDULE A.**

Article 3

EFFECT OF THE BANK MERGER UPON MERGER SUB AND BUSEY

Section 3.1 General. Except as specifically set forth herein, at the Effective Time, the identity, existence, purposes, powers, objects, franchises, privileges, rights and immunities of Busey shall continue unaffected and unimpaired by the Bank Merger and the corporate franchise, existence and rights of Merger Sub shall be merged with and into the Continuing Bank. The separate existence and corporate organization of Merger Sub and Busey, except insofar as either may be continued by statute, shall cease at the Effective Time. The Continuing Bank shall at and after the Effective Time possess all of the rights, privileges, immunities, powers and franchises, including appointments, designations and nominations, and all other rights and interests as trustee, executor, administrator, registrar or transfer agent of stocks and bonds, guardian, conservator, assignee, receiver, and in every other fiduciary capacity, in the same manner and to the same extent as was held or enjoyed by Merger Sub and Busey at the Effective Time.

Section 3.2 Properties of the Continuing Bank. At the Effective Time, all property, real, personal and mixed, and all debts due on whatever account and all other choses in action and all and every other interest, of or belonging to, or due to, Merger Sub and Busey, shall be taken and deemed to be transferred to and vested in the Continuing Bank without further act or deed, and the title to all real estate, or any interest therein, under the laws of Illinois or of any other state or of the United States, vested in Merger Sub and Busey shall vest in the Continuing Bank and shall not revert or be in any way impaired by reason of the Bank Merger. Merger Sub and Busey shall execute all such instruments of transfer, if any, as shall be necessary under the laws of the State of Illinois or of any other state or of the United States to vest all the right, title and interest of Merger Sub and Busey in and to its assets in the Continuing Bank.

Section 3.3 Liabilities of the Continuing Bank. The Continuing Bank at and after the Effective Time shall be responsible and liable for and assume all of the liabilities, deposits, contracts and obligations of Merger Sub and Busey in the same manner and to the same extent as if the Continuing Bank had itself incurred the same or contracted therefor, and any claim existing or action or proceeding pending by or against Merger Sub and Busey may be prosecuted to judgment as if the Bank Merger had not taken place, or the Continuing Bank may be substituted in place of Merger Sub and Busey. Neither the rights of creditors nor any liens upon the property of Merger Sub and Busey shall be impaired by reason of the Bank Merger, but such liens shall be limited to the property upon which they were liens immediately prior to the Effective Time.

Article 4

CONDITIONS

Section 4.1 Conditions to Consummation. This Agreement is subject to, and consummation of the Bank Merger herein provided for, is conditioned upon the fulfillment prior to the Effective Time of each of the following conditions:

- (a) approval of this Agreement by the affirmative vote of all the holders of the outstanding shares of common stock of Busey and the sole member of Merger Sub;
- (b) consummation of the transactions contemplated by the Company Agreement, including without limitation, the Company Merger; and
- (c) procurement of all other actions, consents, approvals or rulings, governmental or otherwise, and satisfaction of all other requirements of law (including, without limitation, the approval of the FDIC and the DFPR) which are, or in the opinion of counsel for Busey or Merger Sub may be, necessary

to permit or enable the Continuing Bank, upon and after the Bank Merger, to conduct all or any part of the business and activities of Busey or Merger Sub in the manner in which such business and activities were conducted by each of them prior to the Bank Merger.

Article 5

TERMINATION

Notwithstanding anything herein to the contrary, this Agreement may be terminated by agreement of the parties and shall automatically terminate, without any action by either party hereto, immediately upon the termination of the Company Agreement.

Article 6

MISCELLANEOUS

Section 6.1 **Expenses.** Whether or not the Bank Merger is approved, the parties to this Agreement shall pay expenses incurred by each of them, respectively, in connection with the transactions contemplated herein, and each of the parties shall pay their proportionate share of all examination expenses as may be incurred by the DFPR in connection with the Bank Merger.

Section 6.2 **Counterparts; Captions.** This Agreement may be executed simultaneously in any number of counterparts, each of which shall be deemed an original, but all of which shall constitute one and the same instrument. The title of this Agreement and the headings herein set out are for convenience of reference only and shall not be deemed a part of this Agreement.

Section 6.3 **Amendment.** At any time before or after approval and adoption hereof by the respective sole shareholder and sole member of Busey and Merger Sub, this Agreement may be amended by agreement between Busey and Merger Sub.

Section 6.4 **Governing Law.** This Agreement and the legal relations between the parties hereto shall be governed by and construed in accordance with the laws of the State of Illinois, except as otherwise required.

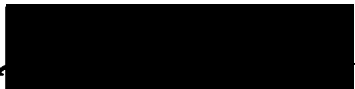
Section 6.5 **Dividends.** Except as may otherwise be provided in the Company Agreement, the parties shall continue to pay dividends in accordance with their current practices during the period between the date this Agreement is executed and the date of the consummation of the Bank Merger contemplated herein.

[SIGNATURE PAGE FOLLOWS]

IN WITNESS WHEREOF, Busey and Merger Sub have caused this Agreement to be executed in counterparts by their duly authorized officers as of the date first above written.

BUSEY BANK

By:



President and Chief Executive Officer

INVESTORS' MERGER COMPANY, LLC

By:



Robin N. Elliot
President

SCHEDULE A

PRO FORMA FINANCIAL STATEMENT

BUSEY BANK

(dollars in thousands)

	<u>March 31, 2019</u>
Total assets.....	\$ 9,534,729
Total liabilities.....	\$ 8,153,766
Equity capital	
Common stock	\$ 8,741
Surplus	1,268,752
Retained earnings.....	101,876
Other comprehensive income.....	<u>1,594</u>
Total equity capital	<u>\$ 1,380,963</u>

EXHIBIT A

BOARD OF DIRECTORS OF CONTINUING BANK

Samuel P. Banks
Van A. Dukeman
Robin N. Elliott
Patrick T. Fitzgerald
Kenneth M. Hendren
Thomas C. Hornstein
Karen M. Jensen
Gregory B. Lykins
David W. Tyrolt
Steven J. Wannemacher
Scott A. Wehrli

EXHIBIT B

SENIOR EXECUTIVE OFFICERS OF CONTINUING BANK

<u><i>NAME</i></u>	<u><i>TITLE</i></u>
Van A. Dukeman	Chairman of the Board
Robin N. Elliott	President and Chief Executive Officer
Curt A. Anderson	President, Busey Wealth Management
Stephen R. Greiff	Executive Vice President – Retail Banking & Home Mortgage
Barbara J. Harrington	Executive Vice President - Chief Risk Officer
Howard F. Mooney	Chief Information Officer – First Busey Corporation
Robert F. Plecki	Executive Vice President - Chief Credit Officer
John J. Powers	Executive Vice President - General Counsel
Amy L. Randolph	Chief of Staff & Executive Vice President, Pillar Relations
James E. Valet	Executive Vice President - Small Business Banking and Government Guaranteed Lending Manager

EXHIBIT C

**SHAREHOLDER AND BOARD OF DIRECTOR
RESOLUTIONS**

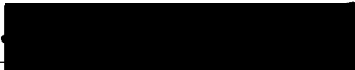
BUSEY BANK
CHAMPAIGN, ILLINOIS

CERTIFIED RESOLUTIONS OF THE BOARD OF DIRECTORS

I, Robin N. Elliott hereby certify that:

1. I am the duly elected and acting President and CEO of Busey Bank, an Illinois state bank with its main office located in Champaign, Illinois (the "**Bank**").
2. Attached as **Exhibit A** is a true and correct copy of resolutions adopted by the vote of a majority of the Board of Directors of the Bank at a duly called meeting held on May 23, 2019, at which a quorum was continuously present (the "**Board Resolutions**").
3. The Board Resolutions have not been rescinded or modified, they remain in full force and effect and they have been entered in the minute book of the Company.

IN WITNESS WHEREOF, I have executed this Certificate as of the 19 day of June, 2019.



Name: Robin N. Elliott
Title: President and Chief Executive Officer

BUSEY BANK

RESOLUTIONS OF THE BOARD OF DIRECTORS MARCH 28, 2019

1. AGREEMENT AND PLAN OF MERGER

WHEREAS, the Board of Directors (the “**Board**”) of Busey Bank (the “**Bank**”) has periodically reviewed the Bank’s strategic alternatives, including the evaluation of potential strategic transactions, such as an acquisition of another financial institution, and recently has been reviewing the potential acquisition of Investors’ Security Trust Company, a Florida corporation (“**ISTC**”) by the Bank;

WHEREAS, with the oversight of the Board, First Busey Corporation, a Nevada corporation and the sole shareholder of the Bank (the “**Company**”), and the advice of the Company’s financial advisor, Silver Lane Advisors (“**Silver Lane**”), and the Company’s outside legal counsel, Barack Ferrazzano Kirschbaum & Nagelberg LLP, management has conducted extensive due diligence and negotiated an agreement and plan of merger that provides for the acquisition of ISTC through a merger (the “**Merger**”) of ISTC with and into a newly formed entity and wholly-owned subsidiary of the Bank (“**Merger Sub**”), as provided in that certain agreement and plan of merger between the Bank, Merger Sub and ISTC (the “**Merger Agreement**”), in the form presented to the Board prior to this meeting;

WHEREAS, in connection with, and prior to entering into, the Merger Agreement, the Bank will need to form Merger Sub;

WHEREAS, the Board has had the opportunity to review the Merger Agreement and discuss it among themselves and with the officers of the Bank; and

WHEREAS, the Board has determined that the Merger Agreement, the Merger and the formation of Merger Sub are advisable and in the best interests of the Bank and the Company, its sole shareholder;

NOW, THEREFORE, BE IT RESOLVED, that the Merger is hereby authorized and approved.

FURTHER RESOLVED, that the Merger Agreement and the transactions contemplated thereby are hereby authorized and approved, together with such modifications, alterations and amendments in such form as shall be deemed necessary or appropriate by the Chief Executive Officer, President or Chief Financial Officer or any officer designated by any of them (each, an “**Authorized Officer**”), any execution thereof as may be necessary to definitively evidence the necessity or appropriateness of such modification.

FURTHER RESOLVED, that the Authorized Officers of the Bank are hereby authorized, empowered and directed, for and in the name and on behalf of the Bank, to execute and deliver, or cause Merger Sub, as Merger Sub’s sole shareholder, to execute and deliver, the Merger Agreement and to do and perform all such other acts and to execute and deliver all such other

agreements, instruments and documents on behalf of the Bank as may be necessary or deemed by them appropriate to comply with, or to evidence compliance with, the terms, conditions or provisions of the Merger Agreement.

FURTHER RESOLVED, that any Authorized Officer is hereby authorized, empowered and directed, for and in the name and on behalf of the Bank, to prepare, execute and deliver any and all documents required to be filed with the Federal Deposit Insurance Corporation, the Illinois Department of Financial and Professional Regulation, the Florida Office of Financial Regulation and any other appropriate federal or state regulatory or governmental agencies with respect to the Merger and to do any and all such deeds and acts deemed necessary by such officers to be appropriate therefor.

FURTHER RESOLVED, that the law firm of Barack Ferrazzano Kirschbaum & Nagelberg LLP is hereby appointed as agent to represent and appear for the Bank before all regulatory authorities in connection with the above-described regulatory applications, and to receive all correspondence and documents in respect thereto and any other filings.

2. MISCELLANEOUS

RESOLVED, that all acts done, whether heretofore or hereafter performed or done, by any of the proper officers of the Bank that are in conformity with the intent and purposes of these resolutions shall be and the same are hereby, in all respects, ratified, confirmed and approved.

BUSEY BANK

CHAMPAIGN, ILLINOIS

CERTIFIED RESOLUTIONS OF THE SOLE SHAREHOLDER

I, Robin N. Elliott, hereby certify that:

1. I am the duly elected and acting President and CEO of Busey Bank, an Illinois chartered, non-member bank with its main office located in Champaign, Illinois (the "**Bank**").
2. Attached as **Exhibit A** is a true and correct copy of resolutions adopted by written consent of the sole shareholder of the Bank dated May 22, 2019 (the "**Resolutions**").
3. The Resolutions have not been rescinded or modified, they remain in full force and effect and they have been entered in the minute book of the Bank.

IN WITNESS WHEREOF, I have executed this Certificate as of the 19 day of June, 2019.



Name: Robin N. Elliott
Title: President and Chief Executive Officer

1. APPROVAL OF MERGER AGREEMENT

WHEREAS, on May 7, 2019, Busey Bank entered into an Agreement and Plan of Merger (the “**Company Agreement**”), by and between Busey Bank, Investors’ Merger Company, LLC, a limited liability company being formed by Busey Bank (“**Merger Sub**”), and Investors’ Security Trust Company, a Florida corporation with its main office located in Fort Myers, Florida (the “**Target**”) which provides for the merger of the Target with and into Merger Sub (the “**Company Merger**”);

WHEREAS, the board of directors (the “**Board**”) of Busey Bank contemplates that, immediately following the Company Merger, Merger Sub will merge with and into Busey Bank (the “**Bank Merger**”), pursuant to the terms of a Bank Merger Agreement by and between Busey Bank and Merger Sub in the form attached hereto as **Exhibit A** (the “**Merger Agreement**”);

WHEREAS, the Board has approved the Merger Agreement and the Bank Merger;

NOW, THEREFORE, BE IT RESOLVED, that the Bank Merger is hereby authorized and approved.

FURTHER RESOLVED, that the Merger Agreement between Busey Bank and Merger Sub is hereby authorized and approved, together with such modifications, alterations and amendments in such form as shall be deemed necessary or appropriate by Busey Bank’s Chief Executive Officer, Chief Financial Officer or other proper officer, the execution thereof to definitively evidence the necessity or appropriateness of such modification

2. MISCELLANEOUS

FURTHER RESOLVED, that all acts done, whether heretofore or hereafter performed or done, by any of the proper officers of Busey Bank that are in conformity with the intent and purposes of these resolutions shall be and the same are hereby, in all respects, ratified, confirmed and approved.

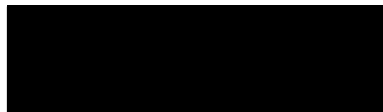
INVESTORS' MERGER COMPANY, LLC
CHAMPAIGN, ILLINOIS

CERTIFIED RESOLUTIONS OF THE SOLE MEMBER

I, Robin N. Elliott, hereby certify that:

1. I am the duly elected and acting President of Investors' Merger Company, LLC, an Illinois limited liability company (the "**Company**").
2. Attached as **Exhibit A** is a true and correct copy of resolutions adopted by written consent of the sole member of the Company on June 11, 2019 (the "**Resolutions**").
3. The Resolutions have not been rescinded or modified, they remain in full force and effect and they have been entered in the minute book of the Company.

IN WITNESS WHEREOF, I have executed this Certificate as of the 19th day of June, 2019.



Name: Robin N. Elliott

Title: President

APPROVAL OF BANK MERGER

WHEREAS, on May 7, 2019, the Sole Member entered into an Agreement and Plan of Merger (the “**Company Agreement**”), by and between the Sole Member, the Company and Investors’ Security Trust Company, a Florida corporation with its main office located in Fort Myers, Florida (the “**Target**”) which provides for the merger of the Target with and into the Company (the “**Company Merger**”);

WHEREAS, the board of directors (the “**Board**”) of the Sole Member contemplates that, immediately following the Company Merger, the Company will merge with and into the Sole Member (the “**Bank Merger**”), pursuant to the terms of a Bank Merger Agreement by and between the Sole Member and the Company in the form attached hereto as **Exhibit B** (the “**Merger Agreement**”); and

WHEREAS, the Board believes it to be in the best interests of the Sole Member and the Company to enter into the Merger Agreement and consummate the Bank Merger.

NOW, THEREFORE, BE IT RESOLVED, that the Merger Agreement, in the form presented to the Company, and the transactions contemplated thereby are authorized and approved, together with such modifications, alterations and amendments in such form as shall be deemed necessary or appropriate by the Sole Member, the execution thereof to definitively evidence the necessity or appropriateness of such modification.

FURTHER RESOLVED, that any Authorized Officer is authorized, empowered and directed, for and in the name and on behalf of the Company, to execute the Merger Agreement, in the form or substantially in the form presented to such Authorized Officer and the Sole Member, together with such modifications, alterations and amendments in such form as shall be deemed necessary or appropriate by such Authorized Officer, after consultation with counsel to the Company, and to do and perform all such other acts and to execute and deliver all such other agreements, instruments and documents on behalf of the Company as may be necessary or deemed appropriate to comply with or to evidence compliance with, the terms, conditions or provisions of the Merger Agreement in order to consummate the Bank Merger and all acts done (whether heretofore or hereafter performed) by such Authorized Officer that are in conformity with the intent and purposes of these resolutions, are, in all respects, ratified, confirmed and approved.

MISCELLANEOUS

RESOLVED, that the Authorized Officers, be, and they hereby are, authorized, directed and empowered to execute, on behalf of the Company, any instruments or documents and to take any and all actions, which such Authorized Officer deems to be necessary or desirable to effectuate the foregoing resolutions.

FURTHER RESOLVED, that all of the actions taken by the Authorized Officers on behalf of the Company regarding the above-mentioned recitals and resolutions are hereby approved, ratified and confirmed in all respects.

INVESTORS' SECURITY TRUST COMPANY
RESOLUTIONS OF THE BOARD OF DIRECTORS

MAY 1, 2019

WHEREAS, the Board of Directors of the Investors' Security Trust Company (the "Company") has reviewed and discussed the terms and conditions of a proposed Agreement and Plan of Merger (including the annexes, schedules and exhibits thereto, collectively, the "Agreement") by and between the Company, Buscy Bank, and Investors' Merger Company, LLC ("Merger Sub") providing for, among other things, the merger of the Company with and into Merger Sub (the "Merger");

WHEREAS, after giving due consideration to certain information, including, without limitation, the terms and conditions of the Agreement, the agreements to be entered into as contemplated by the Agreement, and certain business, financial, legal and market factors, the Board of Directors has determined that the Agreement and the transactions contemplated thereby, including the Merger, taken together, are advisable and fair to and in the best interests of the Company and the Company shareholders; and

WHEREAS, it is desirable that the President and Chief Executive Officer and the other executive officers of the Company (the "Authorized Officers") be authorized and empowered to take action on behalf of the Company to facilitate the orderly consummation of the transactions contemplated by the Agreement, including the Merger.

NOW, THEREFORE, BE IT RESOLVED, that the Board of Directors hereby authorizes, adopts and approves, as applicable, the Agreement, the Merger, and the other transactions contemplated thereby and the Board of Directors hereby approves the execution, delivery, and performance of the Agreement, the consummation of the Merger and the consummation of the transactions contemplated by the foregoing;

BE IT FURTHER RESOLVED, that the President and Chief Executive Officer and the other Authorized Officers be, and each hereby is, authorized, empowered and directed, in the name and on behalf of the Company, to execute and deliver the Agreement (in substantially the form approved at this meeting with such changes, alterations or amendments thereto as any Authorized Officer shall approve, the execution thereof by such officer or officers with any such changes, alterations or amendments to constitute conclusive evidence of such approval);

BE IT FURTHER RESOLVED, that the Authorized Officers be, and each of them acting alone hereby is, authorized, empowered and directed, in the name and on behalf of the Company, to execute and deliver any and all applications, notices, certificates, requests for approval or consents and any and all other undertakings which may be required or deemed advisable for approval of the Agreement and the transactions contemplated thereby, including the Merger, by all regulatory authorities;

BE IT FURTHER RESOLVED, that upon execution of the Agreement, the Authorized Officers be, and each of them acting alone hereby is, authorized, empowered and directed to submit the Agreement and the transactions contemplated thereby, including the Merger, for consideration and approval by the shareholders of the Company in accordance with all applicable laws and regulations and the Company's Articles of Incorporation and Bylaws, at a meeting (the "Meeting") as therein provided;

BE IT FURTHER RESOLVED, that the Authorized Officers be, and each of them acting alone hereby is, authorized, empowered and directed to prepare a proxy statement (including exhibits) related to

the Meeting and any amendments or supplements to said proxy statement and any exhibits relating thereto, which shall solicit proxies on behalf of the Board of Directors of the Company from the holders of common stock of the Company entitled to vote at the Meeting in favor of the Agreement and the Merger; and such officers are further authorized and empowered to do any and all other acts and things in furtherance thereof and to execute and cause to be filed any and all other documents and statements, amendments or supplements thereto;

BE IT FURTHER RESOLVED, that the Board of Directors of the Company, subject to the exercise of its fiduciary duties and in accordance with the terms and conditions of the Agreement, recommends that the shareholders of the Company adopt and approve the Agreement and the transactions contemplated thereby, including the Merger, at the Meeting;

BE IT FURTHER RESOLVED, that the Merger and the transactions contemplated thereby shall be exempt from the provisions of Sections 607.0901 and 607.0902 of the Florida Act;

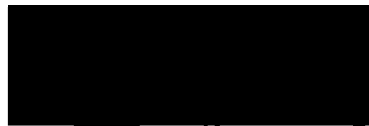
BE IT FURTHER RESOLVED, that all of the shares of the Company common stock, issued and outstanding on the date hereof, are duly and validly issued, fully paid and nonassessable under Florida law, and not issued in violation of any statutory preemptive rights of shareholders;

BE IT FURTHER RESOLVED, that each and every resolution which is advisable or required to be adopted to carry out the purpose and intent of the foregoing resolutions shall be deemed to be, and the same hereby is, adopted and approved as if fully rewritten herein, provided that a copy of such resolution is attached hereto; and

BE IT FURTHER RESOLVED, that the Authorized Officers and the other proper officers of the Company be, and each of them acting alone hereby is, authorized and empowered, in the name and on behalf of the Company, to make all such arrangements, to do and perform all such acts and things, and to make, execute, and deliver all such agreements, certificates and such other instruments and documents as they may deem necessary, advisable, or appropriate in order to fully effectuate or to carry out the purpose and intent of the foregoing resolutions and the transactions contemplated by the Agreement, including the Merger.

CERTIFICATION

The undersigned has hereby certified that he is the President and Chief Executive Officer of Investors' Security Trust Company (the "Company") and that the foregoing resolutions were duly adopted by in excess of a majority of the members of the Board of Directors of the Company on May 1, 2019, and said resolutions are in full force and effect as of the date hereof. I have signed this Certification as of May 1, 2019.



Charles K. Idelson
President and Chief Executive Officer

EXHIBIT D

PRO FORMA FINANCIAL INFORMATION

See Confidential Supplement

EXHIBIT E

**LIST OF SENIOR EXECUTIVE OFFICERS
AND DIRECTORS OF THE CONTINUING BANK**

Also See Confidential Supplement

EXHIBIT E

**LIST OF SENIOR EXECUTIVE OFFICERS
AND DIRECTORS OF THE CONTINUING BANK**

<i>Name; Address (city, state)</i>	<i>Position with Resultant Institution</i>	<i>Principal Occupation</i>
Samuel P. Banks Champaign, Illinois	Director	Chief Executive Officer, Don Moyer Boys & Girls Club
Van A. Dukeman Urbana, Illinois	Director, Chairman of the Board	Director, Busey Bank; Director, President and Chief Executive Officer, First Busey Corporation
Robin N. Elliott Champaign, Illinois	Director, President and Chief Executive Officer	Director, President and Chief Executive Officer, Busey Bank; Chief Financial Officer, First Busey Corporation
Patrick T. Fitzgerald Champaign, Illinois	Director	Attorney with Meyer Capel Law Offices
Kenneth M. Hendren Mahomet, Illinois	Director	Farmer, Hendren Farms
Thomas C. Hornstein Pekin, Illinois	Director	President and Chief Executive Officer, Excalibur Seasoning Co., Ltd.
Karen M. Jensen Peoria, Illinois	Director	President and Chief Executive Officer, Farnsworth Group, Inc.
Gregory B. Lykins Champaign, Illinois	Director	Director, Busey Bank; Chairman of the Board, First Busey Corporation
David W. Tyrolt Decatur, Illinois	Director	President and Chief Executive Officer, Dunn Company
Steven J. Wannemacher Bloomington, Illinois	Director	Vice Chairman of the Board, Heritage Enterprises, Inc.
Scott A. Wehrli Naperville, Illinois	Director	Principal, Secretary and Treasurer, Dukane Precast
Curt A. Anderson Champaign, Illinois	President, Busey Wealth Management	President, Busey Wealth Management
Stephen R. Greiff Naperville, Illinois	Executive Vice President, Mortgage Banking	Executive Vice President, Retail Banking and Home Mortgage
Barbara J. Harrington Champaign, Illinois	Executive Vice President, Chief Risk Officer	Executive Vice President, Chief Risk Officer
Howard F. Mooney Decatur, Illinois	President and Chief Executive Officer, FirsTech (Subsidiary of Busey Bank), Chief Information Officer	President Chief Executive Officer, FirsTech (Subsidiary of Busey Bank), Chief Information Officer
Robert F. Plecki Champaign, Illinois	Executive Vice President – Chief Credit Officer	Executive Vice President – Chief Credit Officer
John J. Powers Champaign, Illinois	Executive Vice President – General Counsel	Executive Vice President – General Counsel
Amy L. Randolph Mahomet, Illinois	Chief of Staff and Executive Vice President, Pillar Relations	Chief of Staff and Executive Vice President, Pillar Relations
James E. Valet Champaign, Illinois	Executive Vice President, Small Business and Government Guaranteed Lending Manager	Executive Vice President, Small Business and Government Guaranteed Lending Manager

EXHIBIT F

**DISCUSSION REGARDING THE
DODD-FRANK WALL STREET REFORM AND CONSUMER PROTECTION ACT**

**Discussion Regarding the
Dodd-Frank Wall Street Reform and Consumer Protection Act**

Pursuant to 12 U.S.C. § 1828(c)(5), as amended by section 604(f) of the Dodd–Frank Wall Street Reform and Consumer Protection Act (“**Dodd-Frank**”), the FDIC must consider the risk to the stability of the U.S. banking or financial system when reviewing transactions under the Bank Merger Act.

We understand that the FDIC generally looks to the following factors when applying this standard: (i) whether the proposed transaction would result in a material increase in risks to financial system stability due to an increase in size of the combining firms; (ii) whether the transaction would result in a reduction in the availability of substitute providers for the services offered by the combining firms; (iii) whether the transaction would materially increase the extent of the interconnectedness of the financial system; (iv) whether the transaction would materially increase the extent to which the combining firms contribute to the complexity of the financial system; (v) whether the transaction would materially increase the extent of cross-border activities of the combining firms; and (vi) the relative degree of difficulty of resolving the combined firm. The FDIC’s framework for analysis of the financial stability factor establishes a two-tiered system for filings. The first tier includes transactions that fall within a presumptive safe harbor, which includes transactions in which the resulting bank has *pro forma* assets of less than \$25 billion. Transactions falling within the safe harbor are presumed to have no impact on the stability of the U.S. banking or financial system.

To assist the FDIC in its consideration of the risk of the Bank Merger to the stability of the U.S. banking and financial systems, the specific questions to be addressed for the FDIC’s analysis, and Applicant’s responses, are set forth below.

a. Discuss whether the transaction will result in a material increase in risks to financial system stability due to an increase in size of the combining firms.

As of March 31, 2019, the Applicant and the Target had assets totaling approximately \$7.73 billion and \$4.9 million, respectively. After certain adjustments related to the Bank Merger and the previously approved merger of Applicant and The Bank of Edwardsville, Edwardsville, Illinois, *pro forma* total assets are estimated to be approximately \$9.5 billion. Accordingly, the Bank Merger satisfies the safe harbor established by the FDIC and the transaction should be presumed to have no impact on the stability of the U.S. banking or financial system.

In addition, on a combined basis, the Applicant and the Target currently do business in: (i) the Bloomington/Normal, Champaign/Urbana, Chicago, Decatur, Livingston, Peoria and Shelbyville banking markets in Illinois; (ii) the Fort Myers Area and Punta Gorda Area banking markets in Florida; (iii) the Indianapolis

banking market in Indiana; and (iv) the St. Louis banking market in Missouri, as identified by the CASSIDI website.⁴ The deposits of the Applicant at March 31, 2019, were approximately \$7.78 billion, while total commercial bank deposits in the United States at June 30, 2018, were approximately \$13,515 trillion, according to economic data from the FDIC.⁵ The Target has no deposits. Federal law establishes statutory limits of 10% of nationwide deposits on proposed combinations of banking institutions. Following the consummation of the Bank Merger, the combined entity's deposit share of nationwide deposits would remain *de minimis*, and far below the 10% limit.

- b. Discuss whether the proposed transaction will result in a reduction in the availability of substitute providers for the services offered by the combining firms.**

The Applicant offers traditional financial services to commercial and retail customers. These services are offered by other banks, thrifts and financial service providers in the same markets where the Applicant and the Target operate. The Target only offers services typically provided by a trust company. Accordingly, the Applicant does not believe that the Bank Merger will result in a reduction in the availability of substitute providers for such services.

- c. Discuss whether the combined entity will engage in any business activities or participate in markets in a manner that, in the event of financial distress of the combined entity would cause significant risks to other institutions.**

The Applicant and the Target do not currently, and the combined entity will not following the consummation of the Bank Merger, engage in any business activities or participate in markets in a manner that, in the event of financial distress of the combined entity, would cause significant risks to other institutions. This conclusion is supported by the relatively small amount of total deposits the Applicant and the Target possess compared to the entire United States market.

- d. Discuss whether the proposed transaction will materially increase the extent to which the combining firms contribute to the complexity of the financial system.**

The Applicant engages primarily in traditional banking activities and the Target engages in traditional trust company activities. These activities, on a standalone or on a combined basis, do not present unique or substantial complexities of the financial system.

⁴ www.cassidi.stlouisfed.org.

⁵ <https://research.fdic.gov/bankfind/>.

- e. **Discuss whether the proposed transaction will materially increase the extent of cross-border activities of the combining firms.**

The Applicant and the Target do not currently engage in any material cross-border activities and, therefore, the Bank Merger would not materially increase the extent of such activities.

- f. **Discuss whether the proposed transaction will increase the relative degree of difficulty of resolving the combined firm.**

The size, operations, activities and complexity of the Applicant and the Target on a standalone and combined basis will not be fundamentally different, and the Applicant's limited geographic expansion as a result of the Bank Merger should not materially affect the relative degree of difficulty of resolving the Applicant subsequent to the Bank Merger.

Based on the foregoing factors, the Applicant does not believe that the Bank Merger poses a material risk to the stability of the U.S. banking or financial system. Moreover, the Applicant does not believe that there are any other factors that could indicate that the Bank Merger poses such a risk.

EXHIBIT G

LIST OF EXISTING OFFICES

See Attached

Busey Bank
100 West University Avenue
Champaign, IL, 61820

As of June 6, 2019

FDIC Certificate Number:	Selected Criteria <u>16450</u>	Total Offices for 16450: Bank Charter Class:	Selection Results <u>70</u> Federal Reserve Non-member
--------------------------	--	--	---

[Summary of Deposits Worksheet](#)Primary Federal Regulator:

Federal Deposit Insurance Corporation

To download either the Total Offices for the selected criteria or all of the offices for the selected institution, select the corresponding number of the offices above.

[<< Previous] Page of 1 [Next >>]

County	Branch Uninum	Branch Number	Office Address	City	Zip Code	Service Type Codes	Date Established	Acquired Date
FLORIDA								
Charlotte County								
	41506	75	1490 Tamiami Trl	Port Charlotte	33948	<u>11</u>	1/1/1919	8/28/2009
	433231	74	2815 Tamiami Trail	Punta Gorda	33950	<u>11</u>	11/1/2004	8/28/2009
	Total for Charlotte County: 2 Office(s)							
Lee County								
	287721	77	2524 South Del Prado Boulevard	Cape Coral	33904	<u>11</u>	12/30/1997	8/28/2009
	590010	100	7980 Summerlin Lakes Drive	Fort Myers	33907	<u>13</u>	10/26/2016	
	60865	71	7980 Summerlin Lakes Drive	Fort Myers	33907	<u>11</u>	6/1/1998	8/28/2009
	Total for Lee County: 3 Office(s)							
Sarasota County								
	290759	72	14803 Tamiami Trail	North Port	34287	<u>11</u>	6/1/1999	8/28/2009
	Total for Sarasota County: 1 Office(s)							
	Total Offices in Florida:		6 Office(s)					
ILLINOIS								
Champaign County								
	224342	3	614 South Sixth Street	Champaign	61820	<u>11</u>	1/10/1977	1/1/1987
	364949	40	Busey.Com	Champaign	61820	<u>13</u>	3/31/1997	
	10617		100 West University Avenue	Champaign	61820	<u>11</u>	7/8/1946	
	201470	49	312 South Randolph Street	Champaign *	61820	<u>23</u>	9/3/1968	11/10/2007
	201471	50	2011 West Springfield Avenue	Champaign	61820	<u>11</u>	12/26/1978	11/10/2007
	201475	53	3002 West Windsor Road	Champaign	61821	<u>11</u>	5/30/1995	11/10/2007
	15357	4	909 West Kirby Street	Champaign	61821	<u>11</u>	9/15/1975	1/1/1987
	12271	11	312 East Main Street	Mahomet	61853	<u>11</u>	3/17/1961	11/16/1991
	238102	23	1231 East Grove Street	Rantoul	61866	<u>11</u>	3/13/1995	
	11511	6	104 North Main Street	St. Joseph	61873	<u>11</u>	1/4/1956	11/3/1989
	609	8	128 Holden Street	Tolono	61880	<u>11</u>	12/28/1920	11/16/1991
	470288	70	2710 South Philo Road	Urbana	61801	<u>11</u>	1/14/2008	
	469499	69	201 West Main Street	Urbana	61801	<u>11</u>	11/10/2007	
	Total for Champaign County: 13 Office(s)							
Dupage County								
	470027	105	7020 County Line Road	Burr Ridge	60527	<u>11</u>	4/13/2009	11/3/2017

6/13/2019

FDIC: Details and Financials - ID

536396	103	24 West Gartner Street, Suite 104	Naperville	60540	<u>11</u>	1/22/2013	11/3/2017
Total for Dupage County:		2 Office(s)					
Ford County							
42573	28	402 North Sangamon Avenue	Gibson City	60936	<u>11</u>	1/1/1905	12/16/1995
284415	29	140 West Center Street	Paxton	60957	<u>11</u>	1/1/1894	12/16/1995
Total for Ford County:		2 Office(s)					
Grundy County							
237571	107	2315 E. Division Street	Diamond	60416	<u>11</u>	6/21/1982	11/3/2017
10385	106	606 Depot Street	Mazon *	60444	<u>11</u>	8/31/1944	11/3/2017
Total for Grundy County:		2 Office(s)					
Livingston County							
42282	65	115 North Third Street	Fairbury	61739	<u>11</u>	1/1/1887	11/10/2007
Total for Livingston County:		1 Office(s)					
Macon County							
253803	61	2070 Mount Zion Road	Decatur	62521	<u>11</u>	7/26/1982	11/10/2007
590007	97	130 N Water St	Decatur	62523	<u>13</u>	10/26/2016	
2330	58	130 North Water Street	Decatur	62525	<u>11</u>	12/26/1873	11/10/2007
201675	59	2505 North Water Street	Decatur	62526	<u>11</u>	9/13/1977	11/10/2007
Total for Macon County:		4 Office(s)					
Mclean County							
269819	35	1111 South Veterans Parkway	Bloomington	61701	<u>11</u>	10/1/1994	11/9/2001
590008	98	2101 N Veterans Pkwy	Bloomington	61704	<u>13</u>	10/26/2016	
41262	63	2101 North Veterans Parkway	Bloomington	61704	<u>11</u>	1/1/1888	11/10/2007
6162	37	301 East Cedar Street	Le Roy	61752	<u>11</u>	1/26/1924	11/9/2001
464073	67	201 West College Avenue	Normal	61761	<u>11</u>	6/4/2007	11/10/2007
Total for Mclean County:		5 Office(s)					
Peoria County							
226321	114	1400-1406 West Garfield Avenue	Bartonville	61607	<u>11</u>	4/18/1988	3/16/2018
42247	115	917 North Fourth Street	Chillicothe	61523	<u>11</u>	1/1/1888	3/16/2018
357241	120	2119 Sw Adams	Peoria	61602	<u>29</u>	4/15/1998	3/16/2018
226325	118	414 1/2 Hamilton Boulevard	Peoria *	61602	<u>23</u>	5/19/1997	3/16/2018
7678	111	2119 S.W. Adams Street	Peoria	61602	<u>11</u>	1/2/1922	3/16/2018
226319	112	2421-2427 West Rohmann Avenue	Peoria	61604	<u>11</u>	8/26/1977	3/16/2018
489382	122	4520 North Sheridan Road	Peoria	61614	<u>11</u>	3/2/2009	3/16/2018
590009	99	6699 N Sheridan Rd	Peoria	61614	<u>13</u>	10/26/2016	
226322	116	4100 West Willow Knolls Road	Peoria	61615	<u>11</u>	3/6/1993	3/16/2018
226320	113	8919 North Knoxville Avenue	Peoria	61615	<u>11</u>	11/27/1984	3/16/2018
Total for Peoria County:		10 Office(s)					
Shelby County							
6446	55	200 West Main Street	Shelbyville	62565	<u>11</u>	1/1/1909	11/10/2007
Total for Shelby County:		1 Office(s)					
Tazewell County							
226327	119	118 Cole Street	East Peoria	61611	<u>11</u>	12/1/1998	3/16/2018
519099	123	3200 Veterans Drive	Pekin	61554	<u>11</u>	5/2/2011	3/16/2018
201812	83	33 South Fourth Street	Pekin	61554	<u>29</u>	12/2/1997	3/14/2015
2391	80	33 South 4th Street	Pekin	61554	<u>11</u>	1/1/1905	3/14/2015
469124	121	2 Saint Claire Court	Washington	61571	<u>11</u>	10/22/2007	3/16/2018
Total for Tazewell County:		5 Office(s)					

Will County

237572	108	130 Washington Street	Braidwood	60408	<u>11</u>	7/20/1998	11/3/2017
515971	102	25407 Bell Road	Channahon	60410	<u>11</u>	1/18/2011	11/3/2017
468264	104	13901 S. Bell Road	Homer Glen	60491	<u>11</u>	12/17/2008	11/3/2017
467493	101	2801 Black Road	Joliet	60435	<u>11</u>	11/3/2008	11/3/2017
586226	109	14150 S Route 30	Plainfield	60544	<u>11</u>	12/15/2016	11/3/2017

Total for Will County: 5 Office(s)

Total Offices in Illinois: 50 Office(s)

INDIANA**Hamilton County**

594577	110	11550 N. Meridian Street, Suite 100	Carmel	46032	<u>11</u>	8/14/2017	
--------	-----	--	--------	-------	-----------	-----------	--

Total for Hamilton County: 1 Office(s)

Total Offices in Indiana: 1 Office(s)

MISSOURI**Saint Louis (City) County**

478928	95	900 Olive Street	Saint Louis	63101	<u>11</u>	8/22/2007	11/4/2016
478316	92	#10 Maryland Plaza	Saint Louis	63108	<u>11</u>	3/31/2006	11/4/2016
44809	91	415 De Baliviere Ave	Saint Louis	63112	<u>11</u>	7/5/1979	11/4/2016
279730	85	3760 South Grand	St. Louis	63118	<u>11</u>	1/1/1922	11/4/2016

Total for Saint Louis (City) County: 4 Office(s)

St. Charles County

446160	87	1928 Zumbahl Road	Saint Charles	63303	<u>11</u>	2/1/2000	11/4/2016
446166	89	1700 O'fallon Rd.	Saint Charles	63304	<u>11</u>	5/28/2003	11/4/2016

Total for St. Charles County: 2 Office(s)

St. Louis County

521976	96	14446 Clayton Road	Ballwin	63011	<u>11</u>	6/18/2011	11/4/2016
446167	90	17701 Edison Avenue, Suite 100	Chesterfield	63005	<u>11</u>	8/29/2005	11/4/2016
478927	94	175 Carondelet Plz	Clayton	63105	<u>11</u>	10/22/2007	11/4/2016
446165	88	8008 North Lindbergh	Hazelwood	63042	<u>11</u>	10/1/1998	11/4/2016
478317	93	6510 Clayton Road	Richmond Heights	63117	<u>11</u>	1/5/2007	11/4/2016
279732	86	4226 Bayless Ave	Saint Louis	63123	<u>11</u>	1/1/1922	11/4/2016
43118	84	12300 Olive Boulevard	Saint Louis	63141	<u>11</u>	1/1/1922	11/4/2016

Total for St. Louis County: 7 Office(s)

Total Offices in Missouri:

*Branch will be closed at the close of business on September 6, 2019.

The Bank of Edwardsville330 West Vandalia Street
Edwardsville, IL, 62025

Note: The merger of the Bank of Edwardsville with and into Busey Bank is scheduled for October 4, 2019.

As of June 6, 2019

FDIC Certificate Number:	Selected Criteria <u>1039</u>	Total Offices for 1039: Bank Charter Class:	Selection Results <u>19</u> Federal Reserve Non-member
--------------------------	---	---	---

[Summary of Deposits Worksheet](#)Primary Federal Regulator:

Federal Deposit Insurance Corporation

To download either the Total Offices for the selected criteria or all of the offices for the selected institution, select the corresponding number of the offices above.

[<< Previous] Page 1 of 1 [Next >>]

County	State	Branch Uninum	Branch Number	Office Address	City	Zip Code	Service Type Codes	Date Established	Acquired Date
ILLINOIS									
Madison County									
		187767	7	4415 West Center Drive	Alton	62002	<u>11</u>	5/1/1995	
		479717	23	102 East Bethalto Blvd	Bethalto	62010	<u>11</u>	9/15/2007	
		263316	4	101 South Morrison	Collinsville	62234	<u>11</u>	1/1/1923	5/18/1990
		458316	19	2004 Troy Road	Edwardsville	62025	<u>11</u>	1/8/2007	
		692		330 West Vandalia Street	Edwardsville	62025	<u>11</u>	1/1/1868	
		468433	20	6 Hairpin Drive	Edwardsville	62026	<u>12</u>	8/13/2007	
		418765	15	2142 South State Route 157	Glen Carbon	62034	<u>11</u>	2/18/2003	
		360866	14	4200 South State Route 159 *	Glen Carbon	62034	<u>11</u>	2/28/2001	
		289434	12	3830 Nameoki Road	Granite City	62040	<u>11</u>	8/1/1995	10/9/1998
		357924	13	3502 Maryville Road	Granite City	62040	<u>11</u>	6/1/2000	
		187766	6	100 Suppiger Lane	Highland	62249	<u>11</u>	1/11/1995	
		43513	3	507 Edwardsville Road	Troy	62294	<u>11</u>	1/1/1928	5/18/1990
		473868	22	1153 Vaughn Road	Wood River	62095	<u>11</u>	3/31/2008	
		Total for Madison County: 13 Office(s)							
St. Clair County									
		485248	25	360 South Green Mount Road*	Belleville	62221	<u>11</u>	1/12/2009	
		468541	21	5720 West Main Street	Belleville	62226	<u>11</u>	10/7/2007	
		574643	28	2870 North 44th Street	Fairmont City	62201	<u>11</u>	11/9/2015	
		431497	17	1177 N Green Mount Drive	O Fallon	62269	<u>11</u>	6/21/2004	3/17/2006
		480931	24	3685 Sullivan Drive	Swansea	62226	<u>11</u>	9/15/2008	
		Total for St. Clair County: 5 Office(s)							
Total Offices in Illinois:		18 Office(s)							
MISSOURI									
St. Charles County									
		578441	29	7700 Bonhomme Avenue **	Saint Louis	63105	<u>11</u>	4/4/2016	
		Total for St. Charles County: 1 Office(s)							
Total Offices in Missouri:									

*Branch will be closed at the close of business on September 6, 2019.

**Branch will be closed at the close of business on October 4, 2019.

Total Number of Offices found: 19[<< Previous] Page 1 of 1 [Next >>]

**Office List
for
Investors' Security Trust Company**

Main Office

5246 Red Cedar Drive, Suite 101
Fort Myers, Florida 33907